August 29, 2025

BSE Limited
Scrip code: 535755

National Stock Exchange of India Limited
Symbol: ABFRL

Sub.: **Notice of 18th Annual General Meeting and Integrated Annual Report for the financial year ended March 31, 2025 of Aditya Birla Fashion and Retail Limited** ("the Company")

Ref.: 1. **Regulation 30, 34(1) and 53(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** ("SEBI Listing Regulations")
2. **Our intimation dated August 25, 2025**

Dear Sir/ Madam,

Pursuant to the above referred, enclosed herewith the Integrated Annual Report including the Notice of the 18th Annual General Meeting ("AGM Notice") of the Company to be held on Tuesday, September 23, 2025 at 3:00 p.m. IST through Video Conferencing/Other Audio-Visual Means.

The Integrated Annual Report including the AGM Notice is being dispatched electronically to those shareholders whose E-mail IDs are registered with the Company/ MUFG Intime India Private Limited *(formerly known as Link Intime India Private Limited)* ("RTA") / Depositories. Further, a letter is being sent providing the web-link, including the exact path of the Annual Report and AGM Notice, to those Shareholder(s) who have not registered their e-mail addresses.

The AGM Notice and Integrated Annual Report 2024-25 is also available on the website of the Company i.e. www.abfrl.com and the website of the RTA at https://instavote.linkintime.co.in/.

This is for your information and records.

Thanking you.

Sincerely,
For **Aditya Birla Fashion and Retail Limited**

Anil Kumar Malik

Digitally signed by Anil Kumar Malik
Date: 2025.08.29 19:17:37 +05'30'

Anil Malik
President & Company Secretary
ACS11197

Encl.: As above

ADITYA BIRLA FASHION AND RETAIL LIMITED

Registered Office: Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor,
Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400 070
CIN: L18101MH2007PLC233901
Tel: +91 8652905000 | **Website:** www.abfrl.com | **E-mail:** secretarial@abfrl.adityabirla.com

Notice of the 18th Annual General Meeting

NOTICE is hereby given that the 18th Annual General Meeting of the Members of Aditya Birla Fashion and Retail Limited ("the Company") will be held on Tuesday, September 23, 2025 at 3:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio - Visual Means ("OAVM") to transact the following business(es):

ORDINARY BUSINESS (ES):

1) To consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 and the Reports of the Board of Directors and Auditors thereon and

b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2025 and the Reports of the Auditors thereon.

2) To appoint a Director in place of Mr. Pankaj Sood (DIN:05185378)**, Non-Executive (Nominee) Director, who retires by rotation and being eligible, offers himself for re-appointment**

3) To appoint a Director in place of Ms. Ananyashree Birla (DIN:06625036), **Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment**

SPECIAL BUSINESS (ES):

4) Appointment of M/s. BNP & Associates, Company Secretaries as the Secretarial Auditor of the Company

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 204 and other applicable provision of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration

of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time and all other applicable statutes, laws, rules, guidelines, circular etc. issued by other appropriate authority (ies), if any (including any statutory amendment or modification or re-enactment thereof, for the time being in force) and based on the recommendation of the Audit Committee (hereinafter referred to as "Committee") and the approval of the Board of Directors of the Company (hereinafter referred to as "Board"), consent of the Members of the Company be and hereby accorded to appoint M/s. BNP & Associates, Company Secretaries (Firm Registration No. P2014MH037400) as Secretarial Auditor of the Company for a period of 5 (Five) consecutive years i.e. from the conclusion of 18th Annual General Meeting ("AGM") till the conclusion of the 23rd AGM, covering the period from the FY 2025-26 till FY 2029-30 to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report at such remuneration plus applicable taxes and other out of-pocket expenses as may be mutually agreed upon between the Committee / Board of the Company and the Secretarial Auditor.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and to authorise any of the Directors and/or Key Managerial Personnel to take necessary actions on behalf of the Company in that regard."

5) Re-appointment of Ms. Sangeeta Tanwani (DIN:03321646) **as the 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 Sections 2(51), 2(94), 149, 152, 179, 196, 197, 198 and 203 read with the Schedule V, Companies (Meetings of Board and its Powers) Rules, 2014, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including the rules, notifications, circulars, guidelines etc. issued thereunder) ("Act") read with applicable guidelines issued by the Central Government, from time to time, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions, if any (including any statutory amendment or modification or re-enactment thereof for the time being in force) and in line with the Memorandum and Articles of Association, Nomination Policy & Executive Remuneration Philosophy/Policy of the Company and based on the recommendation of Nomination and Remuneration Committee of the Company (hereinafter referred to as "Committee") and approval of the Board of Directors (hereinafter referred to as "Board" which term shall deem to include any Committee constituted or to be constituted by the Board) of the Company, consent of the Members of the Company be and hereby accorded to re-appoint Ms. Sangeeta Tanwani (DIN:03321646) as the Whole-time Director of the Company for the period and on the following terms as to the remuneration or otherwise,

set out hereunder and with liberty to the Board to alter the said terms and conditions in such manner as may be agreed to between the Board and Ms. Sangeeta Tanwani in the best interest of the Company but subject to the restrictions, if any, contained in the Act or otherwise as may be permissible at law:

A. Period of Appointment:

From February 24, 2026 until January 31, 2027, with the liberty to either party to terminate the appointment on three months' notice in writing to the other.

B. Remuneration:

a. Basic Salary: ₹ 2,04,57,630 (Rupees Two Crores Four Lakhs Fifty Seven Thousand Six Hundred and Thirty Only) per annum with such increments as the Board may decide from time to time, subject however to a ceiling of ₹ 2,88,00,000 (Rupees Two Crores Eighty Eight Lakhs Only) per annum.

b. Special Allowance: ₹ 1,73,98,054 (Rupees One Crore Seventy Three Lakhs Ninety Eight Thousand and Fifty Four Only) per annum with such increments as the Board may decide from time to time, subject however to a ceiling of ₹ 2,52,00,000 (Rupees Two Crores Fifty Two Lakhs Only) per annum. This allowance, however, will not be taken into account for the calculation of benefits such as Provident Fund, Gratuity, Superannuation and Leave encashment.

c. Annual Incentive Pay: Linked to the achievement of targets, as may be decided by the Board from time to time, subject to a maximum of ₹ 5,00,00,000 (Rupees Five Crores only) per annum.

d. Long-term Incentive Compensation ("LTIC") including Employee Stock Option, Restricted Stock Units, Performance Stock Units, Stock Appreciation Rights, Phantom Restricted Stock Units as per the Scheme applicable to the Executive Directors and/or Senior Executives of the Company and/or its Subsidiaries and/ or any other Incentives applicable to Senior Executives of the Company/ Aditya Birla Group, in such manner and with such provisions as may be decided by the Board, considering the above, subject to a maximum target opportunity of ₹ 4,00,00,000 (Rupees Four Crores Only) per annum.

C. Perquisites:

a. Housing: Company provided (furnished/ unfurnished) accommodation and/or House rent allowance ("HRA") in lieu of Company provided accommodation as per the Company's Policy.

b. House Maintenance: Reimbursement of expenses at actuals pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation as per the Company's Policy.

c. Medical Expenses Reimbursement: Reimbursement of all expenses incurred for self and family at actual (including domiciliary and medical expenses and insurance premium for medical and hospitalization policy as applicable), as per the Company's Policy.

d. Travel Expenses: Leave Travel Expenses for self and family in accordance with the Company's Policy.

e. Car: Two cars for use on Company's Business as per the Company's Policy.

f. Club Membership: Fees of One Corporate Club in India (including admission and annual membership fee).

g. Other Expenses: Reimbursement of entertainment, travelling and all other expenses incurred for the business of the Company as per the Company's Policy.

h. Retirement Benefit: Contribution towards Provident Fund, Superannuation Fund, National Pension Scheme and/or Gratuity as per the Company's Policy.

i. Other Benefits: Leave and related benefits, life insurance, personal accident insurance as per the Company's Policy.

j. Other Allowances, benefits and perquisites: Any other allowances, benefits and perquisites as per the rules applicable to the Senior Executives of the Company and/ or which may become applicable in the future and/ or any other allowance, perquisites as the Board from time to time decide.

k. In case the executive is elevated to the next higher level of the Company during the tenure of appointment, the allowances, perquisites and benefits applicable to the level, will also apply to the executive.

Annual remuneration review is effective July 1st each year, as per policy of the Company.

Any revision/change in allowance/ perquisite relating to Company provided (furnished/ unfurnished) accommodation and/or HRA in lieu of Company provided accommodation/ Car or other allowances/ perquisites, will be adjusted from the existing special allowance, subject to the ceiling as approved by the Shareholders and as per the Company's policy.

D. Subject as aforesaid, Ms. Sangeeta Tanwani, Whole-time Director, shall be governed by such other rules as are applicable to the Senior Executives of the Company from time to time.

E. For the purposes of Gratuity, Provident Fund, Superannuation and other like benefits, if any, the service of Ms. Sangeeta Tanwani, Whole-time Director will be considered as continuous service with the Company from the date of her joining the Aditya Birla Group.

F. The aggregate of the remuneration and perquisites as aforesaid in any financial year shall not exceed the limit from time to time under Sections 197, 198 and other applicable provisions of the Act read with Schedule V thereto or otherwise as may be permissible at law.

G. Though considering the provisions of Section 188 of the Act, Ms. Sangeeta Tanwani would not be holding any office or place of profit by her being a mere Director of the Company's Subsidiaries/ Joint Ventures, approval be and is hereby granted by way of abundant caution for her to accept the sitting fees/commission paid/payable to other Directors for attending meetings of Board(s) of Directors/Committee(s) of Subsidiaries/Joint Ventures of the Company or companies promoted by the Aditya Birla Group.

H. Ms. Sangeeta Tanwani shall be subject to retirement by rotation during her tenure as the Whole-time Director of the Company. So long as Ms. Sangeeta Tanwani functions as the Whole-time Director, she shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company.

I. When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Ms. Sangeeta Tanwani in accordance with the applicable provisions of the Act, read with Schedule V of the Act and subject to such approvals as may be required.

J. Committee shall review and recommend the remuneration payable to the Ms. Sangeeta Tanwani, Whole-time Director during the tenure of her appointment, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to revise, alter or modify the remuneration and perquisites payable to Ms. Sangeeta Tanwani from time to time, subject to the limits approved by the Shareholders of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and to authorise any of the Directors and/or Key Managerial Personnel to take necessary actions on behalf of the Company in that regard."

6) Fixing remuneration limits of Mr. Ashish Dikshit (DIN: 01842066)**, Managing Director**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Sections 197 and 198 read with Schedule V, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including the rules, notifications, circulars, guidelines etc. issued thereunder) ("Act") read with applicable guidelines issued by the Central Government, from time to time, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI

Listing Regulations") and other applicable provisions, if any, (including any statutory amendment or modification or re-enactment thereof for the time being in force) and in line with the Memorandum and Articles of Association, Nomination Policy & Executive Remuneration Philosophy/Policy of the Company and based on the recommendation of Nomination and Remuneration Committee (hereinafter referred to as "Committee") and approval of the Board of Directors (hereinafter referred to as "Board" which term shall deem to include any Committee constituted or to be constituted by the Board) of the Company, consent of the Members of the Company be and hereby accorded for the payment of the remuneration to Mr. Ashish Dikshit (DIN: 01842066), Managing Director of the Company for the remaining period of 2 (two) years viz., February 1, 2026 up to January 31, 2028 and upon the terms and conditions, including remuneration and perquisites, as set out hereunder:

A. <u>Remuneration:</u>

a. Basic Salary: ₹ 1,98,22,000 (Rupees One Crore Ninety Eight Lakhs Twenty Two Thousand Only) per annum with such increments as the Board may decide from time to time, subject however to a ceiling of ₹ 3,00,00,000 (Rupees Three Crores Only) per annum.

b. Special Allowance: ₹ 2,09,55,227 (Rupees Two Crores Nine Lakhs Fifty Five Thousand Two Hundred and Twenty Seven Only) per annum with such increments as the Board may decide from time to time, subject however to a ceiling of ₹ 3,00,00,000 (Rupees Three Crores Only) per annum. This allowance, however, will not be taken into account for the calculation of benefits such as Provident Fund, Gratuity, Superannuation and Leave encashment.

c. Annual Incentive Pay: Linked to the achievement of targets, as may be decided by the Board from time to time, subject to a maximum of ₹ 12,00,00,000 (Rupees Twelve Crores Only) per annum.

d. Long-term Incentive Compensation ("LTIC") including Employee Stock Option, Restricted Stock Units, Stock Appreciation Rights, Phantom Restricted Stock Units as per the Scheme applicable to the Executive Directors and/or Senior Executives of the Company and/or its Subsidiaries and/or any other Incentives applicable to Senior Executives of the Company/ Aditya Birla Group, in such manner and with such provisions as may be decided by the Board, considering the above, subject to a maximum target opportunity of ₹ 7,50,00,000 (Rupees Seven Crores Fifty Lakhs Only) per annum.

B. <u>Perquisites:</u>

a. Housing: Company provided (furnished/ unfurnished) accommodation and/ or House rent allowance ("HRA") in lieu of Company provided accommodation as per the Company's Policy.

b. House Maintenance: Reimbursement of expenses at actual pertaining to electricity, gas, water, telephone and other reasonable expenses for the upkeep and maintenance in respect of such accommodation as per the Company's Policy.

c. Medical Expenses Reimbursement: Reimbursement of all expenses incurred for self and family (including domiciliary and medical expenses and insurance premium for medical and hospitalization policy as applicable), as per the Company's policy.

d. Travel Expenses: Leave Travel Expenses for self and family in accordance with the Company's Policy.

e. Car: Two cars for use of the Company's Business, as per the Company's policy.

f. Club Membership: Fees of Two Clubs in India (including admission and annual membership fee).

g. Other expenses: Entertainment, travelling and all other expenses incurred for the business of the Company as per the Company's policy.

h. Retirement Benefit: Contribution towards Provident Fund and/or Superannuation Fund and/or National Pension Scheme and/or Gratuity as per the Company's Policy.

i. Other Benefits: Leave and related benefits, life insurance, personal accident insurance as per the Company's Policy.

j. Other Allowances, benefits and perquisites: Any other allowances, benefits and perquisites as per the Rules applicable to the Senior Executives of the Company and/or which may become applicable in the future and/ or any other allowance, perquisites as the Board from time to time decide.

k. Other Retirement benefit: Any other one-time/ periodic retirement allowances/ benefits as may be decided by the Board at the time of retirement.

Annual remuneration review is effective from July 1st each year, as per policy of the Company.

Any revision/change in allowance/ perquisite relating to Company provided (furnished/ unfurnished) accommodation and/or HRA in lieu of Company provided accommodation/ Car or other allowances/ perquisites, will be adjusted from the existing Special Allowance, subject to the ceiling as approved by the Shareholders and as per the Company's policy.

C. Pursuant to the Scheme of Arrangement among Aditya Birla Fashion and Retail Limited ("the Company"), Aditya Birla Lifestyle Brands Limited ("Resulting Company/ABLBL") and their respective shareholders and creditors ("Scheme") the Madura Fashion and Lifestyle Business (as defined in the Scheme) ("MFL Business") of the Company has been transferred to ABLBL. The Scheme was sanctioned by

the Hon'ble National Company Law Tribunal, Mumbai Bench *vide* its order dated March 27, 2025 and the Scheme has become effective from May 1, 2025. The Board of Directors of ABLBL on May 1, 2025 has appointed Mr. Ashish Dikshit as Managing Director of the ABLBL in addition to his current position as the Managing Director of the Company.

The Company and ABLBL have agreed that the remuneration and perquisites ("Total Remuneration") payable to Mr. Ashish Dikshit as Managing Director of the Company as well as the Managing Director of ABLBL shall be entirely paid by the Company and the ABLBL shall separately reimburse 50% (fifty) of Total Remuneration to the Company, on such terms as may be agreed between the Company and ABLBL. In term of Section 203(3) of the Act read with Section V of Schedule V of the Act, Total Remuneration payable to Mr. Ashish Dikshit by the Company and ABLBL will not exceed the amount approved by Committee, Board and Shareholders of the Company. Further, the Board be and hereby authorised to execute and implement the reimbursement to the Company of the proportionate remuneration and related costs payable to Mr. Ashish Dikshit, on such terms and conditions as the Board may deem appropriate.

D. Subject as aforesaid, Mr. Ashish Dikshit, Managing Director, shall be governed by such other rules as are applicable to the Senior Executives of the Company, from time to time.

E. For the purposes of Gratuity, Provident Fund, Superannuation and other like benefits, if any, the service of Mr. Ashish Dikshit, Managing Director, will be considered as continuous service with the Company from the date of his joining the Aditya Birla Group.

F. The aggregate of the total remuneration as aforesaid in any financial year shall not exceed the limit from time to time under Sections 197, 198 and other applicable provisions of the Act read with Schedule V thereto or otherwise as may be permissible at law.

G. Though considering the provisions of Section 188 of the Act, Mr. Ashish Dikshit would not be holding any office or place of profit by his being a mere Director of the Company's Subsidiaries/ Joint Ventures, approval be and is hereby granted by way of abundant caution for him to accept the sitting fees/ commission paid/ payable to other Directors for attending meetings of Board(s) of Directors/ Committee(s) of Subsidiaries/Joint Ventures of the Company or companies promoted by the Aditya Birla Group.

H. Mr. Ashish Dikshit shall not be subject to retirement by rotation during his continuing tenure as the Managing Director of the Company. So long as Mr. Ashish Dikshit functions as the Managing Director, he shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company.

I. When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Ashish Dikshit in accordance with the applicable provisions of the Act, read with Schedule V of the Act and subject to such approvals as may be required.

J. Committee shall review and recommend the remuneration payable to the Mr. Ashish Dikshit, Managing Director during the tenure of his appointment, from time to time.

RESOLVED FURTHER THAT save and except as aforesaid, the resolution as passed by the Shareholders *via* postal ballot on June 23, 2022 w.r.t. approving the re-appointment of Mr. Ashish Dikshit (DIN: 01842066) as the Managing Director of the Company for a period of 5 years (w.e.f. February 1, 2023 to January 31, 2028) shall continue to remain in full force and effect until the completion of his tenure.

RESOLVED FURTHER THAT the Board be and is hereby authorized to revise, alter or modify the remuneration and perquisites payable to Mr. Ashish Dikshit from time to time, subject to the limits approved by the Shareholders of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and to authorise any of the Directors and/or Key Managerial Personnel to take necessary actions on behalf of the Company in that regard."

7) To approve adoption of "Aditya Birla Fashion and Retail Limited Employee Stock Option and Performance Stock Unit Scheme 2025"

To consider and if thought fit, to pass the following resolution, as a **Special Resolution:**

"RESOLVED THAT pursuant to Section 62 and other applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder, Regulation 6 and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") any rules, guidelines and regulations issued by the Reserve Bank of India and such other laws, rules and regulations (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force) as may be applicable (collectively, the "Applicable Laws"), the relevant provisions of the Articles of Association of the Company and further subject to such other approvals, consents, permissions and sanctions, as may be necessary from the appropriate authorities or bodies and subject to such conditions and modifications as may be prescribed or imposed by the above authorities and which may be agreed to and accepted by the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any duly constituted committee, including the Nomination and Remuneration Committee to exercise its powers conferred by this Resolution),

consent of the Members of the Company be and hereby granted for adoption of the "Aditya Birla Fashion and Retail Limited Employee Stock Option and Performance Stock Unit Scheme 2025" ("ABFRL Scheme 2025"), the salient features of which are furnished in the explanatory statement to the Notice.

RESOLVED FURTHER THAT consent be and is hereby granted to the Board to create, grant, offer and issue in one or more tranches under the ABFRL Scheme 2025, at any time to or for the benefit of the employees of the Company, whether working in India or outside India, including any managing director or whole-time directors of the Company, as defined in the SEBI SBEB & SE Regulations, such number of employee stock options ("Option") and/or Performance Stock Units ("PSU") (collectively "Stock Options" exercisable into not more than 1,95,24,000 equity shares of ₹ 10/- each ("Equity Shares") being 1.60% of the paid-up equity share capital of the Company as on the date of this Notice (or such other number adjusted in terms of the ABFRL Scheme 2025 as per Applicable Laws), at such price, in one or more tranches and on such terms and conditions as may be fixed or determined by the Board in accordance with the SEBI SBEB & SE Regulations or other provisions of law as may be prevailing at that time.

RESOLVED FURTHER THAT the maximum number of Stock Options to be granted to eligible employees under the ABFRL Scheme 2025 shall not cumulatively exceed 1,95,24,000 Stock Options exercisable into not more than 1,95,24,000 equity shares of face value of ₹ 10/- each (or such other number adjusted in terms of ABFRL Scheme 2025 as per Applicable Laws).

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, merger and sale of division or other reorganisation of capital structure of the Company, as applicable from time to time, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under Applicable Laws, so as to ensure a fair and reasonable adjustment to the Stock Options granted earlier. Further, the above ceiling of 1.60% i.e. 1,95,24,000 Equity Shares shall be deemed to be increased to the extent of such additional equity shares issued.

RESOLVED FURTHER THAT in case the Equity Shares are either sub-divided or consolidated, then the number of Equity Shares to be issued and allotted on exercise of Stock Options and the exercise price of Stock Options shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of ₹ 10/- per Equity Share bears to the revised face value of the Equity Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the employees who have been granted Stock Options under the ABFRL Scheme 2025.

RESOLVED FURTHER THAT the Board be and is hereby authorised to formulate, evolve, decide upon and implement the ABFRL Scheme 2025 and determine the detailed terms

and conditions of the aforementioned ABFRL Scheme 2025 including but not limited to the quantum of Stock Options to be granted per employee in each tranche, the exercise period, the vesting period, the vesting conditions, instances where such Stock Options shall lapse and to grant such number of Stock Options, to such eligible employees, at such time and on such terms and conditions as set out in the ABFRL Scheme 2025 and as the Board may in its absolute discretion think fit, subject to the terms of ABFRL Scheme 2025 and Applicable Laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot Equity Shares upon exercise of Stock Options, from time to time, in accordance with ABFRL Scheme 2025 and to take necessary steps for listing of the Equity Shares so allotted on the Stock Exchanges as per the provisions of the SEBI Listing Regulations, SEBI SBEB & SE Regulations and other Applicable Laws.

RESOLVED FURTHER THAT the Equity Shares issued and to be allotted on exercise by the Board or Committee pursuant to the ABFRL Scheme 2025 in the manner aforesaid shall rank *pari passu* in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised to do all such acts, deeds and things as it may, in its absolute discretion, deem fit, necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to formulation and implementation of the ABFRL Scheme 2025.

RESOLVED FURTHER THAT the Board be and is hereby authorised to make any modification(s), change(s), variation(s), alteration(s) or revision(s) in the ABFRL Scheme 2025, as it may deem fit, from time to time or to suspend, withdraw or revive the ABFRL Scheme 2025 from time to time in conformity with the provisions of the Act and rules made thereunder, the SEBI SBEB & SE Regulations and other Applicable Laws, provided such variation(s), amendment(s), modification(s) or alteration(s) is not detrimental to the interest of the employees who have been granted Stock Options under the ABFRL Scheme 2025."

8) To approve extending the benefits of the "Aditya Birla Fashion and Retail Limited Employee Stock Option and Performance Stock Unit Scheme 2025" to the employees of the subsidiary company(ies) of the Company

To consider and if thought fit, to pass the following resolution, as a **Special Resolution:**

"RESOLVED THAT pursuant to Section 62 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, Regulation 6 and other applicable provisions, if any, of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 any rules, guidelines and regulations issued by the Reserve Bank of India and such other laws, rules and regulations (including any statutory amendment(s)

or modification(s) or re-enactment(s) thereof, for the time being in force) as may be applicable (collectively, the "Applicable Laws") the relevant provisions of the Articles of Association of the Company and further subject to such other approvals, consents, permissions and sanctions as may be necessary from the appropriate authorities or bodies and subject to such conditions and modifications as may be prescribed or imposed by the above authorities and which may be agreed to and accepted by the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any duly constituted committee, including the Nomination and Remuneration Committee to exercise its powers conferred by this Resolution), consent of the Members of the Company be and is hereby accorded to the Board to extend the benefits and coverage of the Aditya Birla Fashion and Retail Limited Employee Stock Option and Performance Stock Unit Scheme 2025 ("ABFRL Scheme 2025") (referred to in the resolution under Item No. 7 of this Notice) to such persons who are in employment of subsidiary company(ies) of the Company who is working in India or outside India, including any managing director or whole-time directors (selected on the basis of criteria decided by the Board) under the ABFRL Scheme 2025 in the manner mentioned in the resolution under Item No. 7 of this Notice on such terms and conditions as may be fixed or determined by the Board in accordance with the SEBI SBEB & SE Regulations or other provisions of law as may be prevailing at that time.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board

Sd/-
Anil Malik
President & Company Secretary
Membership No.: A11197

Place : Mumbai
Date : August 13, 2025

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to the special businesses mentioned in this Notice for the 18th Annual General Meeting ("AGM") of the Members of the Company:

4) Appointment of M/s. BNP & Associates, Company Secretaries as the Secretarial Auditor of the Company

The Board of Director of the Company at its meeting held on May 23, 2025 based on the recommendation of Audit Committee, approved the appointment of M/s BNP & Associates, Company Secretaries, Peer Reviewed Firm (Firm Registration Number: P2014MH037400) as the Secretarial Auditor of the Company ("said appointment"), subject to the approval of the Members of the Company being sought *via* this Notice.

The said appointment shall be in terms of the Section 204 and other applicable provision of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time.

While recommending the said appointment, the Audit Committee and Board of the Directors of the Company as per the provisions of SEBI Listing Regulations has considered the below:

a. **Brief Profile:**

M/s. BNP & Associates, Company Secretaries registered with the Institute of Company Secretaries of India (Firm Registration Number: P2014MH037400), with Mr. B. Narasimhan, Mr. Avinash Bagul, Mr. Ramaswami Kalidas, and Mr. Venkataraman Krishnan, as partners. All of them have diverse exposure in the areas of Corporate Advisory services, Transactional Services, Litigation, Advocacy and Legal Due Diligence. Moreover, the firm has Associate Partners with rich profile, and they also share the same values as that of the firm i.e., Character, Competence and Commitment. Areas of expertise include Corporate and Securities Management, Public offering of securities, all Corporate Actions associated with listed companies including hands on experience on operations relating to Corporate Actions. M/s. BNP & Associates engaged in rendering Compliance Audit & Assurance Services, Advisory and Representation Services, Transactional Services etc.

b. **Eligibility and Qualifications:**

M/s. BNP & Associates, Company Secretaries has provided its consent dated May 19, 2025 to act as Secretarial Auditor of the Company to conduct the Secretarial Audit and to furnish the Secretarial Audit Report to the Company and is a Peer Reviewed Company Secretary and has not incurred any of the disqualifications as specified by SEBI.

c. **Term of appointment:**

For a term of 5 (Five) consecutive years i.e., from the conclusion of 18th AGM till the conclusion of the 23rd AGM of the Company, covering the period from FY 2025-26 till FY 2029-30.

d. **Fees:**

₹ 2,00,000 (Rupees Two Lakhs Only) plus applicable taxes and other out-of-pocket expenses for FY 2026, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and M/s. BNP & Associates. In addition to the secretarial audit, M/s. BNP & Associates shall provide such other services in the nature of certifications and other professional work, as approved by the Audit Committee/Board of Directors from time to time as may be required.

None of the Directors and Key Managerial Personnel and/or their relatives thereof are deemed to be concerned or interested (financially or otherwise) in the proposed Ordinary Resolution.

Considering the above, the Board of Directors recommends the resolution as set out at item no. 4 of this Notice with respect with respect to the Appointment of M/s. BNP & Associates, Company Secretaries as the Secretarial Auditor of the Company, for approval of the Members of the Company as an Ordinary Resolution.

5) Re-appointment of Ms. Sangeeta Tanwani (DIN:03321646) **as the Whole-time Director of the Company**

Ms. Sangeeta Tanwani was appointed as the Whole-time Director at the 14th Annual General Meeting of the Company held on September 9, 2021, for a period of 5 (five) years, effective from February 24, 2021 to February 23, 2026. Accordingly, the tenure of Ms. Sangeeta Tanwani as the Whole-time Director is due to expire on February 23, 2026.

Ms. Sangeeta Tanwani is proposed to be re-appointed from February 24, 2026 to January 31, 2027 as the Whole-time Director of the Company.

Considering her vast experience and valuable contributions to the Company, on recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on May 23, 2025 has approved the re-appointment of Ms. Sangeeta Tanwani as the Whole-time Director of the Company with effect from February 24, 2026 to January 31, 2027, subject to the approval of the Members of the Company being sought *via* this Notice.

Ms. Sangeeta Tanwani has provided to the Board:

a. consent to act as the Whole-time Director ("WTD") and is eligible to be re-appointed as the WTD of the Company;

b. declaration that she is not disqualified to be re-appointed as a Director in terms of provisions of Section 164 of the Companies Act, 2013 ("Act") and

c. is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India and any other competent regulatory authority.

Various factors are considered while evaluating the remuneration such as, comparable with market and industry, fair & equitable, aligned to business context, performance and Aditya Birla Group Philosophy and should be competitive in the sector to attract & retain talent.

The Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company lays down criteria for Annual Incentive Pay including, but not limited to business performance, Individual performance and group performance etc. and key responsibility area also includes certain ESG parameters. Further vesting of employee stock options plan is based on the Company's achievement of specific performance and other criteria.

Members approval is sought for the re-appointment of and remuneration payable to Ms. Sangeeta Tanwani as the Whole-time Director for the period commencing from February 24, 2026 to January 31, 2027 in terms of the applicable provisions of the Act, more particularly as stated in the resolution no. 5 of the Notice and this explanatory statement.

Details of Ms. Sangeeta Tanwani are provided separately as under:

a. Brief Profile: **Annexure A**

b. Particulars as per Schedule V of the Act: **Annexure B**

Except Ms. Tanwani, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested (financially or otherwise) in the proposed Special Resolution, except to the extent of their shareholding in the Company, if any.

Considering the above, the Board of Directors recommends the resolution as set out at item no. 5 of this Notice with respect with respect to the re-appointment of Ms. Sangeeta Tanwani as the Whole-time Director of the Company, for approval of the Members of the Company as a Special Resolution.

6) Fixing remuneration limits of Mr. Ashish Dikshit (DIN: 01842066)**, Managing Director**

On June 23, 2022, the Members of the Company *via* postal ballot has approved:

a. the re-appointment of Mr. Ashish Dikshit (DIN: 01842066) as the Managing Director of the Company for a further period of 5 (five) years i.e., from February 1, 2023 to January 31, 2028 and

b. his remuneration for a period of 3 (three) years i.e., from February 1, 2023 to January 31, 2026.

On recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on August 13, 2025 has approved the remuneration limit of Mr. Ashish Dikshit (DIN: 01842066), Managing Director of the Company for the remaining period of 2 (two) years i.e., from February 1, 2026 to January 31, 2028, subject to the approval of the Members of the Company being sought via this Notice. Fixing remuneration limits for the above period shall be in terms of Section 197(1) read with schedule V and rules made thereunder of the Companies Act, 2013 ("Act"), more particularly as stated in the resolution No. 6 of the Notice and this explanatory statement.

Various factors are considered while evaluating the remuneration such as, comparable with market and industry, fair & equitable, aligned to business context, performance and Aditya Birla Group Philosophy and should be competitive in the sector to attract & retain talent.

The Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company lays down criteria for Annual Incentive Pay including, but not limited to business performance, Individual performance and group performance etc. and key responsibility area also includes certain ESG parameters. Further vesting of employee stock options plan is based on the Company's achievement of specific performance and other criteria.

Save and except as aforesaid, all other terms and condition of Mr. Ashish Dikshit's re-appointment as the Managing Director shall continue to remain in full force and effect until the completion of his current tenure (w.e.f. from February 1, 2023 to January 31, 2028), as approved by the Members of the Company *via* postal ballot dated on June 23, 2022.

Pursuant to the Scheme of Arrangement among Aditya Birla Fashion and Retail Limited ("the Company"), Aditya Birla Lifestyle Brands Limited ("Resulting Company/ABLBL") and their respective shareholders and creditors ("Scheme") the Madura Fashion and Lifestyle Business (as defined in the Scheme) ("MFL Business") of the Company has been transferred to ABLBL. The Scheme was sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench *vide* its order dated March 27, 2025 and the Scheme has become effective from May 1, 2025. The Board of Directors of ABLBL on May 1, 2025 has appointed Mr. Ashish Dikshit as Managing Director of the ABLBL in addition to his current position as the Managing Director of the Company.

The Company and ABLBL have agreed that the remuneration and perquisites ("Total Remuneration") payable to Mr. Ashish Dikshit as Managing Director of the Company as well as the Managing Director of ABLBL shall be entirely paid by the Company and the ABLBL shall separately reimburse 50% (fifty) of Total Remuneration to the Company, on such other terms as may be agreed between the Company and ABLBL. In term of Section 203(3) of the Act read with Section V of Schedule V of the Act, Total Remuneration

payable to Mr. Ashish Dikshit by the Company and ABLBL will not exceed the amount approved by Committee, Board and Shareholders of the Company. Further, the Board be and hereby authorised to execute and implement the reimbursement to the Company of the proportionate remuneration and related costs payable to Mr. Ashish Dikshit, on such terms and conditions as the Board may deem appropriate.

Details pursuant to Schedule V of the Act is provided separately in **Annexure B** to this notice.

Except Mr. Dikshit, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested (financially or otherwise) in the proposed Special Resolution, except to the extent of their shareholding in the Company, if any.

Considering the above, the Board of Directors recommends the resolution as set out at item no. 6 of this Notice with respect to the Fixing remuneration limits for Mr. Ashish Dikshit, Managing Director of the Company for the remaining term of 2 (two) years, for approval of the Members of the Company as a Special Resolution.

7) **Item No 7 & 8:**

To approve adoption of Aditya Birla Fashion and Retail Limited Employee Stock Option and Performance Stock Unit Scheme 2025 ("ABFRL Scheme 2025") and to approve extending of the benefits of the ABFRL Scheme 2025 to employees of the subsidiary company(ies) of the Company

The Board of Directors ("Board") of the Company at its meeting held on August 13, 2025, based upon the recommendation of Nomination and Remuneration Committee approved adoption of the Aditya Birla Fashion and Retail Limited Employees Stock Option and Performance Stock Unit Scheme 2025 ("ABFRL Scheme 2025") for the benefit of eligible employees of the Company, including subsidiary Company(ies) in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") and the Companies Act, 2013 ("the Act"), which entitles them to exercise the equity shares of the Company, subject to the approval of the Members of the Company by way of a Special Resolution being sought *via* this Notice .

The Board has nominated the Nomination and Remuneration Committee (the "Committee"/ "NRC") to be designated as the Compensation Committee for the administration and superintendence of the ABFRL Scheme 2025 in accordance with the SEBI SBEB & SE Regulations. Approval of the Members is being sought for grant of employee stock options ("Options") and/or Performance stock units ("PSUs") (collectively "Stock Options") to the eligible employees as may be determined by the NRC.

In accordance with Regulation 6 of the SEBI SBEB & SE Regulations, approval of Members by way of Special Resolution is required to be passed, for the adoption of the ABFRL Scheme 2025 and extending the benefits of the ABFRL Scheme 2025 to eligible employees of the subsidiary company(ies).

Accordingly, separate Resolutions are being passed for the above.

The salient features and other details of the ABFRL Scheme 2025 as required pursuant to Regulation 6(2) read with Part C of Schedule I of the SEBI SBEB & SE Regulations are as under:

S. No.	Particulars	Details
1)	A brief description of the ABFRL Scheme 2025	The Company aims to provide competitive remuneration opportunities to its employees, including through annual incentive plans and long-term incentive plans. The Company believes that the presence of a long-term incentive plan and the resulting employee ownership can facilitate a performance driven culture and contribute to the success of the Company. The Company views stock options in the form of Options and Performance Stock Units as long-term incentive instruments to enable the employees to share the value they create for the Company in the years to come.
		The main objectives of the ABFRL Scheme 2025 are:
		(i) to achieve sustained growth of the Company and create shareholder value by aligning the interests of the employees with the long term interests of the Company;
		(ii) to attract and retain talent and as well as to motivate the employees to contribute to its growth and profitability;
		(iii) to recognise and reward the efforts of employees and their continued association with the Company and its Subsidiary and
		(iv) to promote the culture of employee ownership, to enable the employees to have greater involvement in the existing plans of the Company and provide them an opportunity to share in the future growth and profitability of the Company, which should lead to improved employee engagement, motivation and retention.

S. No.	Particulars	Details
2)	Total number of Stock Options, shares to be offered and granted	(i) The aggregate number of Stock Options proposed to be granted under the ABFRL Scheme 2025 shall be exercisable into not more than 1,95,24,000 equity shares equivalent to 1.60 % of the paid-up equity share capital of the Company (which number shall be adjusted in lieu of adjustments/ re-organisation of capital structure of the Company from time to time). Upon exercise, each Stock Option entitles the relevant grantee to one Equity Share (i.e. one Option will entitle the grantee to one Equity Share and one PSU will entitle the grantee to one Equity Share).
		(ii) In case of any corporate action(s) such as rights issue, bonus issue, merger and sale of division, split or consolidation and others, a fair and reasonable adjustment needs to be made to the Stock Options granted. Accordingly, if any additional equity shares are issued by the Company to the grantees, for making such fair and reasonable adjustment, the ceiling of 1,95,24,000 shall be deemed to be increased to the extent of such additional equity shares issued. Stock Options not vested due to non-fulfilment of the vesting conditions, vested Stock Options which the grantees expressly refuse to exercise, Stock Options (vested and not exercised and unvested) which have been surrendered and any Stock Options granted but not vested or exercised within the stipulated time due to any reasons, shall lapse and these Stock Options or the underlying Equity Shares will be available for grant under the present ABFRL Scheme 2025 or under a new scheme, subject to compliance with Applicable Laws.
3)	Identification of classes of employees entitled to participate and be beneficiaries in ABFRL Scheme 2025	(a) An employee as designated by the Company, who is exclusively working in India or outside India; or
		(b) a director of the company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director; or

S. No.	Particulars	Details
		(c) an Employee, as defined in Sub-Clauses (a) or (b) in this paragraph, of a subsidiary company, in India or outside India, of the Company, but does not include:
		1) an employee who is a Promoter or a person belonging to the Promoter Group;
		2) a director who either by himself or through relatives or through any body corporate, directly or indirectly holds more than 10% of the outstanding equity shares of the Company.
4)	Requirements of vesting and period of vesting	The Board or the Committee may, at its discretion, lay down certain criteria, including but not limited to, the performance metrics which would include profitability, revenue, ESG metric or any other strategic metrics as may be decided on the achievement of which the granted Options would vest and which may be specified in the respective grant letters or the vesting letters to be issued in this regard.
		Vesting of Options / PSUs shall be subject to, amongst other things:
		a. the condition that a minimum of one year has completed from the grant date, except in case of death or permanent incapacity of the grantee, in which case the Options / PSUs, as the case may be, shall vest immediately;
		b. the grantee being in continuous employment with the Company or a subsidiary company (as the case may be); and
		c. the grantee is not subject to any pending disciplinary proceedings.
		The Options / PSUs granted under the Scheme shall Vest not earlier than completion of one year, and not later than 4 (four) years, from the Grant Date, in the manner set out in the Letter of Grant to be issued by the Company to the Grantees.
		The vesting of Stock Options granted to employees may expire or lapse or forfeit or accelerate (as the case may be) in the following circumstances:

S. No.	Particulars	Details
		(i) Stock Options not vested due to non-fulfilment of vesting conditions, vested Stock Options which the grantees have expressly refused to exercise, Stock Options which have been surrendered and any Stock Options granted but not vested / exercised within the stipulated time due to any reasons, shall lapse.
		(ii) In cases of cessation of employment / engagement due to death or permanent incapacity, the minimum vesting period of one year shall not apply and the Stock Options shall vest immediately with employee / nominee(s) / legal heir(s) / successor (as the case may be).
		Death: In case the proof of succession is not produced to the Company within six months from the date of death of the grantee or such further time as the NRC may permit in its absolute discretion, the Stock Options shall lapse and shall be available for grant by the NRC to any other employee(s) as it may deem fit in its absolute discretion.
		(iii) the NRC may, (a) subject to compliance with the minimum Vesting period of 1 (one) year, accelerate the vesting of the Stock Options in case of exceptional performance of an employee or class of employees or such other circumstances as may be decided by the NRC, subject to Applicable Law; or (b) not vest any of the Stock Options already Granted; or (c) vest such lesser number of Stock Options than as already granted; or (d) modify the vesting schedule in respect of the Stock Options already granted, as applicable, in the event it is found that:
		a. the grantee has not satisfied any vesting condition; or
		b. the grantee has not met the performance parameters; or
		c. has not performed up to the expectations; or
		d. has not been regularly attending the office for a substantial period of time without any valid reason or authority; or

S. No.	Particulars	Details
		e. has been put on a modified employment arrangement such as part-time working, reassignment to lower accountability, sabbatical, leave without pay; or
		f. is found to be guilty of fraud or misconduct; or
		g. has violated the Company policies/terms of employment or the ESOS Code of Conduct; or
		h. on account of such other circumstances as the NRC may in its absolute discretion decide, subject to applicable law.
		(iv) On account of such other circumstances as the NRC may in its absolute discretion decide, subject to applicable law
		(v) In the event of termination of employment of employee as a good leaver (as defined under the ABFRL Scheme 2025) then the NRC may accelerate the vesting of Stock Options, subject to compliance with minimum vesting period of one year. In the event the NRC does not grant acceleration, all Stock Options shall expire, and stand cancelled with effect from the date of submission of resignation / termination notice.
		(vi) In the event of termination of employment of a grantee due to breach of company policies / terms of employment, all Stock Options which were not exercised prior to such breach, shall stand terminated with immediate effect.

S. No.	Particulars	Details
		Further, the Stock Options granted but not vested and the vested Stock Options which are not exercised in case of a grantee who has been suspended from the services of the Company or to whom a show cause notice has been issued or against whom an enquiry is being or has been initiated for any reason whatsoever including but not limited to fraud, misconduct, violation of the company policies / terms of employment or codes of the Company or for having committed or abetted any illegal or unlawful activity may, on the recommendation of the management, be suspended or kept in abeyance or cancelled at the sole discretion of the NRC.
		(vii) In case of cessation of employment on account of resignation by the grantee which is not covered above, all Stock Options (including the ones in respect of which the minimum vesting period has not been met) shall expire and stand cancelled with effect from date of submission of the termination/ resignation notice.
		(vii) Treatment of Stock Options in case of long leave: The period of leave shall not be included in determining the vesting period in the event an employee is on sabbatical. In all other conditions, including earned leave, maternity leave and sick leave, the period of leave shall be included to calculate the vesting period.
5)	The maximum period within which the Stock Options shall be vested	The Options and PSUs granted under ABFRL Scheme 2025 would vest not earlier than completion of 1 (one) year and not later than 4 (Four) years from the date of Grant.
6)	Exercise price or pricing formula	a) Option Exercise Price: The Option Exercise Price shall be the Market Price of the Equity Shares, being the closing price of the equity shares of the Company, one day prior to the date of the Grant of Options by the NRC.
		b) PSU Exercise Price: The PSU Exercise Price shall be the face value of the equity shares as on the date of the Grant of PSUs.

S. No.	Particulars	Details
		The long-term incentive earning opportunity is granted as a mix of Options and PSUs. Normally we grant ~75% of the earning opportunity in the form of Options which are granted at market price and ~25% of the earning opportunity is granted as PSUs with performance conditions.
7)	Exercise period and process of exercise	a) The exercise period will commence from the date of vesting and shall not be more than 5 years from the date of respective vesting of the respective Options and/or PSUs or such other period as may be determined by the NRC from time to time, which shall be within a period of 5 (five) years. b) The Stock Options will be exercisable by the Employees through a written application to the Company accompanied by payment of the exercise price in such manner and on execution of such documents, as may be prescribed by the Board or the NRC from time to time. The Options and PSUs will lapse if not exercised within the specified exercise period. c) Separation from employment: Stock Options can be exercised as per provisions outlined below: (i) In case of death of grantee while in employment with the Company, all Stock Options shall vest in the nominee(s) / legal heir(s) / successor(s) immediately on the date of death; and such Stock Options can be exercised within three years from the date of death (subject to the last date of exercise not exceeding 5 (five) years from the date of vesting of Stock Options), failing which these shall lapse.

S. No.	Particulars	Details
		(ii) In the event of separation of a grantee due to reasons of permanent incapacity while in employment, all Stock Options granted shall vest immediately on the date of such permanent incapacity. All such Stock Options shall be exercised within 3 (three) years from the date of separation on account of such permanent incapacity (subject to the last date of exercise not exceeding five years from the date of each vesting of Stock Options), failing which these shall lapse. In the event of death of the grantee after such separation or inability of the grantee to exercise Stock Options, the nominee(s)/legal heir(s)/ successor(s) of such grantee will be allowed to exercise all Stock Options (including those which vest upon the permanent incapacity of the grantee), within three years from the date of separation of the grantee on account of such permanent incapacity (subject to the last date of exercise not exceeding five years from the date of each vesting of Stock Options, failing which these shall lapse.
		(iii) After the date of retirement, all vested Stock Options shall be exercisable by the grantee (or by the nominee(s)/ legal heir(s)/ successor(s) of the grantee as the case may be, upon the death of the grantee) within three years from the date of retirement, subject to the last date of exercise not exceeding five years from the date of vesting of the Stock Options.
		(iv) In the event of termination of employment as a good leaver, any accelerated vested Stock Options shall be exercisable within the period set out in the vesting letter to be issued in this regard, subject to applicable law. In the event NRC does not grant acceleration, all unvested Stock Options shall expire. However, all vested Stock Options as on the date of submission of the termination / resignation notice shall be exercisable by the good leaver within the period specified in the relevant vesting letter.

S. No.	Particulars	Details
		(v) In the case of cessation of employment (including on account of resignation by the grantee) which is not covered above, all vested Stock Options as on such date shall at the discretion of the Committee, be exercisable by the grantee within the period specified in the relevant vesting letter.
		(vi) In the event a grantee is (i) transferred by company to associate company; or (ii) is on secondment, prior to vesting or exercise of Stock Options, the Stock Options shall vest or be exercised as per the terms of the grant and as specified in the letter of grant or vesting letters, as applicable, even after such transfer or secondment.
8)	The Appraisal process for determining the eligibility of Employees for the ABFRL Scheme 2025	The appraisal process for determining the eligibility criteria of the employees will be specified by the NRC, and will be based on criteria such as role/level of the employee, past performance record, future potential of the employee, and/or such other criteria that may be determined by the NRC at its sole discretion.
9)	Maximum number of Stock Options, shares, as the case may be, to be offered and issued per Employee and in aggregate, if any	The maximum number of Options and PSUs that can be granted to a single Employee under the ABFRL Scheme 2025 shall not exceed 61,01,474 Options and/or PSUs, (being 0.5% of the paid-up equity share capital of the Company) which on exercise would entitle one to not more than 61,01,474 equity shares of the face value of ₹ 10/- each. The maximum number of Options and PSUs that can be granted in aggregate is 1,95,24,000 equity shares, being 1.60% of the paid-up equity share capital of the Company.
10)	Maximum quantum of benefits to be provided per employee under a ABFRL Scheme 2025	Apart from grant of Options and PSUs as stated above, no monetary benefits are contemplated under the ABFRL Scheme 2025.
11)	Whether the ABFRL Scheme 2025 is to be implemented and administered directly by the Company or through a trust	The ABFRL Scheme 2025 shall be administered by the Company through its NRC.

S. No.	Particulars	Details
12)	Whether the ABFRL Scheme 2025 involves new issue of Equity Shares by the Company or secondary acquisition or both	The ABFRL Scheme 2025 will involve fresh issue of Equity Shares by the Company.
13)	The amount of loan to be provided for the implementation of the ABFRL Scheme 2025 by the Company to the trust, its tenure, utilisation, repayment terms	As the ABFRL Scheme 2025 is proposed to be implemented and administered through fresh issue of equity shares, this requirement is not applicable.
14)	Maximum percentage of secondary acquisition (subject to the limits specified under the SEBI SBEB and SE Regulations) that can be made by the trust for the purposes of the ABFRL Scheme 2025	The ABFRL Scheme 2025 will not involve secondary acquisition of equity shares and accordingly, this requirement is not applicable.
15)	A statement to the effect that the company shall conform to the accounting policies specified in Regulation 15 of the SEBI SBEB & SE Regulations	The Company shall follow the accounting policies specified in Regulation 15 of the SEBI SBEB & SE Regulations. In addition, the Company shall disclose such details as required under the Applicable Laws.
16)	The method which the company shall use to value its options	To calculate the employee compensation cost, the Company shall use the Fair Value Method for valuation of the Stock Options granted or such valuation method as may be prescribed from time to time in accordance with Applicable Laws.

S. No.	Particulars	Details
17)	The following statement if applicable: In case the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report	Not Applicable.
18)	Period of Lock-in	The equity shares arising out of exercise of vested Stock Options will not be subject to any lock - in period after such exercise.
19)	Terms & conditions for buyback, if any, of specified securities covered under these regulations	Not Applicable.
20)	Transferability of Stock Options	The Stock Options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alinated in any manner.

A copy of the draft ABFRL Scheme 2025 is available for inspection by the shareholders at the registered office of the Company from the date of issuance of this notice and until Tuesday, September 23, 2025

None of the Directors and Key Managerial Personnel and/or their relatives thereof are deemed to be concerned or interested (financially or otherwise) in the proposed Special Resolutions, except to the extent that the Stock Options may be granted to them pursuant to the ABFRL Scheme 2025.

The Board accordingly recommends the resolutions set out at items nos. 7 and 8 of this notice for your approval.

ANNEXURE A [1]

Details of the Directors seeking appointment / re-appointment in terms of Secretarial Standard-2 issued by the Institute of Company Secretaries of India and Regulations 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

(With reference to Item nos. 2, 3 & 5 of this Notice)

Name of the Director	Mr. Pankaj Sood	Ms. Ananyashree Birla	Ms. Sangeeta Tanwani
DIN	05185378	06625036	03321646
Date of Birth/Age	July 11, 1975/ 50 Years	July 17, 1994 / 31 Years	January 24, 1966/ 59 Years
Date of First Appointment	September 20, 2022, as Non-Executive (Nominee) Director	January 30, 2023, as Non-Executive Director	February 24, 2021, as the Whole-time Director
Brief resume (including qualifications and experience)	a. Mr. Pankaj Sood, is a post-graduate from Indian Institute of Management Calcutta (1999). b. He holds Bachelor's degree in Chemical Engineering from Indian Institute of Technology Kharagpur (1996). c. He also heads the Private Equity (Direct Investments) business of GIC Singapore in India and Africa. d. He has over 26 years of experience in private equity and M&A transactions in India. e. Prior to joining GIC, he was an investment banker in India in Kotak Investment Bank, Ernst & Young and SBI Capital Markets.	a. Ms. Ananyashree Birla is a distinguished business woman and a platinum selling artist with significant contributions across diverse business sectors. b. She's the founder at Svatantra Microfin, the fastest growing, highly rated, second-largest microfinance organization in the country with an AUM exceeding ₹16,000 crores and a workforce of over 19,500. She led the largest private equity investment in the sector, raising ₹ 1,930 crores from Advent International and Multiples. c. As Founder at Birla Cosmetics Private Limited, she oversees the Company's foray into colour cosmetics as part of its long-term vision to build a dynamic beauty portfolio, leveraging deep consumer insights. The brands are positioned as a premium brand created in India, for consumers in the market and across the world. d. She serves on the boards of Aditya Birla Management Corporation Pvt. Ltd., Aditya Birla Fashion & Retail, Hindalco, Grasim and Aditya Birla Lifestyle Brands. She is involved in various Aditya Birla Group businesses driving key strategy across industries, both in India and overseas.	a. Ms. Sangeeta Tanwani is a Master of Business Admin from University of Pune and Bachelor of Pharmacy from University of Mumbai. b. CEO of Pantaloons and Style Up brands at Aditya Birla Fashion and Retail Limited (ABFRL). c. Has had a successful career of over 35 years spanning across four diverse sectors i.e. FMCG, pharmaceuticals, financial services and retail. d. Was listed as Fortune's most powerful women in business in India for six consecutive years from 2012 to 2017. e. One of the top 50 most influential women in India in media and marketing for 2020 & 2022. Also, on Business Today's list of Most Powerful women in Indian Business for 2020. f. Recognized as the "CEO of the Year" at the ET Prime Women Leadership Awards, 2020. g. She has Received the Aditya Birla Group 'Chairman's Award for Leader of the Leaders' for her exceptional contribution to the business in 2022.

Name of the Director	Mr. Pankaj Sood	Ms. Ananyashree Birla	Ms. Sangeeta Tanwani
		e. Ms. Birla serves as the global ambassador for NAMI, advocating the need for mental wellness. The Ananya Birla Foundation, which she established, spearheads pioneering research in mental health and social impact within rural Maharashtra, with its findings being published in the Cambridge Prism Global Mental Health Report.	h. Has held various industry positions, during her career. Was the Chairperson of the FICCI – Food Processing Committee, for two consecutive years when she was part of the food industry.
Terms & Conditions of appointment/ re-appointment	Proposed to be re-appointed as a Non-Executive (Nominee) Director, liable to retire by rotation.	Proposed to be re-appointed as a Non-Executive Director, liable to retire by rotation.	Proposed to be re-appointed as the Whole-time Director, liable to retire by rotation.
Past Remuneration drawn from the Company (FY 2024-25)	Not Applicable	Sitting Fees - ₹ 3.75 Lakhs	₹ 5.26 Crores as the Whole-time Director.
Remuneration sought to be paid	Not Applicable	Remuneration drawn from the Company shall comprise of the sitting fees paid for attending the Board and/or Committee Meeting.	Terms and conditions of her re-appointment and proposed remuneration are specified in the resolution set out at Item no. 5 of this Notice.
Shareholding in the Company as on March 31, 2025		Nil	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	Ms. Ananyashree Birla is daughter of Mr. Kumar Mangalam Birla, Chairman and Non-Executive Director and sister of Mr. Aryaman Vikram Birla, Non-Executive Director.	None
Number of Board meetings attended during FY 2024 - 2025	5 out of 7	5 out of 7	7 out of 7
List of other companies in which directorship is held[2]	**S. No. / Listed Company(ies):** 1. Mphasis Limited 2. Aditya Birla Lifestyle Brands Limited 3. Ather Energy Limited	**S. No. / Listed Company(ies):** 1. Grasim Industries Limited 2. Hindalco Industries Limited 3. Aditya Birla Lifestyle Brands Limited	**S. No. / Listed Company(ies):** 1. Sula Vineyards Limited 2. International Gemmological Institute (India) Limited

Name of the Director	Mr. Pankaj Sood	Ms. Ananyashree Birla	Ms. Sangeeta Tanwani
	S. No. / Unlisted Company(ies): 1. Bandhan Financial Holdings Limited 2. Bandhan Financial Services Limited 3. Singapore Investcorp (India) Private Limited 4. SPORE Investment Management (India) Private Limited	**S. No. / Unlisted Company(ies):** 1. Aditya Birla New Age Hospitality Private Limited 2. Svatantra Micro Housing Finance Corporation Limited 3. Svatantra Microfin Private Limited 4. Svatantra Online Services Private Limited 5. Antimatter Media Private Limited 6. Talk and Cheese Private Limited 7. Chaitanya India Fin Credit Private Limited 8. Aditya Birla Management Corporation Private Limited 9. Birla Cosmetics Private Limited	**S. No. / Unlisted Company(ies):** 1. Signify Innovations India Limited 2. Aditya Birla Digital Fashion Ventures Limited 3. OnEMI Technology Solutions Private Limited
Listed entities from which resigned as a Director in the past three years	Bandhan Bank Limited as a Nominee Director	Nil	Nil
Chairperson/Member of the Committee(s) of the Board of Directors of the Company[3]	Nil	Nil	Nil
Chairperson / Member of the Committee(s) of Board of Directors of other Companies in which Director is a Member / Chairperson[3]	**Membership of the Committee(s)** **Audit Committee:** a. Bandhan Financial Services Limited	**Audit Committee:** a. Svatantra Micro Housing Finance Corporation Limited	**Audit Committee:** a. Sula Vineyards Limited b. International Gemmological Institute (India) Limited c. Signify Innovations India Limited
	Chairperson of the Committee(s)		
	Nil	Nil	Nil

Notes:

*(1) Details stated in **Annexure A** are as on the date of this AGM Notice i.e. August 13, 2025.*

(2) Directorship in other Companies as on date of this Notice exclude this company, foreign companies and companies formed section 8 of the Act.

(3) In terms of the applicable provisions of the SEBI Listing Regulations, memberships and chairperson in committee only includes the Audit Committee and Stakeholders Relationship Committee in other public limited companies (including deemed public company), whether listed or not.

ANNEXURE B

Details of the Directors seeking approval for payment of remuneration at the 18th Annual General Meeting in terms of Section II Part II of Schedule V of the Companies Act, 2013

(As set out in item no. 5 & 6 of this notice)

Particulars	Ms. Sangeeta Tanwani		Mr. Ashish Dikshit	
Background details	Stated in **Annexure A** of this Notice		a. Alumnus of IIT-Madras (Electrical Engineering), IIM-Bangalore (MBA) and Harvard Business School (Advanced Management Program). b. He has over 30 years of experience in diverse roles across industries and functions. Started his career at Asian Paints before moving to Madura Fashion and Lifestyle Division of the Company, where he worked in its various functions ranging from Sales, Brand Management, Supply Chain and Sourcing over 15 years. He was appointed President of its Lifestyle (MFL) Business in 2007 and went on to become its CEO in 2012. c. Served as the Principal Executive Assistant to the Chairman of Aditya Birla Group, where he built strong knowledge across Group's various businesses in multiple industry sectors, ranging from manufacturing businesses such as Metals, Cement, Textiles and Specialty chemicals to consumer businesses such as Telecom, Financial Services and Retail.	
Past remuneration drawn from the company as a Director/KMP	**Financial year**	**Amount (₹ in crore)**	**Financial year**	**Amount (₹ in crore)**
	2024-25	5.26	2024-25	10.03
	2023-24	6.61	2023-24	10.10
	2022-23	7.21	2022-23	10.23
Recognition or awards	a. She was listed as Fortune's most powerful women in business in India for six consecutive years from 2012 to 2017. b. One of the top 50 most influential women in India in media and marketing for 2020 & 2022. Also, on Business Today's list of Most Powerful women in Indian Business for 2020. c. Recognized as the "CEO of the of the Year" at the ET Prime Women Leadership Awards, 2020. d. Received the Aditya Birla Group 'Chairman's Award for Leader of the Leaders' for her exceptional contribution to the business in 2022.		a. Was honoured with the "Outstanding Leader Award" in the year 2011 by the Chairman of the Aditya Birla Group. b. Was honored with Distinguished Alumnus Award in 2019 by the Indian Institute of Technology Madras.	

Particulars	Ms. Sangeeta Tanwani	Mr. Ashish Dikshit
Job profile and suitability	Ms. Sangeeta Tanwani is serving as the Whole-time Director of the Company w.e.f. February 24, 2021. Considering her vast experience and valuable contributions to the Company, the Board considers Ms. Tanwani suitable for the re-appointment as the Whole-time director of the Company with effect from February 24, 2026 to January 31, 2027.	Mr. Ashish Dikshit, Managing Director of the Company (also Managing Director of Aditya Birla Lifestyle Brands Limited) has over three decades of experience and he has demonstrated versatility and depth across industries and functions, beginning his career at Asian Paints and later shaping the trajectory of Madura Fashion and Lifestyle through pivotal roles in Sales, Brand Management, Supply Chain, and Sourcing. His rich experience and understanding of consumer behaviour and retail dynamics make him well-suited for the senior leadership roles in retail and fashion business seeking strategic growth. Considering his expertise and in-depth experience and familiarity with the industry, the Board has recommended his remuneration as set out in this Notice for the 18th AGM for the approval of the members.
Remuneration proposed	As set out in Item no. 5 of this Notice	As set out in Item no. 6 of this Notice
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering (i) the size of the operations of the Company; (ii) role, and responsibilities assigned to in his/her position; (iii) his/her background, competence, experience and his association with the Aditya Birla Group; and (iv) the industry benchmarks & remuneration packages of similarly placed personnel of other corporate bodies in the country, the remuneration proposed to be paid to him/her is considered to be fair, just and reasonable.	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	Other than the remuneration received from the Company, no such pecuniary relationship directly or indirectly with the Company or any Managerial Personnel of the Company.	

DETAILS OF THE COMPANY

Nature of industry	Apparel and Retail
Date or expected date of commencement of commercial production	• Certificate of Incorporation: April 19, 2007 • Certificate of Commencement of Business: May 14, 2007
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
Financial performance based on given indicators	(Amount in ₹ Cr)

Particulars	**FY 2024-25**	**FY 2023-24**
Total income	5,807.07	5,323.27
Total expenses	6,220.16	5,948.73
Profit/ (loss) before tax	(413.09)	(625.46)
Less: Income tax expense	(109.06)	(138.27)
Profit/ (loss) after taxes	(304.03)	(486.69)

Foreign investments or collaborations, if any.	The Company being in the apparel industry, collaborates with various international brands in its ordinary course of business. Company comprises of "The Collective" - India's largest multi-brand retailer of several international brands. Company has also collaborated with select mono-brands such as Ted Baker, Ralph Lauren, Hackett London and Fred Perry to launch and operate retail stores in the country. Company has also recently partnered with Galeries Lafayette to open a luxury large format store in India.
Reasons of loss or inadequate profits	• TCNS brands a recent acquisition, is currently in transformation, whereas TASVA and TMRW brands, being newer businesses, remain in build-up phase and evolving • Higher interest costs on borrowings also impacted PAT in the financial year 25
Steps taken or proposed to be taken for improvement	Transformation of TCNS is on track led by optimized network and improving consumer acceptance of new product lines. TASVA and TMRW brands should scale and drive profitability improvement. Beyond this, other businesses like Pantaloons and designer-led ethnic brands, will continue to contribute to margin expansion, supported by better products, category diversification and higher store throughputs. Through streamlined processes, digitization and cost optimization initiatives, they aim to achieve operational excellence and hence enhanced profitability. Post recent fund raise done by the Company *via* Qualified Insitutional Placement and Preferential Issue, the Company now is a net cash entity.

Expected increase in productivity and profits in measurable terms	The Company expects to deliver a high-teen CAGR in revenue over the next five years, supported by a significant improvement in profitability from current levels. This growth will be driven by continued expansion of existing businesses and scaling of newer ventures. The Company remains focused on enhancing operational efficiency and capital productivity, with a commitment to delivering high intrinsic Return on Capital Employed across all business segments. These initiatives are aimed at ensuring sustainable growth and long-term value creation for all stakeholders.
Disclosures in the Annual Report 2024-25	• Disclosures in the Board of Directors' Report under the heading 'Corporate Governance'. • The requisite details of remuneration etc. of Directors are included in the Corporate Governance Report.

Notes for Members' Attention

1. Explanatory Statements

Pursuant to Section 102 of the Companies Act, 2013, Clause 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India and Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided Explanatory Statements wherever applicable.

2. Virtual Meeting

The Ministry of Corporate Affairs ("MCA") vide its various circulars permitted holding of the Annual General Meeting ("AGM" or "Meeting"), through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. Members participating through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013 ("Act").

Further, the Securities and Exchange Board of India ("SEBI") vide its various Circulars has granted further relaxations to ensure the AGM is conducted effectively. In compliance with the provisions of the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.

The deemed venue for the AGM will be the Registered Office of the Company at Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400070. Since the AGM will be held through VC/OAVM, therefore, the route map of the venue of the Meeting is not annexed hereto.

3. Electronic copy of the Integrated Annual Report and Notice of the 18th Annual General Meeting

a) In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Integrated Annual Report 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ MUFG Intime India Private Limited ("RTA") (Formerly known as Link Intime India Private Limited)/ Depositories.

b) Members may note that the Notice of the AGM along with the Integrated Annual Report 2024-25 will also be available on the following websites:

Sr. No	Name	Web address
1.	Aditya Birla Fashion and Retail Limited	www.abfrl.com
2.	BSE Limited	www.bseindia.com
3.	National Stock Exchange of India Limited	www.nseindia.com
4.	MUFG Intime India Private Limited	https://instavote.linkintime.co.in/.

c) Additionally, as per Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a letter to Members whose e-mail IDs are not registered

with Company/RTA/Depositories providing the weblink of Company's website from where the Integrated Annual Report and AGM Notice of the Company for financial year 2024-25 along with previous years can be accessed.

4. Register to receive communications electronically

Members are encouraged to register/update their e-mail addresses or mobile number with the relevant Depository Participant.

Members who have not registered/updated their e-mail address or mobile number with the Company but wish to receive all communication (including Integrated Annual Report) from the Company electronically may register/update their e-mail and mobile numbers on http://www.abfrl.com/investors/update-contact-details/

5. Directors seeking appointment/re-appointment

Relevant details with respect of Directors retiring by rotation and seeking appointment/ re-appointment at the AGM, in terms of Regulation 36 of the SEBI Listing Regulations and Clause 1.2.5 of Secretarial Standards on General Meetings, are set out in **Annexure A,** which also form part of this Notice.

6. Proxy

The AGM is being held pursuant to the various circulars issued by MCA and SEBI through VC/OAVM, wherein physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

7. Authorised Representative

Institutional/Corporate Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting.

The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to Ms. Shivangini Gohel/ Mr. Dilip Bharadiya at dilipbcs@gmail.com with a copy marked to the Company Secretary at secretarial@abfrl.adityabirla.com.

8. Document (s) open for inspection

Documents required to be kept open for inspection by the Members at the AGM in terms of the applicable laws, shall be made available on https://instameet.in.mpms.mufg.com/

9. E-voting

Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote, on the Resolutions proposed to be passed at AGM, by

electronic means. As per the SEBI circular dated December 9, 2020 in relation to "e-Voting facility provided by the Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/Depository Participants in order to increase the efficiency of the voting process.

The Company has engaged the services of MUFG Intime India Private Limited to provide the remote e-voting facility on InstaVote and the e-voting system on the date of the AGM on InstaMeet.

The Company has appointed Ms. Shivangini Gohel, (ACS 25740 & C.P. No. 9205) and failing her Mr. Dilip Bharadiya (FCS 7956 & C.P. No. 6740), Partners of M/s. Dilip Bharadiya & Associates, Company Secretaries ("Scrutinizer") to act as the Scrutinizer and to scrutinize the entire e-voting process (i.e., remote e-voting and e-voting at the AGM) in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.

Remote e-voting: Important Dates

Cut-off date (for determining the Members entitled to vote on the resolutions set forth in this Notice)		:	Tuesday, September 16, 2025
Remote e-voting period (During this period, members of the Company as on the cut-off date may cast their vote by remote e-voting)	**Commence from**	:	9:00 a.m. IST, Friday, September 19, 2025
	End at	:	5:00 p.m. IST, Monday, September 22, 2025 (The remote e-voting module shall be disabled for voting thereafter by MUFG Intime India Private Limited)

URL for remote e-voting

Type of shareholder		**E-voting link**
Individual Shareholders holding securities in Demat mode with National Securities Depository Limited	:	https://eservices.nsdl.com or directly through your depository participant
Individual Shareholders holding securities in Demat mode with Central Depository Services (India) Limited	:	https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com or directly through your depository participant
Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in Demat mode	:	https://instavote.linkintime.co.in

Remote e-voting: Procedure

(1) Depository: For Individual Shareholders holding securities in demat mode

Step no.	For Shareholders holding securities with NSDL	For Shareholders holding securities with CDSL
	Registered User	
1.	The URL for users to login for NSDL IDeAS facility: https://eservices.nsdl.com either on a personal computer or on a mobile.	The URL for users to login to Easi / Easiest facility are https://web.cdslindia.com/myeasitoken/Home/Login or https://www.cdslindia.com/ and click on login icon & New System Myeasi Tab.
2.	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.	Login through my easi user id and password.
3.	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.	After successful login of Easi/ Easiest the user will be also able to see the E-Voting Menu. The Menu will have links of e-Voting service provider i.e., MUFG Intime for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
4.	Click on company name or e-Voting service provider name i.e., MUFG Intime and you will be re-directed to "Instavote" website for casting your vote during the remote e-Voting period.	Click on e-Voting service provider name and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
	First time user	
5.	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	Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or www.cdslindia.com

Step no.	For Shareholders holding securities with NSDL	For Shareholders holding securities with CDSL
	Alternative Method	
6.	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.	The user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page.
7.	Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.	(Skip step)
8.	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.	(Skip step)
9.	After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.	(Skip step)
10.	Click on company name or e-Voting service provider name i.e. MUFG Intime and you will be redirected to "Instavote" website for casting your vote during the remote e-Voting period.	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 provided links for the respective ESP i.e., MUFG Intime. Click on MUFG Intime and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

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. Once 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 website of InstaVote for casting your vote during the remote e-Voting period to cast your vote without any further authentication.

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

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.co.in or call at 022 - 4886 7000 and 022- 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

(2) Insta Vote: For Individual Shareholders holding securities in physical mode and Institutional Members

Step no.	For first time users of InstaVote OR shareholders holding shares in physical mode		For shareholders holding shares in demat form and existing user of InstaVote
1.	Open the internet browser and launch the URL: https://instavote.linkintime.co.in		
2.	Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -		
	A. User ID: Enter your User ID		(Skip step)
	(i) For members holding shares in demat account held with CDSL	: 16 digits beneficiary ID	
	(ii) For members holding shares in demat account held with NSDL	: 8 Character DP ID followed by 8 digit client ID	
	(iii) For members holding shares in physical form	: EVEN (250526) followed by the Folio number registered with the Company	
	B. Permanent Account Number (PAN): Enter your 10-digit PAN (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.		
	C. Date of Birth (DOB) / Date of Incorporation (DOI): Enter the DOB / DOI (As recorded with your DP / Company - in DD/MM/YYYY format)		
	D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.		

Step no.	For first time users of InstaVote OR shareholders holding shares in physical mode		For shareholders holding shares in demat form and existing user of InstaVote
2.	(i) For members holding shares in demat account held with CDSL	: Shall provide either 'C' or 'D', above	(Skip step)
	(ii) For members holding shares in demat account held with NSDL	: Shall provide 'D' above	
	(iii) For members holding shares in physical form but have not recorded 'C' and 'D' above	: Shall provide their folio number in 'D' above	
3.	Set the password of your choice [The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter].		(Skip step)
4.	Click on 'confirm' and your password will be generated.		(Skip step) [Use your existing password]
5.	click on 'Login' under the **'SHARE HOLDER'** tab.		
6.	Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'**.		
7.	After successful login, you will be able to see the notification for e-voting.		
8.	Select **'View'** icon and the e-voting page will appear.		
9.	Refer the Resolution(s) description and cast your vote by selecting your desired option **'Favour / Against'.** (If you wish to view the entire Resolution details, click on the **'View Resolution'** file link).		
10.	After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on **'Yes'**, else to change your vote, click on **'No'** and accordingly modify your vote.		
11.	Once the vote on a resolution is cast by the member, such member shall not be allowed to change it subsequently.		

(3) Remote e-voting : Points to remember

1. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in/ and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/ power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.
2. If you have forgotten the password:
   - Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
   - Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on 'Submit'.

3. In case shareholders/ members is having valid e-mail address, Password will be sent to his / her registered e-mail address.
4. Shareholders can set the password of his/ her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/ DOI, Bank Account Number (last four digits) etc.
5. The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.
6. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
7. For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
8. During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".
9. Shareholders/ members holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ("FAQs") and InstaVote e-Voting manual available at https://instavote.linkintime.co.in, under Help section or send an e-mail to enotices@in.mpms.mufg.com or contact on: - Tel: 022-4918 6000.

10. Attending the AGM through InstaMeet

Shareholder will be provided with a facility to attend the AGM through VC/ OAVM through InstaMeet. The meeting shall be opened 30 (Thirty) minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

Please note that the attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

Members desiring to attend the AGM through VC/ OAVM are requested to refer to the detailed procedure given below.

Attend the AGM through VC/OAVM: Procedure

Step no.	For all shareholders	
1.	Open the internet browser and launch the URL: https://instameet.in.mpms.mufg.com/	
2.	Select the "Company" and 'Event Date' and register with your following details: -	
	A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No:	
	(i) For members holding shares in demat account held with CDSL	: 16 digits beneficiary ID,
	(ii) For members holding shares in demat account held with NSDL	: 8 Character DP ID followed by 8 digit client ID,

Step no.	For all shareholders
	(iii) For members holding shares in physical form : Folio number registered with the Company
	B. PAN: Enter your 10-digit PAN (Members who have not updated their PAN with the DP/ Company shall use the sequence number provided to you, if applicable.
	C. Mobile No.: Enter your mobile number.
	D. E-mail ID: Enter your e-mail ID, as recorded with your DP/Company.
3.	Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).
4.	Shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
In case shareholders/ members have any queries regarding login, they may send an e-mail to instameet@in.mpms.mufg.com or contact on: - Tel: 022-49186175.	

11. Speaker registration for the AGM

1. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance from Friday, September 12, 2025 to Wednesday, September 17, 2025 mentioning their name, demat account number/folio number, e-mail ID, mobile number at secretarial@abfrl.adityabirla.com.
2. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.
3. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
4. Shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application by clicking on the link www.webex.com/downloads.html/ (Members may also refer a tutorial video available on www.youtube.com/watch?v=U2C9BVtGVrk).
5. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.
6. Please note that the Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
7. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance from Friday, September 12, 2025 to Wednesday, September 17, 2025 mentioning their name, demat account number/folio number, e-mail ID, mobile number at

secretarial@abfrl.adityabirla.com. These queries will be replied to by the Company suitably by e-mail.

12. E-voting during the AGM through InstaMeet

1. Only those shareholders, who are 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 available during the AGM.
2. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/ OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
3. Shareholders 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.

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

E-voting during the AGM : Procedure

Step no.	For all shareholders
1.	On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
2.	Enter your 16 digit Demat Account No./ Folio No. and OTP (received on the registered mobile number/ registered e-mail ID) received during registration for InstaMEET and click on 'Submit'.
3.	After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4.	Cast your vote by selecting appropriate option i.e. "Favour/ Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/ Against'.
5.	After selecting the appropriate option i.e. Favour/ Against, click on "Save". Then a confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6.	Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
In case shareholders/ members have any queries regarding login/ e-voting, they may send an e-mail to instameet@in.mpms.mufg.com or contact on: - Tel: 022-49186175.	

13. Other information related to e-voting

a. A person, whose name is recorded in the register of members or in the register of beneficial owners of the Company, as on the cut-off date i.e. Tuesday, September 16, 2025 shall be entitled to avail the facility of e-voting, either through remote e-voting and voting at the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

b. Members who have cast their vote by remote e-voting prior to the AGM will be entitled to attend the AGM and their presence shall be counted for the purpose of quorum. However, they shall not be entitled to cast their vote again. In case a member casts his vote by more than one mode of voting including remote e-voting, then voting done through remote e-voting shall prevail and other shall be treated as invalid.

c. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holds shares as of the cut-off date may follow the procedure for remote e-voting as enumerated in detail hereinabove. They may also refer to the FAQs and e-voting manual available at https://instavote.linkintime.co.in/ (under help section) or write an e-mail to enotices@in.mpms.mufg.com or secretarial@abfrl.adityabirla.com.

d. Every client ID no./ folio no. will have one vote, irrespective of number of joint holders. However, in case the joint holders wish to attend the meeting, the joint holder whose name is higher in the order of names among the joint holders, will be entitled to vote at the AGM.

e. The members may also update their mobile number and e-mail ID in the user profile details of their respective client ID no./ folio no., which may be used for sending future communication(s).

14. General Instructions

a. Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

b. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

c. Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

d. At the AGM, the Chairperson shall, at the end of discussion on the resolutions on which voting is to be held, allow e-voting at the AGM.

e. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than two working days of the conclusion of the AGM, to the Chairman/Director/ Key Managerial Personnel as authorised by the Board for this purpose, who shall countersign the same and declare the result of the voting forthwith.

f. The results shall be declared on or before Thursday, September 25, 2025 and will be displayed along with the Scrutiniser's Report:

i at the Registered as well as Corporate Office of the Company;

ii on the website of the Company i.e. www.abfrl.com and

iii on the website of MUFG i.e. https://instavote.linkintime.co.in and the Stock Exchanges i.e. www.bseindia.com and www.nseindia.com.

15. Correspondence

Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or RTA, quoting their folio number or DP ID - client ID, as the case may be.

16. Information for Non-Resident Indian Shareholders

Non-resident Indian shareholders are requested to immediately inform the Company/ RTA, if shares are held in physical mode or to their DP, if the holding is in electronic mode, regarding change in the residential status on return to India for permanent settlement and/ or the particulars of the NRE account with a bank in India, if not furnished earlier.

17. Information related to Investor Education and Protection Fund ("IEPF")

The Members, whose unpaid or unclaimed amounts have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in.

18. Information to Shareholders

As per the provisions of Section 72 of the Act the facility for making/varying/cancelling nominations is available to individual's holding shares in the Company. Nominations can be made in Form SH-13 and any variation/cancellation thereof can be made by giving notice in Form SH-14, as prescribed under the Companies (Share Capital and Debentures) Rules, 2014. The Forms can be obtained from the website of the Company i.e. www.abfrl.com or Share Transfer Agent website viz. https://in.mpms.mufg.com/ or from the Website of the Ministry of Corporate Affairs at www.mca.gov.in. Members are requested to submit the said form to their respective DPs in case the shares are held in electronic form and to RTA in case the shares are held in physical form

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023, read with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, SEBI has mandated the security holders (holding securities in physical form) to submit their PAN (i.e. linked with Aadhaar Number), choice of nomination, Contact details (Postal Address with PIN Code and Mobile Number), Bank Account details and Specimen Signature in their corresponding folios. However, the security holder(s) whose folio does not have PAN, KYC and Nomination shall be eligible:

i. To lodge any grievance or avail of any service request from RTA, only after furnishing the PAN, KYC details and Nomination;

ii. To receive any payment including dividend, interest or redemption amount (which would be only through electronic mode w.e.f. April 1, 2024) only after compliance with the above stated requirements.

Further, SEBI vide its circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024 for the ease of compliance and investor convenience, has stated that Securityholders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the RTA even if 'choice of nomination' is not submitted by these securityholders. However, the security holders are encouraged to update 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in the securities market.

In view of the above, Members are requested to update their details /changes, if any, pertaining to their name, postal address with PIN code, email address, telephone/ mobile numbers, Permanent Account Number (PAN linked with Aadhaar), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. to their DPs in case the shares held by them are in electronic form and to the RTA in case of shares held by them in physical form. The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circulars are available on Company's website i.e. http://www.abfrl.com.

19. MEMBERS ARE REQUESTED TO PLEASE READ THE "COMPANY'S RECOMMENDATIONS TO THE SHAREHOLDERS" PROVIDED IN THE "GENERAL SHAREHOLDER INFORMATION" SECTION OF THE ANNUAL REPORT FOR 2024-25.

By Order of the Board

Sd/-
Anil Malik
President & Company Secretary
Membership No.: A11197

Place: Mumbai
Date : August 13, 2025

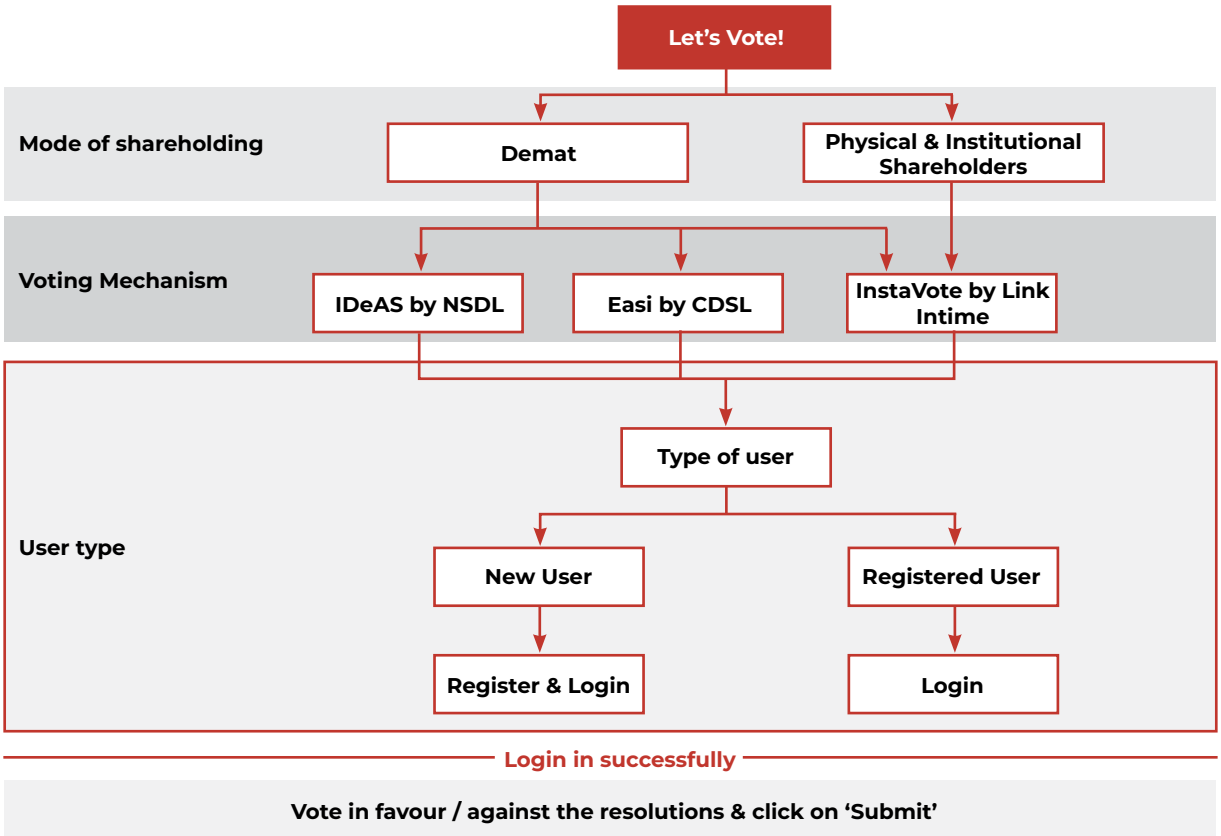
Important Dates

Dates	Events
Friday, September 12, 2025	Start day to register as speaker or send queries
Tuesday, September 16, 2025	Cut-off Date to determine the members who shall be entitled to vote on the resolutions set forth in this Notice.
Wednesday, September 17, 2025	Last day to register as speaker or send queries
Friday, September 19, 2025	Commencement of remote e-voting at 9:00 a.m. IST
Monday, September 22, 2025	End of remote e-voting at 5:00 p.m. IST
Tuesday, September 23, 2025	Date of AGM and Participate in AGM @ 3:00 p.m. IST via insta meet or webex
Thursday, September 25, 2025	Announcement of voting results on or before Thursday, September 25, 2025

Virtual Guide

E-voting **Commence from** : 9:00 a.m. IST, Friday, September 19, 2025

End at : 5:00 p.m. IST, Monday, September 22, 2025



Login in successfully

Vote in favour / against the resolutions & click on 'Submit'



A FORCE FOR GOOD

ADITYA BIRLA
FASHION & RETAIL

INTEGRATED ANNUAL REPORT **2024-25**
ADITYA BIRLA FASHION AND RETAIL LIMITED



OUR GROUP PURPOSE STATEMENT

To enrich lives, by building dynamic and responsible businesses and institutions, that inspire trust.



Kumar Mangalam Birla
Chairperson of the Aditya Birla Group

By creating value for all stakeholders – shareholders, employees, customers and society at large, we aim to nurture an ecosystem of mutual benefit and collective advancement.

Dear Shareholders,

FY25 was a study in resilience and dynamism, shaped by the push and pull of uncertainty and the powerful force of adaptive leadership. For the Aditya Birla Group, it has been a year of unprecedented growth and renewal. The Group has been an engine of big bets, moving with conviction across multiple frontiers.

We witnessed, in vivid form, the breadth, depth, and scale of our businesses, reflected in the sheer simultaneity of strategic moves. New platforms were launched and rapidly scaled— in paints, in jewellery retail, and in B2B e-commerce. At the same time, we deepened leadership in our core sectors like cement, metals, fibre, chemicals, and financial services.

Each move was consequential on its own. Together, they reflect a rare dynamism. A kind of corporate choreography. What enables it? A distinctive alchemy of capital strength, institutional talent, brand equity, sectoral expertise, and trust, carefully built over decades. It is this combination that has allowed us to move swiftly and with clarity, even amidst global uncertainty.

Global Outlook: Making Sense of an Uncertain World

The global economy in 2024 proved unexpectedly steady, growing at 3.3%, only a shade below the 3.5% posted a year earlier, despite persistent noise and disruption. According to the International Monetary Fund, this resilience held firm against an unsettled backdrop of inflationary pressures, geopolitical fault lines, and fragmenting trade ties. The United States, driven by buoyant consumer and government spending, led the developed world with GDP growth of 2.8%. Yet this strength stood in contrast to more subdued performances across Asia and Europe.

China's recovery, once a cornerstone of global momentum, remained hesitant. Sluggish consumer demand and ongoing stress in the property sector weighed heavily. In parallel, investment levels across major economies stagnated, productivity gains stalled, and public debt remained a growing concern.

Geopolitical tensions, now more durable than episodic, compounded market uncertainty. A more fragmented world economy, shaped by competing spheres of influence and rising trade friction, added further complexity.

Yet not all signals were dim. Inflation eased dropping from 6.6% in 2023 to 5.7% in 2024, reflecting tighter monetary policy and a marked softening of supply chain disruptions. Central banks in advanced economies began pivoting away from restrictive stances, making financial conditions more supportive, though not without caution.

Looking ahead, global growth is expected to moderate to 2.8% in 2025 before edging up to 3.0% in 2026. Much of the drag is expected from advanced economies, with their collective growth projected to slow from 1.8% to 1.4%.

Monetary easing and subsiding inflation offer some tailwinds. Still, vulnerabilities persist. Geopolitical conflict, high borrowing costs, and deteriorating trade dynamics remain formidable obstacles. Inflation is projected to fall further to 4.3% in 2025 and 3.6% in 2026, but service sector inflation remains sticky, and trade disruptions could yet spark fresh cost pressures.

Merchandise trade, long the engine of global growth, faces an uncertain future. New tariffs and retaliatory measures risk pulling global trade volumes into c ontractionary territory. Encouragingly, recent bilateral trade deals suggest that diplomacy is not entirely off the table, even as rhetoric hardens.

India in 2024–25: Standing Strong in a Fractured World

India emerged as an outlier of stability and momentum in a world adrift. With projected GDP growth of 6.4–6.5%, it retained its crown as the fastest-growing major economy. The final quarter surged to 7.4%, powered by construction, manufacturing, and sustained government capital outlay.

Policy credibility, macroeconomic resilience, and diversified growth engines underpinned this performance. Consumption rebounded and exports rose. Agriculture benefited from favourable monsoons and strong foodgrain output. Services, still India's growth mainstay, grew by 7.2%, accounting for over half of gross value added.

India's export story was particularly telling. Merchandise and services exports reached an all-time high of US$ 824.9 billion, up 6.01% year-on-year, a feat few economies could match amid global headwinds.

Inflation, a lingering concern globally, trended down decisively. The headline rate eased to 4.6%, from 5.4% a year earlier, helped by effective supply-side interventions, softening input costs, and timely monetary policy adjustments. The Reserve Bank of India moved from tightening to a neutral stance in October 2024, then back to accommodative in April 2025.

The financial system stood firm. Balance sheets strengthened and asset quality improved. Loan growth remained in double digits. Yields softened across government and corporate debt, reinforcing investor confidence.

India enters the new fiscal year with tailwinds intact. GDP growth is projected at 6.5%, with risks well-balanced. Consumption is expected to pick up further. Public investment will likely remain a key growth lever, while fiscal consolidation continues.

Manufacturing momentum is expected to build, supported by the Production Linked Incentive (PLI) scheme and the new National Manufacturing Mission. Infrastructure will remain a priority, buoyed by initiatives under Gati Shakti, higher allocations for affordable housing, and a renewed push under the Asset Monetisation Plan.

The external sector outlook, though exposed to global turbulence, remains cautiously optimistic. Ongoing trade negotiations and regional partnerships offer a buffer against a volatile trade landscape.

While global financial market volatility, geopolitical tensions, and trade fragmentation pose downside risks, India's sound macroeconomic fundamentals, robust financial sector, and commitment to sustainable growth position the economy to remain the fastest-growing major economy in 2025-26.

Aditya Birla Group: Investing in People, Leading with Purpose

In an era of disruption and dynamism, the Aditya Birla Group has held firm to a foundational conviction that people are the ultimate differentiator. In FY25, this belief took on new urgency and new scale. Our investments in talent, culture, and capability were not just deepened, but future aligned.

Through the year, 13,233 professionals joined us in the management cadre across businesses, 76% of whom were under the age of 35. This surge in Gen Z hiring marks a deliberate pivot to next-generation talent that is digital-first, agile, and ambitious. Diversity hiring accounted for 18%, reflecting our continued commitment to inclusion as a business strategy.

A robust pipeline of talent is the cornerstone of any sustainable business. Internal hiring rose to 76% at senior levels (up from 72%) and to 70% at mid- and junior levels (from 54%), reinforcing our commitment to growing from within. Among critical senior leadership roles, 67% were filled by planned successors, 19% by other internal talent, and only 14% externally. These figures reflect a healthy blend of self-reliance and fresh perspective. The engine behind this momentum is a mix of structured leadership programmes, mobility frameworks, and strong mentorship architecture.

Learning and development remained the cornerstone of our people strategy. Gyanodaya, our Leadership and Learning Centre, inaugurated a new 158,000 sq. ft. campus with cutting-edge infrastructure and immersive learning technologies. Over 6,300 learners attended programmes across future skills, leadership, and functional competencies. The Gyanodaya Virtual Campus, our digital learning platform, saw participation from 92% of our workforce, touching nearly 60,000 employees.

Our Learning Fest, a three-month Group-wide initiative, brought future-critical themes like digital transformation, data analytics, growth mindset, and inspirational leadership, to the fore. More than 10,000 employees participated, from factory floors to corporate offices, reflecting a culture where learning is universal.

Equally, we recognise that high performance must be underpinned by wellbeing. The Group took significant strides in mental and physical health support this year. Awareness programmes, counselling services, and a network of trained Emotional First Aiders provided critical care to over 1,400 employees and family members. In Mumbai, 99.5% of eligible employees completed annual health check-ups. Across the Group, businesses tailored wellness initiatives to local contexts, ensuring impact with empathy.

Employee engagement levels remain among the highest in the industry. Our internal survey, ABG Vibes 2025, reported a 91% engagement score. 87% of employees indicated a strong intent to build long-term careers within the Group. These numbers not only exceed external benchmarks but also speak to the emotional equity we have built over time.

Our people philosophy extends beyond the workplace. Through the A World of Opportunities Foundation, 203 scholarships were awarded to students from underprivileged backgrounds. Over 33,000 employees contributed ₹6.7 crore, reflecting a deep culture of giving. Since inception, nearly 5,000 scholarships have been granted, and more than 2,000 alumni are now gainfully employed across India.

Meanwhile, our Deep Volunteering programme enabled 250 employees to contribute directly to grassroots causes, with 16 selected for immersive NGO engagements in remote areas—living, learning, and giving back.

The year culminated with meaningful external recognition. The Aditya Birla Group was named a Top Employer 2025 in India by the Top Employers Institute and featured among Forbes World's Best Employers. These accolades reaffirm our belief that our people are the key to our continued success. And in building a world of opportunities for our people, we deepen our own purpose as a Force for Good.

Your Company's Performance

The past year has been a defining chapter in the journey of Aditya Birla Fashion and Retail Limited (ABFRL). We have successfully undertaken several strategic initiatives that have set the foundation for long-term growth and value creation.

Transformational Year

One of the most significant milestones was the de-merger of Aditya Birla Lifestyle Brands Limited (ABLBL) from ABFRL. The de-merger was completed and became effective on 1st May 2025, with ABLBL subsequently listed in June 2025. This move reflects our commitment to creating focused, agile and growth-driven entities, allowing each business to pursue its individual strategy while unlocking substantial shareholder value.

In addition, we successfully raised USD 490 million of equity capital through a combination of Qualified Institutional Placement (QIP) and preferential issuance during the year. This significant capital infusion has strengthened the balance sheet of the demerged ABFRL, giving us the flexibility to pursue aggressive growth opportunities across multiple high-potential platforms.

Today, we stand at a pivotal juncture with two robust, well-capitalized entities, each equipped with a streamlined corporate structure and a clear roadmap for future growth. This transformation marks the beginning of a new chapter—one where both ABFRL and ABLBL are positioned to independently accelerate their value creation journeys.

The Fashion Industry: Poised for Structural Growth

The Indian apparel industry is undergoing rapid evolution. With per capita GDP expected to grow from $2,500 to over $4,000 over the next five years, India is entering a phase of aspirational consumption. This will drive significant shifts from the unorganized to the organized retail sector, accelerate demand across all fashion categories and fuel the creation of brands.

Recognizing these long-term macroeconomic trends, your Company has built a comprehensive and well-diversified portfolio, designed to address fashion needs across multiple price points, occasions and consumer segments. Our portfolio is anchored around five large fashion consumption themes:

- *Western Wear Brands*
- *Masstige and Value Retail*
- *Ethnic Brands*
- *Luxury Retail*
- *Digital-First Brands*

With the establishment of ABFRL and ABLBL as two distinct entities, we now operate dual growth engines that are strategically positioned to capture emerging opportunities, providing us with a competitive edge across critical segments of the Indian fashion industry.

FY25 Performance: Resilience Amid Challenges

FY25 was a challenging year for the retail sector, marked by weak consumer sentiment, particularly in the first half. Despite these headwinds, your Company demonstrated resilience and agility, driven by the strength of its diversified portfolio.

For the financial year ended March 2025, revenues including discontinued operations of ABLBL stood at ₹14,973 crore, registering a 7% year-on-year growth.

Our extensive retail network across both entities remains a key strength:

- *11.9 million square feet of retail space*
- *Over 4,400 stores in 900+ cities and towns*
- *Presence in 38,500+ multi-brand outlets and 8,500+ shop-in-shops within departmental stores*
- *A robust online presence, ensuring seamless consumer access across e-commerce platforms and dedicated brand websites*

This widespread reach allows us to stay deeply connected with our customers, serving their diverse fashion needs and enriching their lifestyle experiences.

ABLBL: Driving Growth and Leadership in Premium Lifestyle Brands

ABLBL today stands as India's leading premium lifestyle brand platform, built on a foundation of operational excellence honed over the years and powered by strong brands, an innovation-driven culture and industry-leading talent.

The entity has consistently demonstrated a robust and profitable growth trajectory, driven by category expansions and a financially sound, asset-light business model. Our Lifestyle Brands - **Louis Philippe, Van Heusen, Allen Solly and Peter England** - continue to deliver strong results through best-in-class retail execution, ongoing product innovation and a relentless focus on enhancing the customer experience. These pillars, along with our expanding retail footprint, will remain the cornerstone of our growth strategy moving forward.

Our emerging brands portfolio, comprising **Reebok, American Eagle, and Van Heusen Innerwear**, continues to strengthen steadily. These brands have shown consistent improvements in profitability and are poised to capitalize on significant under-penetrated market opportunities. With their potential to evolve into mega-brands, they perfectly complement the ABLBL's existing branded fashion portfolio.

Now operating as an independent entity post-demerger, ABLBL is uniquely positioned to chart its own value creation journey. With a stable, high-margin core business, a fast-growing emerging brands portfolio and strong consumer brand equity, ABLBL is well-equipped to invest confidently in future growth, drive innovation and establish long-term leadership in India's fashion and apparel industry.

ABFRL: Strengthening Leadership Across Key Business Segments

ABFRL is now firmly anchored in a clear and focused strategy aimed at driving profitable scale-up across its diverse portfolio of high-potential business segments. With market-leading positions across ethnic wear, masstige and value retail, luxury fashion and digital-first brands, ABFRL is exceptionally well-positioned to capitalize on the evolving dynamics of

India's fashion and lifestyle landscape. The company's recent fundraise further strengthens its financial foundation, enabling it to accelerate growth initiatives and capture the next wave of consumer demand.

Masstige and Value Retail
With India's expanding middle class transitioning to organized and branded fashion, value and masstige retail present a significant market opportunity.

Pantaloons continues to build its presence in masstige retail by delivering high-quality products at attractive price points, supported by a young and refreshed store identity. The format delivered consistent margin expansion over the past year, driven by significant improvements in planning processes and enhanced sell-through performance. Further, strengthened merchandise planning, sharper assortment strategies and better inventory management led to better stock turns and reduced markdowns. These operational efficiencies not only improved profitability but also laid a strong foundation for sustained growth in the future.

Style Up, our play in value fashion, has maintained strong growth momentum, driven by new product introductions and ongoing store expansion. With the recent fundraise, your Company plans to aggressively scale its value retail format, tapping into the growing consumer demand for affordable fashion.

Ethnic Wear
Ethnic wear remains one of the largest and fastest-growing categories in Indian apparel, driven by premiumization, increasing demand for occasion wear and the evolving need for quality and

---

Your Company holds the largest and most comprehensive ethnic wear portfolio in India, catering to diverse consumer preferences across all occasions and price points.

Designer-Led Brands, which include Sabyasachi, Shantnu & Nikhil, Tarun Tahiliani and House of Masaba. These brands continue to benefit from the growing consumer desire for exclusive occasion & wedding wear, with new offerings and category extensions driving faster growth.

Premium Ethnic Brands: This segment comprises TASVA, Jaypore, and TCNS. TASVA, launched in collaboration with Tarun Tahiliani, has quickly emerged as a key player in the branded premium ethnic menswear market. Its growth is driven by a compelling product offering, meticulous attention to design and an aggressive retail expansion strategy, enabling the brand to deepen its presence and capture a growing share of this category. Jaypore, our artisanal brand, continues to thrive, expanding its footprint and curating artistic collections across home, apparel and accessories. TCNS is undergoing a strategic transformation and is now well-positioned for profitable growth. This renewed focus is driven by an optimized retail footprint and a strengthened product offering designed to meet evolving consumer expectations.

Luxury Retail
India's luxury retail market continues to grow, driven by rising disposable incomes and increased accessibility. Our **"Collective & Mono Brands"** portfolio has seen consistent growth, supported by a loyal consumer base, strong online traction and strategic retail expansion.

The partnership with **Galeries Lafayette,** the iconic French department store, will further elevate our luxury offering. The first Galeries Lafayette store is set to open in Mumbai this year, bringing over 200 global fashion brands to Indian consumers. Together with 'The Collective', this partnership will help us build a comprehensive luxury ecosystem, meeting the aspirations of consumers across multiple city tiers.

Digital-First Brands (TMRW)
TMRW, our digital-first venture, continues to expand its portfolio of dynamic, consumer-centric brands, specifically targeting Gen Z and millennial audiences. Through a "Brand Builder" model and tech-driven operational enhancements across the value chain, TMRW is improving performance metrics at scale. The platform is positioned to grow at a rapid pace, building a new-age fashion ecosystem that is agile, scalable and deeply aligned with the digital consumption habits of India's younger generation.

Commitment to Sustainability

At ABFRL, sustainability is woven into every aspect of our business—from sourcing and product development to packaging and supply chain management.

We are proud to report that we have secured an S&P Corporate Sustainability Assessment (CSA) score of 83 in 2024—the highest in India and the fourth highest globally in the retail sector. This achievement underscores our commitment to responsible growth and ESG leadership.

The Road Ahead: Growth with Purpose

Our long-term strategy remains clear—to be present across all major fashion consumption themes aligned with evolving consumer behaviours. While our journey over the past few years included periods of high investment, elevated debt and near-term profitability pressures, these were deliberate steps to build a portfolio that is unmatched in depth and breadth.

Today, with the demerger completed and fresh capital in place, we have entered a new phase—one focused on organic growth and sustainable profitability.

We now operate:

- *India's largest western wear portfolio*
- *India's largest ethnic wear portfolio*
- *A leading luxury retail ecosystem*
- *A strong masstige and value retail play*
- *The largest digital-first fashion & Lifestyle brand portfolio in the country*

With India's dynamic economic growth, an expanding middle class and rapid shifts in consumer behaviour, we are confident that the opportunities ahead are significant.

Guided by a clear vision, powered by a passionate and talented team, and anchored in operational excellence, we are committed to creating enduring value for our shareholders, customers and all stakeholders.

We look forward to your continued trust and partnership as we build the future of fashion and lifestyle retail in India.

Conclusion

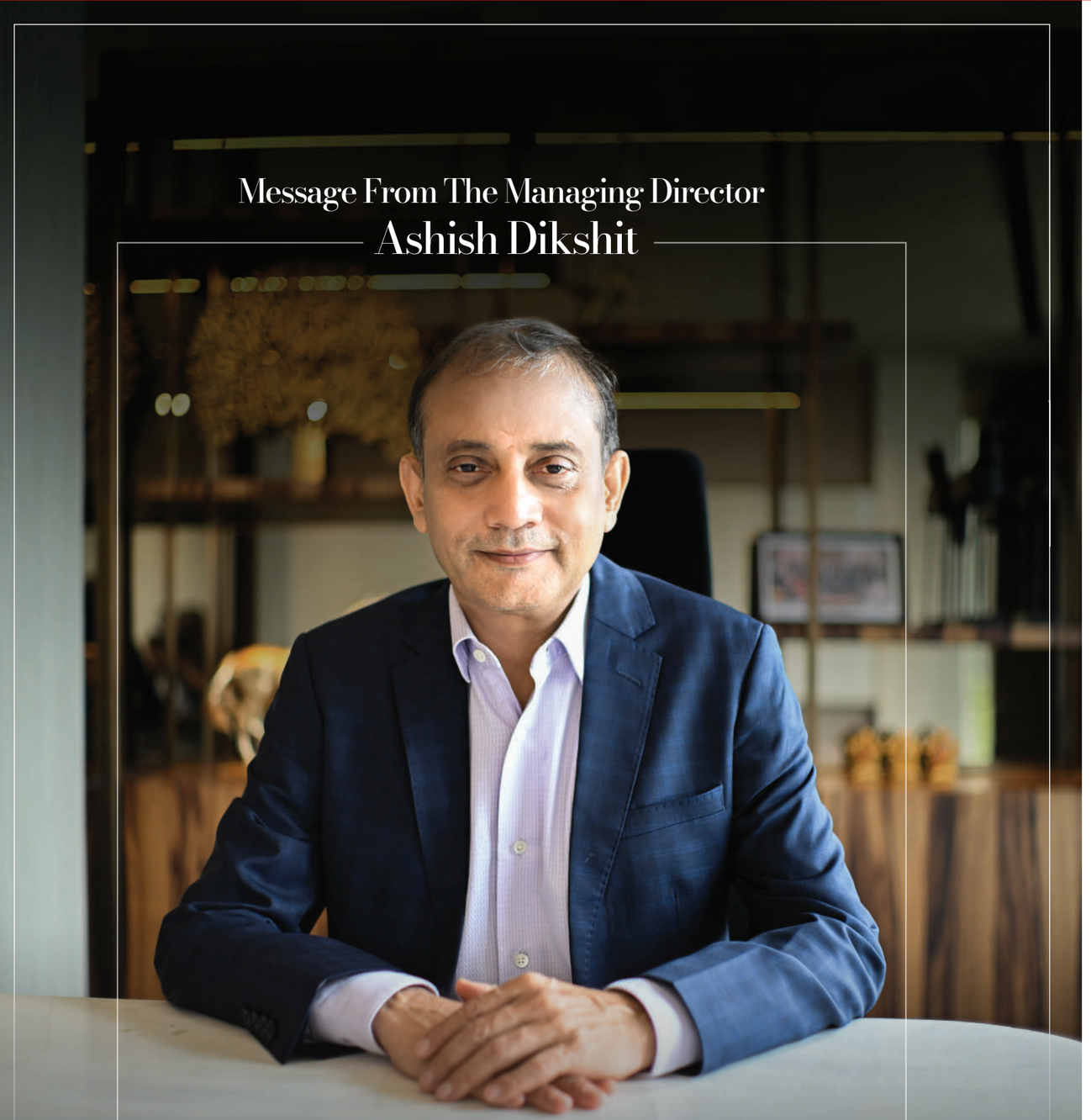
I have long believed that the stronger we grow, the greater the impact we create. Growth, for us, is a force multiplier. It compels us to widen the aperture— to think more boldly about the difference we can make. It energises us to leverage our scale, resources, and leadership to deliver disproportionately better outcomes for all our stakeholders—employees, consumers, partners, investors, and society at large.

This dynamic interplay, of purpose and performance, underpinned by our proven ability to synthesise capital, talent, and ideas, is what will shape a truly transformative future. And through this journey, we will continue to demonstrate, with quiet conviction, the enduring power of business as a force for good.

Kumar Mangalam Birla



Message From The Managing Director
Ashish Dikshit



Future-Ready To Be A Force For Good

Dear Shareholders,

It gives me immense pleasure to present to you the second Integrated Annual Report of your Company for FY 2024-25.

We achieved a pivotal milestone with the successful demerger of the Madura Fashion & Lifestyle (MFL) business, which has now been transitioned into a newly formed entity, Aditya Birla Lifestyle Brands Limited (ABLBL). This strategic move became effective on 1st May 2025. ABLBL was officially listed as an independent company on the stock exchanges in June 2025.

We achieved our second milestone on successfully securing USD 490 million through a combination of Qualified Institutional Placement (QIP) and preferential issuance of shares. This infusion of equity capital has significantly strengthened the balance sheet of the Aditya Birla Fashion and Retail Ltd. (ABFRL). As of now, the consolidated ABFRL entity holds a cash reserve of ₹2,350 crore, positioning us strongly to pursue an aggressive expansion across multiple high-growth platforms.

These landmark initiatives have effectively unlocked the next phase of growth for our fashion businesses. We have created two focused, well-capitalized entities; each with a clearly defined strategic roadmap ahead.

This structural alignment enables greater agility, sharper focus and tailored capital allocation, providing each business the independence to execute its growth strategy; thus maximizing shareholder value.

Navigating a Challenging Yet Transformative Year

Consumer discretionary spending faced headwinds due to a broader demand slowdown, impacting the fashion and lifestyle sector. Despite this, our businesses demonstrated a consistent focus on profitable growth, adapting quickly to evolving market conditions through measures around cost optimization, product mix refinement and disciplined execution.

Looking beyond the short-term volatility, India's long-term growth pillars remain intact. As the country witnesses a rising share of younger generation with high disposable incomes adopting a digital first lifestyle, and rising urbanization, we are creating strong tailwinds for the rise of organized retail, particularly in fashion and lifestyle categories in the branded space. These structural drivers present significant growth opportunities for both ABFRL and ABLBL.

ABLBL FY25 Business Performance

Aditya Birla Lifestyle Brands Limited (ABLBL) today stands as India's leading premium lifestyle fashion platform, well distinguished by its proven track record over decades. The company has built a growth-oriented portfolio of iconic lifestyle brands with strong customer loyalty at attractive price points; serving consumers for all occasions.

In FY25, ABLBL delivered normalized revenues of ₹7,830 crore, supported by sustained consumer demand across its core categories. The company also reported a normalized EBITDA margin of 16.2%, a 100-basis points improvement over the previous year. This reflects continued focus on operating efficiency, cost control and slew of growth initiatives.

The company ended FY25 with a net debt of ₹781 crore, with a roadmap to be debt free over next 2–3 years, further strengthening the balance sheet and providing room for future investments.

India's most loved brands—**Louis Philippe, Van Heusen, Allen Solly, and Peter England**—remain one of the most powerful and versatile brand portfolios in India's fashion industry with a network of over 2,900 stores. These brands have consistently outperformed the market, offering products across multiple categories, price segments and consumer touchpoints. In FY25, this segment delivered revenues of ₹6,575 crore and achieved a robust EBITDA margin of 19.3%. The portfolio maintained strong momentum, driving mid-single digit retail like-to-like growth. These results underscore the brands' enduring consumer appeal and market leadership in both formal and casual wear segments.

ABLBL's emerging brands portfolio—including **Reebok, American Eagle, and Van Heusen Innerwear**—continued to scale steadily, building healthy top-line growth while improving its profitability. These brands are key pillars of ABLBL's growth strategy, helping diversify the revenue mix and capture opportunities in athleisure, innerwear, sportswear and youth fashion segments.

ABLBL is well-positioned to accelerate growth and expand market share across India. The Company has a retail footprint of over 3200 stores and plans to add 250+ stores in FY26.

The business model is built on strong fundamentals backed by robust free cash flows, an established consumer franchise network and a clear vision to double in scale over the next five years. With a strong brand ecosystem, resilient financials, and an experienced leadership team, ABLBL is poised to remain at the forefront of India's premium lifestyle and fashion industry.

ABFRL FY25 Business Performance

ABFRL has strategically positioned itself across multiple high-growth segments within the fashion and lifestyle industry. Each of these areas represents a significant market opportunity, aligned

with evolving consumer trends and the growth of organized retail in India. The company maintains a clear and disciplined focus on driving sustainable and profitable growth across all its businesses.

Aditya Birla Fashion and Retail Limited (ABFRL) delivered revenues of ₹7,355 crore in FY25, supported by contributions from both its core businesses and strategic new investments. The comparable EBITDA margin expanded by 220 basis points to 10.3%, amidst a challenging consumption environment.

The Pantaloons segment, including Style Up, reported revenues of ₹4,373 crore in FY25, with a segmental margin of 16.9%, representing a 400-basis point improvement over the previous year.

Pantaloons, one of India's largest and most recognized masstige fashion retailers, continued its journey towards building a resilient and future-ready operating model with 405 stores. It delivered margin of 18% in FY25, highlighting the consistent execution of retail operations across Pantaloon's network centred around enhance product proposition, lower markdowns and improved private label share.

Style Up, in the value fashion retail space, has received encouraging consumer response since its launch 2 years ago. Built on a robust and scalable business model, Style Up is now well-positioned for rapid expansion. It is poised to serve price-conscious consumers in urban & semi-urban markets, a segment that represents a major growth frontier for organized retail in India; with the shift from unorganised to organised retail.

ABFRL's ethnic wear business has firmly positioned itself as a key growth driver within the company's portfolio. Today, the company boasts the largest and most comprehensive ethnic wear brand portfolio in the Indian fashion industry, spanning both designer-led collections and premium ethnic segments. In FY25, the ethnic wear portfolio generated revenues of ₹1,956 crore. With the peak investment phase and associated losses now behind us, the business is well-positioned for the next stage of growth. As the ethnic portfolio scales up, it is expected to deliver improved profitability and enhance overall ABFRL margins in the coming years.

Celebrity designer-led brands—**Sabyasachi, Shantnu & Nikhil, House of Masaba, and Tarun Tahiliani**—continued to strengthen their position as India's leading aspirational fashion houses in FY25, reaffirming the company's strategic focus on building a high-potential, premium designer portfolio. Sabyasachi continues to build its cult following across the globe in line with its mission to become a global Indian luxury brand. House of Masaba sharply positions itself a youth focused fashion brand built in the digital space. House of Masaba achieved 65% revenue growth, with its beauty business growing to 4x of last year. Shantnu & Nikhil's prêt label, "S&N," posted a 20% YoY growth, driven by strong consumer traction. Tarun Tahiliani Couture, where ABFRL acquired a majority stake in FY25, grew 40% YoY this year. Collectively, the designer wear portfolio maintains healthy EBITDA margins of around 20%.

Within premium brands, **TASVA,** has increasingly emerged as a brand of choice in key wedding markets. In FY25, TASVA delivered a robust 44% year-on-year sales growth, supported by a strong festive and wedding season, along with 12% retail like-to-like growth. The brand currently operates around 70 stores, with plans to scale to over 200 stores in the next three years, further deepening its market presence. **Jaypore,** ABFRL's artisanal lifestyle brand, continued to expand its footprint across urban and semi-urban markets, offering curated collections in home, apparel, and accessories, and strengthening its position as a leader in handcrafted products. **TCNS** the business undergoing a transformation post acquisition is gradually coming back on track. The business reported 4% full-year like-to-like retail growth, despite a revenue decline due to distribution rationalization. With refreshed product lines and an optimized retail network, TCNS is now well-positioned for sustainable and profitable growth.

The Super Premium portfolio continued to deliver strong and sustainable growth, recording a 13% year-on-year increase, fuelled by rapid e-commerce expansion and strategic offline investments. Featuring an extensive array of exclusive global brands, this portfolio is set to grow further through the upcoming partnership with French luxury retailer Galeries Lafayette. The first store is scheduled to open in Mumbai this year, providing customers access to over 200 premium fashion brands and offering a best-in-class luxury shopping experience.

Meanwhile, TMRW, ABFRL's digital-first platform targeting Gen Z and millennials, achieved 55% revenue growth over last year, driven by category and channel expansion, premiumization and high-impact marketing campaigns. Strengthening its portfolio further during this year, TMRW also acquired a minority stake in WROGN.

The Digital Leap

We remain deeply committed to advancing our digital and e-commerce capabilities across all brands. Leveraging our in-house developed e-commerce platform, we have successfully built individual brand websites, mobile applications, and virtual stores, enabling seamless consumer engagement across channels.

Significant strides have also been made in modernizing core IT systems and strengthening data analytics and AI-driven insights, aimed at enhancing operational efficiency and delivering an elevated, personalized customer experience.

Today, over 40% of our stores are fully omni-channel enabled, offering customers a seamless online-to-offline journey. Our e-commerce business, including TMRW and ABLBL, generated over ₹1,900 crore in revenue this year, marking a 14% growth over the previous year, underscoring the strong momentum in our digital-first strategy.

ABFRL Sustainability 3.0

ABFRL continues to strengthen its sustainability agenda through its ReEarth Sustainability Program, firmly positioning ESG as a core pillar of value creation. In FY25, the Company ranked first in India and fourth globally with an S&P Global CSA score of 83 in the retail sector. It also became the first Indian retail company to have near-term carbon reduction targets validated by the Science Based Targets initiative (SBTi).

Through global collaborations, ABFRL is driving material innovation, circularity, and traceability. The Company implements its CSR initiatives across Karnataka, Tamil Nadu, Maharashtra, and Odisha with a focus on education, healthcare, sanitation, and sustainable livelihoods.

Looking ahead to Sustainability 3.0, ABFRL is accelerating its Net-Zero transition by increasing renewable energy usage, scaling circular economy practices, and embedding digital technologies across operations. Strategic priorities include achieving green building certifications aligned with LEED and IGBC standards, expanding textile-to-textile recycling, adopting sustainable packaging and leveraging digital tools to build a more agile, resource-efficient and sustainable ecosystem.

These efforts reinforce ABFRL's industry leadership in sustainability and contribute meaningfully to global climate and social impact goals.

The Road Ahead

Despite the challenging consumption environment in FY25, our businesses demonstrated remarkable resilience, achieving consistent margin improvement across all segments. With the successful completion of the demerger, we now operate as two independent, focused, and well-capitalized entities—each primed for its own high-growth trajectory.

• Aditya Birla Fashion and Retail Limited (ABFRL) enters this new chapter with a sharpened brand portfolio and diversified presence across high-growth segments. Backed by a gross cash balance of ₹2,350 crore, ABFRL is poised to unlock the next phase of growth, targeting a 3x scale-up in revenues and a 2x expansion in margins over the next five years.

• Aditya Birla Lifestyle Brands Limited (ABLBL) is set to capitalize on its robust brand portfolio, expansive retail network of over 3,200 stores, and strong free cash flows. With strong expansion plans and continued strong LTL growth, ABLBL is well-positioned to double its scale and expand margins significantly over the next five years.

Together, we are building two future-ready fashion organisations—both resilient and focused on long-term value creation.

Conclusion

I extend my heartfelt gratitude to our esteemed shareholders for their trust and support. I also wish to thank our customers, franchisees, bankers, media partners and vendors for their support and invaluable contribution to your Company's success.

My deepest appreciation goes to our Board of Directors, Management team and all the Employees for their unwavering hard work and constant support.

FY25 tested our agility, but our steadfast commitment to strategic execution has kept us on course. As the apparel market remains a critical driver of discretionary consumer spending, we are confident that our strong portfolio of brands will enable both ABLBL and ABFRL to scale new heights and continue to lead the fashion and lifestyle space in the country.

Warm regards,

Ashish Dikshit
Managing Director
Aditya Birla Fashion and Retail Limited

Board Of Directors



Kumar Mangalam Birla
Chairman and Non-Executive Director
C E F G H I
M R S T NRC



Aryaman Vikram Birla
Non-Executive Director
C E F G H
I M R S T



Ananyashree Birla
Non-Executive Director
C E F G H
I M R S T



Ashish Dikshit
Managing Director
C E F G H I M
R S T CSR | SRC



Sangeeta Tanwani
Whole-time Director, CEO of Pantaloons
E F G I
M R S T



Pankaj Sood
Nominee Director
C E F G H
I M R S T



Arun Adhikari
Independent Director
C E F G H M
R S AC | NRC



Sunirmal Talukdar
Independent Director
C E F G R S H
AC | NRC | RMSC



Nish Bhutani
Independent Director
E F G H M R
S T AC | NRC | CSR



Preeti Vyas
Independent Director
E G I M T S
CSR



Venkatesh Satyaraj Mysore
Independent Director
C E F G H I M R



Yogesh Chaudhary
Independent Director
E G I T S R
CSR | RMSC | SRC



Vikram Rao
Independent Director
E G H I M R
S SRC | RMSC

Average Age
56 Years
28 Years — 74 Years

Board Independence
54% Independent — 46% Non-Independent

Average Tenure on the Board
04 Years
01 Year — 10 Years

Average Tenure of Independent Directors on the Board
04 Years
01 Year — 10 Years

Skills & Competencies

- C Corporate Governance Legal & Compliance
- I Industry Knowledge
- E Expertise - Strategic
- M Marketing
- F Financial Literacy
- R Risk Management
- G General Management
- S Sustainability
- H Human Resource Development
- T Technology, Digitisation & Innovation

Committee Composition

AC Audit Committee | CSR Corporate Social Responsibility Committee | NRC Nomination and Remuneration Committee
RMSC Risk Management and Sustainability Committee | SRC Stakeholders Relationship Committee

Chairperson I Member

For detailed profile of Directors refer http://www.abfrl.com/corporate-governance/

Key Executives



Sooraj Bhat
CEO, Ethnic Business



Sathyajit Radhakrishnan
CEO, International Brands



Prashanth Aluru
CEO and Co-Founder, TMRW



Anant Daga
CEO, TCNS Division



Shobha Ratna Tanniru
Chief Human Resource Officer



Praveen Shrikhande
Chief Digital and
Information Technology Officer



Swaminathan Ramachandran
Chief Supply Chain Officer



Naresh Tyagi
Chief Sustainability Officer

Key Managerial Personnel



Jagdish Bajaj
Chief Financial Officer



Anil Malik
President, Company Secretary

LOUIS PHILIPPE

Louis Philippe is India's leading premium menswear brand, celebrated for its heritage, craftsmanship, and modern outlook since 1989. Over the years, it has become the destination for men who appreciate fine tailoring, luxurious fabrics, and designs that balance classic appeal with contemporary trends. From impeccably tailored formals to sophisticated casual wear, premium linens and refined accessories, Louis Philippe offers a complete wardrobe for the discerning gentleman. Every creation reflects a commitment to detail, ensuring that the Louis Philippe man is impeccably turned out, no matter the occasion.

Pioneering innovation has been at the heart of Louis Philippe's journey, with signature lines like Permapress wrinkle-free shirts, Athwork modern formal wear, Louis Philippe Casuals, premium Louis Philippe Jeans, sustainable Green Crest, and the exclusive Luxure collection. Loved by over half a million customers, the brand's iconic crest remains a mark of excellence and refined taste, inspiring men to dress not just with style, but with distinction.



VAN HEUSEN

Van Heusen is India's No. 1 premium lifestyle brand for professionals. With a rich heritage of 129 years in the United States of America, the brand entered India in 1990. Over its 34 years of history in India, Van Heusen has emerged as a fashion authority for the ever-evolving Indian consumer and has established itself as the one-stop destination for the latest trends. Today, Van Heusen is not only the most preferred workwear brand, but also effortlessly straddles across the entire spectrum of occasions like casuals, ceremonial, party wear and recently launched transit-wear.



ALLEN SOLLY

Allen Solly has been a trailblazer in India's fashion landscape since 1993. At first the brand revolutionised this space with the bold concept of Friday Dressing; then with its unconventional positioning it created cultural shifts across the years. Bring your Pet to Work, Own your Shape, Everyday is Friday, Be Who You Want To Be are just some of its memorable campaigns.

Allen Solly has now become the No. 1 men's brand in Top of Mind Recall*. It was also rated in the top 2 most loved fashion brands in India by TIME Magazine in 2024.

A pioneer in bringing fresh and exciting fashion to young India, the brand's expanded portfolio caters to the ever-evolving needs of the modern consumer.

Allen Solly now serves fashion across lifestyle needs for Men right from Workwear to True Casuals and Weddings.

It caters to the contemporary woman with premium workwear, smart casuals and one of the largest offerings of handbags.

The brand appeals to Gen Alpha who are not constrained by norms, by serving up a Juniors range which allows them to express themselves across home, play and celebratory occasions.

In its latest campaign, "Legs now turn Heads", Allen Solly channels the infectious energy of salsa and hip-hop. With sharp choreography, young faces and vibrant styling- it captures the heart of a generation that dresses the way it lives, free and unapologetic.

*Source: Kantar Brand Track



Peter England redefines style, attitude and comfort through its unparalleled range of shirts, trousers, denims, suits, blazers and t-shirts. It is a brand that has transformed the fashion landscape of today's young Indian men. Adding on to the brand's wide footprint of 1000+ stores panning the length and breadth of the country.

AMERICAN EAGLE

American Eagle is a brand of authority on Jeans led lifestyle, and since the start in 1977, the brand was built on the power of diversity, the freedom of inclusivity, and a desire to embrace what is authentically you. It is the brand of free spirits. It dares to be itself and unleashes the powers of optimism, because it knows when you put good vibes out there, you get good things back in return.

American Eagle's heritage started with jeans, and it has since grown to be the #1 jeans brand in the US among high school and college students. But it's so much more than your favourite, lived-in pair of denim — it offers a full range of options to help you feel like your best, most comfortable self. AE understands the magic of self-expression, and offers matching sets, breezy button-downs, soft-to-the-touch tees, and easy loungewear that already feel like well-loved favourites.



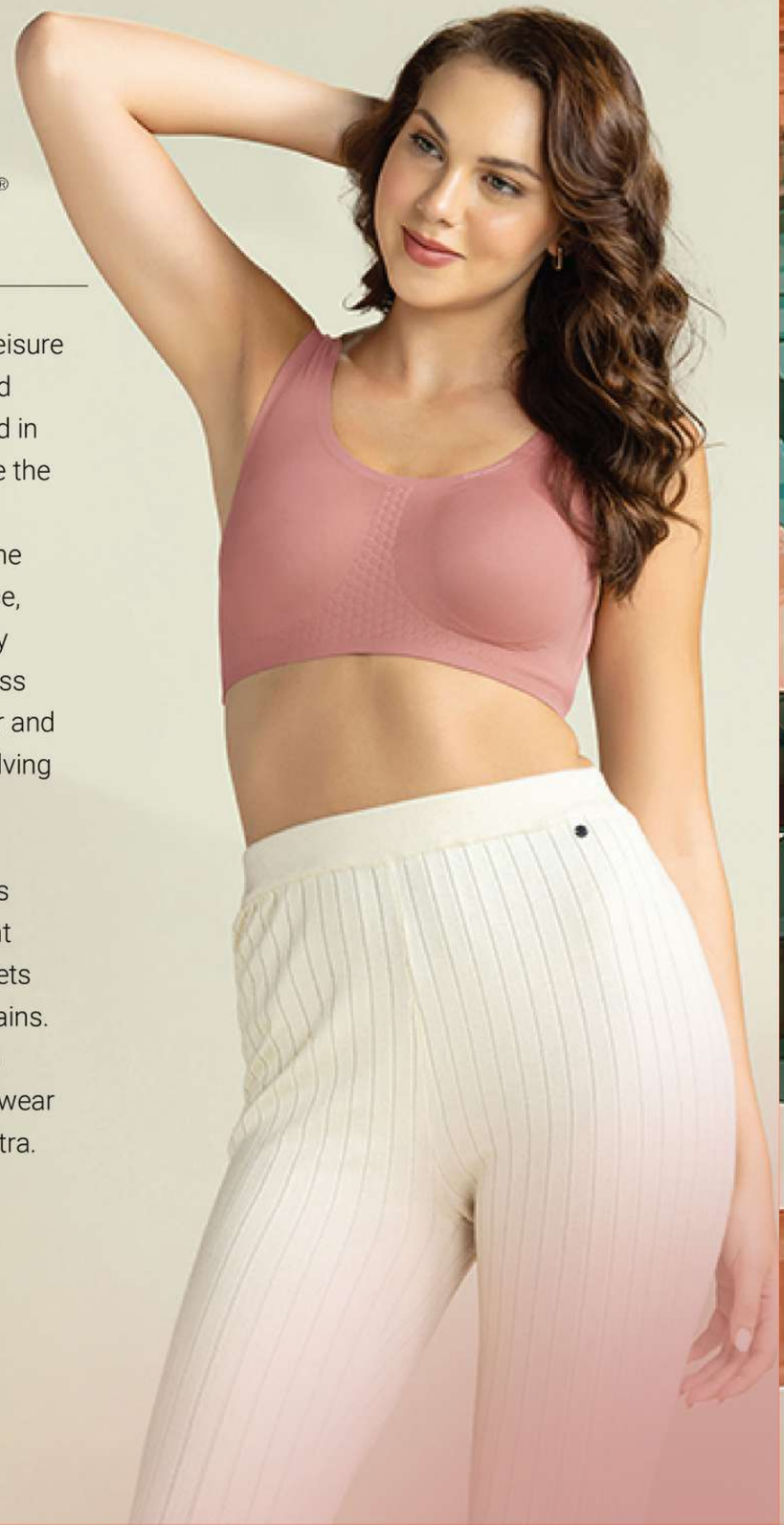


Reebok

Reebok is a bold, disruptive and iconic sports, fitness and lifestyle brand which strives to inspire human movement. We carry an irreverent and unapologetic attitude towards life and create products that embody this spirit. Through our high-performance products and technologies, we ignite action with experimentation and a challenger mindset. We bring the best of performance, and support everyone in their personal journeys. We use our voice to look out for each other and build a world which ensures that sport is afforded by all. Reebok believes, that Sport is Everything. Move with purpose, and move freely, with Reebok.

VAN HEUSEN®
INNERWEAR

Van Heusen Innerwear and Athleisure is one of the most innovative and fashion forward brands launched in the year 2016, aiming to redefine the category codes in mid premium segment. The brand is built on the pillars of innovation, performance, sophistication, and fashion. They offer a wide range of styles across innerwear, athleisure, activewear and loungewear catering to ever evolving lifestyle of new age consumers.
The brand is available across a network of 150+ exclusive stores along with an expansive footprint across 34,000+ multi brand outlets and major large-format retail chains.
Van Heusen Innerwear was also recognized as “Best Men’s Innerwear Brand” for the year 2023 by Myntra.



SIMON CARTER
LONDON

The Company was built on Simon’s love for all things vintageand different. The brand philosophy is rooted in a tradition ofeclectic English style, taking classic forms and adding a twist of eccentricity. Simon Carter is about quality and refinement in a particularly witty and eclectic style. The menswear collection is defined by its use of print and colour, offering men the opportunity to develop their own sense of style and allowing their distinct personality to shine through. With a potent blend of candid observations and artistic flavour, Simon Carter creates the most intriguing clothes for men in top wear, bottom wear along with complimenting accessories that accentuate an ensemble.



PANTALOONS

Pantaloons is a youthful fashion destination, offering a wide variety of styles across categories and occasions. Present across 190+ cities and towns with 400+ stores, the brand speaks to the ever-evolving millennial customer of today who is confident and expressive. With a vibrant and elevated approach to style, the brand seeks to enable the customer to be their fashionable best, be it through the physical retail experience or online.

STYLE UP

With its launch in September 2022, Style Up marked ABFRL's fresh take on value fashion – offering trend-forward styles for men, women & children at irresistible prices. Blending affordability with youth appeal, Style Up is targeted at style-savvy shoppers who are looking to constantly refresh their everyday fashion without breaking the bank. The brand operates with a 100% private label product portfolio, designed to keep pace with evolving fashion trends & is largely priced below ₹999.

During FY 2024–25, Style Up opened 19 stores, exiting the year with a total of 46 stores across 18 cities. Located in prominent malls and high- street destinations, each store aims to create a contemporary shopping experience for this young value-conscious customer.In its first full year of operations, Style Up has demonstrated strong market acceptance; underscoring its potential in India's fast-growing value fashion segment. As part of its strategic expansion, 50 additional stores are planned for FY 2025–26, further strengthening its presence across India.



THE COLLECTIVE®

The Collective is the definitive destination of luxury for fashion connoisseurs. Founded 17 years ago with a vision to bringing global labels to India's jetset, the brand has today grown to be the largest nation-wide retail chain offering luxury fashion. With curated collections from over 85 iconic labels, The Collective has a wide network of stores across the country, and is drawing up exciting plans to open even more in the coming fiscals. The collective.in website offers the experience of shopping the finest from around the globe, from the comfort of your home. Thoughtfully designed value-added services like personal styling, made to measure and loyalty programmes help ensure that The Collective remains the go-to for India's most stylish circles.



RALPH LAUREN POLO RALPH LAUREN

Polo Ralph Lauren epitomizes the essence of a classic American style with its timeless elegance and enduring appeal. The brand's signature aesthetic includes their renowned polo player logo. Known for its iconic Polo shirt, Polo Ralph Lauren offers a wide range of apparel, accessories, and fragrances that embody a chic yet relaxed lifestyle. A distinct line of Men's Polo combines collegiate classics and time-honoured English haberdashery with downtown styles and all-American sporting looks in sportswear and tailored clothing. Women's Polo, meanwhile represents the epitome of classic and iconic American style with a modern twist. With a rich heritage and a modern outlook, Polo Ralph Lauren continues to inspire and dress individuals who appreciate a refined yet approachable fashion statement.

For more than 50 years, Ralph Lauren has sought to inspire the dream of a better life through authenticity and timeless style. The luxury label is all about living the best life you can and enjoying the fullness of the life around you—from what you wear, to the way you live, to the way you love. Distinct tailoring lines under the Ralph Lauren brand include Purple Label; stylish separates for men and the Ralph Lauren Collection for Women. Focussed attention to detail, collaborations with heritage mills, rich fabrics and trimmings sourced from artisanal craftsmen across the world, ensure that every piece of Ralph is timeless luxury. The brand's philosophy, "Style is forever," encapsulates its commitment to impeccable design and enduring fashion. Ralph Lauren stands as a beacon of aspirational living, inspiring a better life through authenticity and an American perspective.



FRED PERRY

Triple Wimbledon champion Fred Perry played and fought his way through, always with style and despite the establishment. In 1952, he founded the Fred Perry brand, designing his first pique shirt. That shirt, would transcend sportswear to streetwear on the backs of generation after generation of British youth subcultures. It is the start and end of everything Fred does, because it's more than a shirt – it's a rite of passage, it's the uniform of the non-uniform.

Fred is proud to have a community of customers from all over the world, adopting the Fred Perry Shirt in their own unique way. Over the past 70 years, the Laurel Wreath has become a signature of both individuality and of belonging – from elite sports players, to fringe subcultures. The brand continues to celebrate diversity, with exciting collaborations with inspiring designers, musicians and artists.



TED BAKER
LONDON

Having launched as a shirt specialist of some repute in Glasgow, Ted Baker quickly became the place to buy some of the very best contemporary men's shirting.

From the beginning Ted has had a very clear, unswerving, focus on quality, attention to detail and a quirky sense of humour – something that gained the quickly growing brand the title of 'No Ordinary Designer Label'. Everything produced under the Ted Baker name has his personality woven into its very heart.

Today, Ted is one of the fastest-growing leading lifestyle brands in the UK with a wide range of collections including Menswear, Womenswear, Global, Endurance, Pashion, Langley, Accessories, Fragrance, Skinwear, Footwear, Eyewear and Watches.





HACKETT
LONDON

As a young man working on Savile Row, Jeremy Hackett became fascinated by the British attire of the early 20th century gentleman. By 1983, he had opened his first store selling second-hand clothes. It was here that he began creating his own garments, merging traditional styles with modern cuts, for those seeking Savile Row style - without the associated cost. Since then, Hackett has grown to sit at the forefront of traditionally-inspired menswear, with a dedicated global following. Today, Hackett has over 160 stores in more than 30 countries and specific tailoring lines including Hackett Sport for the off-duty Hackett man. Hackett is also proud to have partnered with many like-minded brands such as British Army Polo, Henley Royal Regatta and Aston Martin.

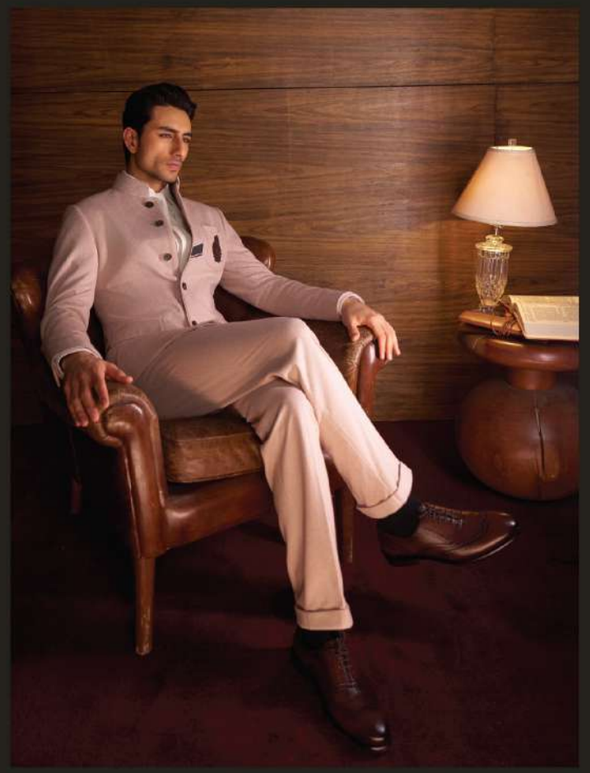


SABYASACHI

Sabyasachi is India's leading luxury house rooted in heritage, quality and craftsmanship. A brand that revels in India's legacy but with a unique perspective, capturing what was and what is, with a single-minded vision to create modern heirlooms.

A market pioneer, Sabyasachi is the first Indian designer and brand to collaborate with Estée Lauder, Christian Louboutin, Pottery Barn, H&M, Printemps Doha, Neiman Marcus and Starbucks.

Sabyasachi has maintained a partnership with Bergdorf Goodman in New York since 2020 and debuted at Saks Beverly Hills in 2024. Patrons of the brand include celebrities, intellectuals and achievers from across the world. With flagship stores in major cities across India and the first international flagship was launched in New York in 2022. Sabyasachi is creating a unique global dialogue that brings together slow authentic luxury and the finest of Indian crafts.









SHANTNU NIKHIL COUTURE

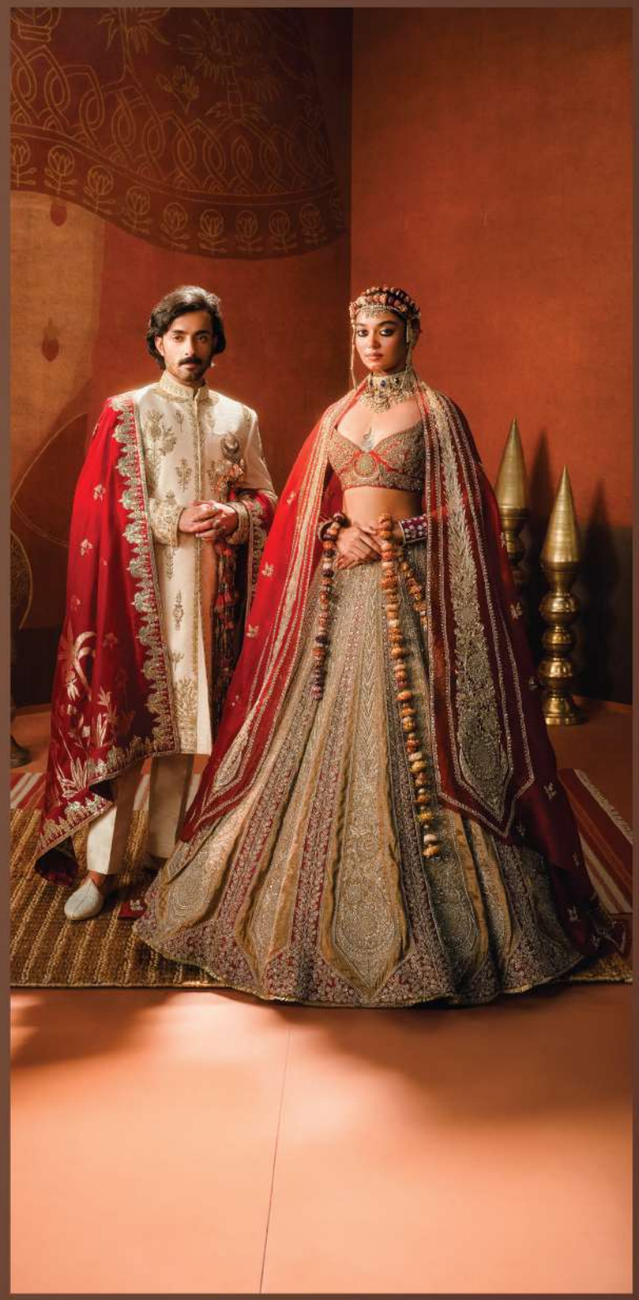
SNCC

In our illustrious 25-year Shantnu Nikhil Couture journey, we've boldly shattered conventions and reimagined the new fierce India through our distinct Maison house codes. Our sharply tailored silhouettes seamlessly merge skilled drapery, military nuance, and an unapologetic androgynous ethos, defining a triumphant celebration of femininity in a masculine world. Pioneering a revolution in menswear couture, we continue to question traditionalism through our contemporary take on Indian micro ceremonies. Embracing asymmetry with commanding sartorial detail, we have set the stage for a new Indian man to finally celebrate himself. As a brand, we have consistently championed a vision of luxury that transcends tradition.

Building on this legacy, we introduced Shantnu Nikhil Luxe, couture's rebellious twin and our first womenswear-exclusive extension. Luxe redefines red carpet couture for the modern Indian woman with sculptural glamour, radical femininity, and unapologetic self-expression. We have also carved a definitive space in Prestige-Pret with S&N by Shantnu Nikhil, a progressive ready-to-wear label designed for the new-age Indian, made for moments that matter. Further pushing boundaries, we launched our most ambitious brand in 2022: Shantnu Nikhil Cricket Club (SNCC), where cricket, fashion, and lifestyle converge in a bold prêt-à-porter spirit. Today, the Maison spans 23 retail stores across India and a thriving omni-channel E-Commerce platform, cementing its position at the forefront of modern Indian luxury.

masaba LOVECHILD masaba





Masaba Gupta founded her label ‘House of Masaba’ at the age of 19 and since has won the title of the ‘Queen of Prints’. Within 16 years, House of Masaba has become a renowned, award-winning luxury brand of bridal, festive, resort wear, and jewellery. House of Masaba’s designs are a celebration of colour that exude a playful and experimental aura. House of Masaba has grown to operate 23 flagship stores across India. In 2022, the mother brand extended into Beauty with LoveChild, Masaba’s meticulously curated brand with products across make-up and fragrances among others that celebrates beauty with a unique Indian quirk. The brand offers an extensive range of high-performing multi-benefit products that are designed to suit all Indian skin tones. Launched online first with lovechild.in followed by ecommerce platforms; the brand has quickly gone beyond its digital success, establishing a presence in offline retail, making its unique hybrid products accessible to a wider audience.

TARUN TAHILIANI

Setting out to create the image of India Modern, Tarun Tahiliani is a brand that straddles the present while rooted in India's heritage of draped form and tradition of artistry. These quintessential techniques of craftsmanship, imbibed with love across generations, are made globally astute through the cut, construct and finish of Tarun Tahiliani silhouettes. Each creation exemplifying the guiding philosophy – "all that we were and more."

Founded in 1995, the Tarun Tahiliani Design Studio juxtaposes modern sartorial prowess and the intricacies of Indian technique with skill. These richly detailed, structured drapes are crafted to lend an edge to Tahiliani's modern, Indian woman. Across couture, occasion wear and ready-to-wear, the designer's studio creates unique combinations of historical opulence and contemporary chic through the fine crafts and textiles of India.

Now nestled deep inside Gurugram, Haryana, the atelier houses a trusted team of one 100s of designers, master-craftsmen, tailors, drapers, and seamstresses. Standing as a red brick structure designed with a signature TT façade, it was constructed in 2008, and is currently the base of all operations.

TASVA
X
TARUN TAHILIANI

Tasva, a wedding and occasion wear brand for the modern Indian man, is a brand launched by Aditya Birla Fashion And Retail Limited in collaboration with ace couturier Tarun Tahiliani. Derived from 'Tat' (all that is me) and 'Sva' (all that is mine), Tasva celebrates individuality and the expression of one's best self.

Tasva represents the perfect fusion of traditional aesthetics and contemporary design. With state-of-the-art tailoring and immaculate fits, Tasva provides high-quality, sophisticated celebration wear for men at accessible price points. Redefining ethnic wear, the garments are not only stylish but also incredibly comfortable.

JAYPORE®

RECLAIM YOUR ROOTS

India wears her beauty in colorful textiles, breathtaking ornaments, and inspiring stories that come alive in her streets. At Jaypore, we have begun a fascinating journey—a humble attempt to bring India a little closer to the world. Dedicated to creating a contemporary interpretation of age-old crafts, we partner with artisanal communities to showcase a design language that comes from India and belongs everywhere. Our curated collections celebrate over 30 traditional crafts, available to explore on our website, www.jaypore.com, and across 37 stores nationwide.



TCNS is a trailblazer in the fashion industry, dedicated to inspiring style and empowering women through its diverse range of women's apparel. With a strong track record of redefining the fashion landscape, we have witnessed and adapted to profound shifts in women's roles, aspirations and fashion choices over time. Our success lies in our meticulous design, intricate craftsmanship, and unwavering commitment to quality. As women continue to play a prominent role in India's economic growth journey, we are well-positioned to support their evolving fashion preferences and lifestyle choices. At TCNS, we believe in the power of fashion to empower women, boost their confidence and reflect their individuality. Our aim is to continue setting trends and offering stylish, high-quality apparel and accessories that resonate with the aspirations of modern Indian women.

W is our premium fusion-wear brand for the contemporary Indian woman with a spirited mind and confident attitude. The collection is a perfect amalgamation of Indian sensibilities imbued with modernity.



Aurelia is our contemporary ethnic-wear brand for the woman who aspires to look trendy, seeks validation and looks for affordable solutions for her work, casual and occasion-wear requirements. The collection features a wide range of ethnic-wear that aims to deliver consistent quality, trending styles, right fit at affordable prices.



Wishful is our premium Occasion-wear brand for the contemporary Indian woman who prefers elaborate yet subtle elegance. The lustrous collection features exquisite designs with intricate details that are curated for special occasions.



Folksong is a soulful craft-led Indianwear brand for an evolved woman with an understated, timeless and minimalistic sense of style. The collection showcases a modern way of reviving historic crafts that is not divided by age or season, but united by thought and consciousness.



Elleven is positioned as the ultimate Bottomwear brand for the woman who is looking for fashion with functionality to make every day unboring. It has a wide array of style options across ethnic, western and athleisure that allow women to create their own unique look for every occasion.



TMRW

AN ADITYA BIRLA GROUP VENTURE

WROGN · TIGC THE INDIAN GARAGE CO. · Bewakoof · JUNEBERRY

Nautinati · NOBERO · URBANO · VEIRDO

Revolutionizing fashion & lifestyle brands today! We are the leading 'House of Brands' with brands that cater to the young consumer (Gen-Z and Millennials), powered by the Aditya Birla Group. Through win-win strategic partnerships with leading brand founders in digital-first fashion & lifestyle, TMRW is at the forefront of transforming them into customer-centric, enduring brands. Our fusion of category and brand-building expertise, coupled with AI and digital-first capabilities across channels, enables our differentiation and long-term moat. A seasoned founding team and unique USP of technology- and data science-led brand building continues to help us thrive in today's fast-changing fashion market. We prioritize building enduring brands with solid fundamentals & unit economics, with a path to sustainable, profitable growth. Join us on our journey to reshape the future of tech-powered fashion that harnesses the best of next-gen consumer shopping experiences.





FY 2024-25

Revenue Highlights*

₹ 14,973 Cr.
Revenue From Operations

₹ 2,124 Cr.
Ebitda

11.9 Mn. Sqft
Retail Space

33,000+
Permanent Employees

4,420
Stores

*The above numbers are reported numbers that also include the financials of discontinued operations .i.e. the demerged undertaking of ABLBL.



TARUN TAHILIANI

Content

About the Report	002
Description of the Theme: Force for Styling India	007
Our Story at a Glance	008
ReEarth - Our Sustainability Vision	010
Our Business Model	014
Risks and Opportunities	018
Stakeholder Engagement and Materiality Assessment	025
Targets, and the Achievements for FY 2024-25	036
Financial Capital	038
Manufactured Capital	048
Human Capital	056
Intellectual Capital	090
Natural Capital	100
Social and Relationship Capital	124
Standards and Frameworks	154
Statutory Reports	
Report of the Board of Directors (Including Management Discussion and Analysis)	172
Corporate Governance Report	245
General Shareholder Information	269
Business Responsibility and Sustainability Report	279
Independent Auditor's Report on Standalone Financial Statements	303
Standalone Financial Statements	324
Independent Auditor's Report on Consolidated Financial Statements	445
Consolidated Financial Statements	460
Glossary of Abbreviations	592
Independent Assurance Statement	597



TASVA



About the Report

THIS COMPREHENSIVE REPORT HIGHLIGHTS BOTH OUR FINANCIAL AND NON-FINANCIAL ACHIEVEMENTS, ALONG WITH OUR OBJECTIVES, TACTICS, OVERALL PERFORMANCE, AND RESULTS FOR THE YEAR INCLUDING DETAILS OF MADURA FASHION AND LIFESTYLE BUSINESS WHICH GOT DEMERGED, PURSUANT TO A SCHEME OF ARRANGEMENT, INTO A SEPARATE COMPANY, ADITYA BIRLA LIFESTYLE BRANDS LIMITED W.E.F. MAY 1, 2025.

We are excited to share Aditya Birla Fashion and Retail Ltd. (ABFRL)'s Integrated Annual Report for FY 2024-25. This comprehensive report highlights both our financial and non-financial achievements, along with our objectives, tactics, overall performance, and results for the year including details of Madura Fashion and Lifestyle business which got demerged, pursuant to a Scheme of Arrangement, into a separate company, Aditya Birla Lifestyle Brands Limited w.e.f. May 1, 2025. By presenting this second integrated report, we seek to provide stakeholders with a deeper understanding of our value generation initiatives and our business approach in addressing recognised risks and opportunities.

Reporting Principles

Our report aligns with the Integrated Reporting <IR> framework, of the International Integrated Reporting Council (IIRC). This framework is a collaborative effort between the IFRS Foundation's International Accounting Standards Board (IASB) and the International Sustainability Standards Board (ISSB). Our performance has been presented across six capitals—financial, manufactured, human, natural, intellectual, and social and relationship.

The non-financial performance indicators disclosed are in alignment with the Global Reporting Initiative (GRI) 2021 Universal Standards and the Sustainability Accounting Standards Board (SASB). In addition, this report also complies with the requirements of reporting frameworks and standards such as Business Responsibility and Sustainability Report (BRSR) framework mandated by the Securities and Exchange Board of India (SEBI), and the IFRS Sustainability Disclosure Standards. We work in adherence to the United Nations Global Compact (UNGC) and contribute to the United Nations Sustainable Development Goals (UN SDGs).

The eight principles of GRI 2021 Standards: Accuracy, Balance, Clarity, Comparability, Completeness, Sustainability Context, Timelines, and Verifiability, have been used to prepare and disclose the non-financial performance in this Integrated Annual Report. We ensure transparent, comprehensive, and reliable disclosure of economic, environmental, and social performance as per the nine 'in accordance' requirements.

The financial statements are prepared in compliance with the Indian Accounting Standards as prescribed under section 133 of the Companies Act 2013. They also adhere to the relevant provisions of the Act as outlined in the Companies (Indian Accounting Standards) Rules, 2015 (including any subsequent amendments), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) read with all applicable SEBI Circulars, and the Secretarial Standard(s) issued by The Institute of Company Secretaries of India and other accounting principles widely accepted in India.

Reporting Scope and Boundary

The information disclosed in this report is for the period 1st April 2024 to 31st March 2025 . We publish the report on an annual frequency. The previous report was published in August 2024. The report discloses our financial performance for the consolidated business, covering subsidiary business entities. In FY 2024-25, we have expanded our reporting boundary for non-financial information to include TCNS business, and subsidiaries including Sabyasachi, Tasva, Shantnu & Nikhil Office, House of Masaba, and Jaypore. The reporting boundary includes Indian Operations.

Offices

- Office – Bengaluru
- Registered Office – Kurla, Mumbai
- Jaypore Office
- Tasva Office
- Shantnu & Nikhil Office
- Sabyasachi Office
- House of Masaba
- TCNS office

Factories

Lifestyle Brands (ABLBL)

- Crafter Clothing – Bengaluru
- Fashion Craft – Bengaluru
- Europa Garments – Bengaluru
- Classical Menswear – Bengaluru
- English Apparels – Bengaluru
- Haritha Apparels – Bengaluru
- Alpha Garments – Bengaluru
- Little England Apparels – Thalli, Tamil Nadu
- Mancheshwar Apparels – Mancheshwar, Odisha
- Aditree Apparels Manufacturing – Bengaluru

Sampling Unit

- TCNS sampling unit
- Sabyasachi Sampling - 2 units

Warehouses

Lifestyle Brands (ABLBL)

- Attibele Warehouse – Bengaluru
- Hoskote Warehouse – Bengaluru

Pantaloons

- Warehouse – Bengaluru
- Warehouse – Bhiwandi
- Warehouse – Hooghly
- Warehouse – Gurugram

TCNS

- Warehouse - Gurugram

Van Heusen Innerwear

- Warehouse – Gurugram
- Jaypore Warehouse - Noida

Stores

Lifestyle Brands (ABLBL)

- 793 retail stores across India measuring 14,00,047 sq. ft.

Pantaloons

- 353 retail stores across India measuring 51,86,355 sq. ft.

TCNS

- 339 retail stores measuring 3,86,298 sq. ft.

VH Innerwear

- 37 retail stores measuring 29,103 sq. ft.

Registered office:

Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400 070.

Corporate office:

Kh No. 118/110/1, Building 2, Divyasree Technopolis, Yemlur Post, Off HAL Airport Road, Bangalore - 560037

Organisational Details and detail list of subsidiaries can be found in BRSR section page no. 281-282

Independent Assurance

The standalone and consolidated financial statements in the Financial Statements section are independently audited by Price Waterhouse & co chartered accountants LLP. The non-financial assurance is carried out by The British Standards Institution (BSI) Entity. The assurance was conducted as per ISAE 3000 (Revised) standards. Reasonable Assurance was obtained on BRSR core guidelines issued by the Securities and Exchange Board of India (SEBI). Limited Assurance was obtained on the remaining non-financial indicators as listed in the Independent Assurance Statement. Furthermore, this report has been reviewed by the Company's senior management to ensure clarity, reliability, and accuracy.

Restatement

Wherever applicable we have recalculated and restated information from previous years and disclosed it in the relevant section of the report.

Forward-Looking Statements

This report includes forward-looking statements concerning our business operations. The statements involve several risks and uncertainties as they are based on projections and industry trends, and the actual results can differ significantly from those anticipated. Business strategy, mitigation plans, and objectives mentioned are considered forward-looking and subject to change, except for historical facts and performance highlights.

Feedback

Your feedback can help us disclose significant information in the most effective and transparent manner. We welcome any suggestions or feedback you may have about our performance or this report. You may write to us - at **naresh.tyagi@abfrl.adityabirla.com** or **reearth@abfrl.adityabirla.com** and for more details refer to our website **https://www.abfrl.com/**



Aurelia

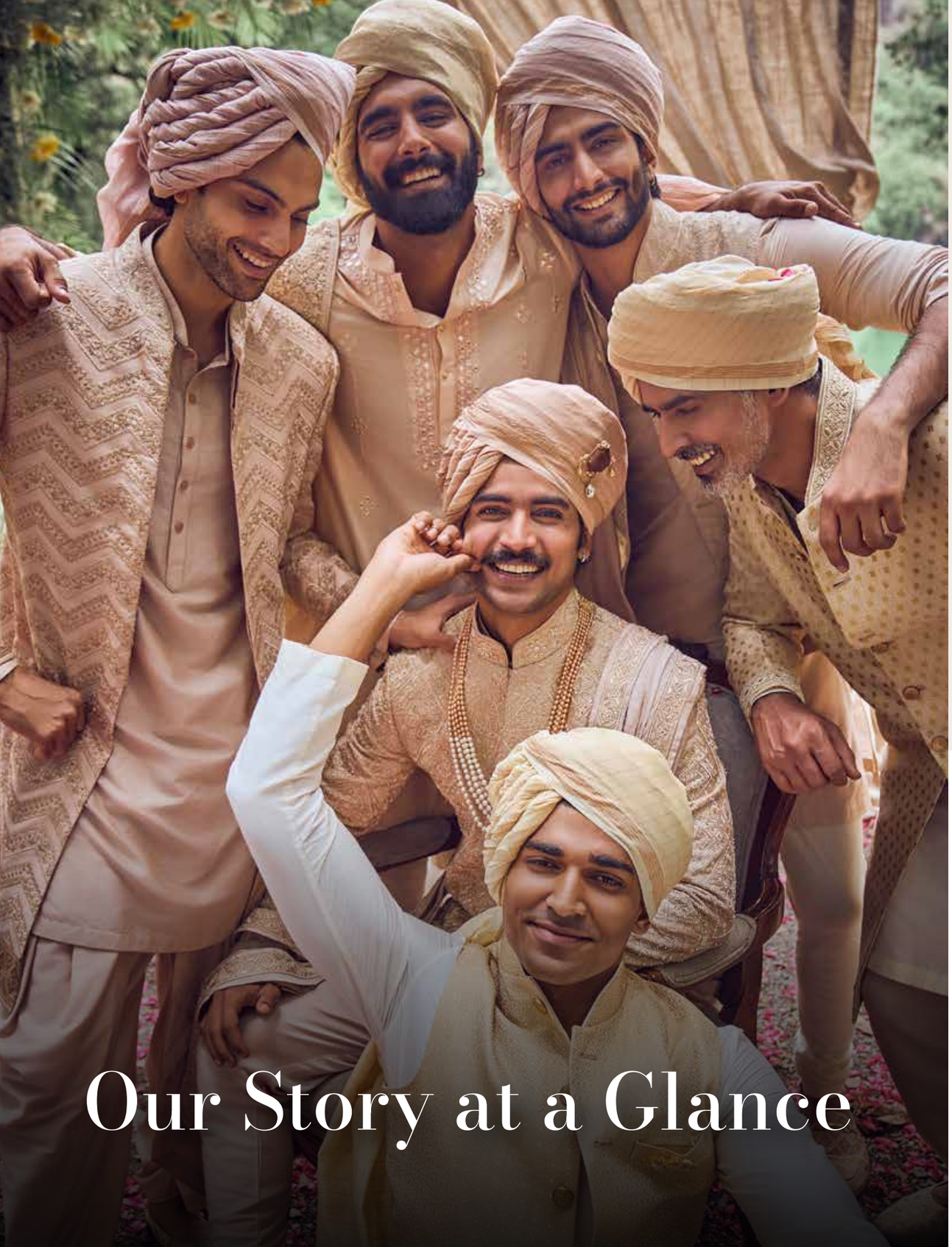
Force for Styling India

Description of the Theme

In a country as diverse and expressive as India, fashion is more than just a reflection of personal style, it is a celebration of identity, culture, and aspiration. At ABFRL, we see fashion as a transformative tool that brings people together, empowers communities, and drives progress. Through our commitment to inclusive design and responsible innovation, we are becoming a force for styling India, not just by shaping wardrobes, but by shaping narratives of pride, confidence, and sustainability across the nation.

This journey is anchored in our belief that fashion must serve a greater purpose which reflects our bold vision to democratise fashion across the nation, making it accessible, inclusive, and environmentally responsible. Through shared expressions of style and tradition, we also serve as a powerful medium for bonding, connecting generations, communities, and cultures. As we lead the transition towards a greener, more conscious fashion ecosystem, we remain committed to embedding sustainability into every aspect of our operations, from ethical sourcing and circular design to reducing carbon footprints and uplifting artisan communities. By fostering unity through thoughtful design, we aim to create a fashion landscape that is responsible, and reflective of our shared values. We play a vital role in contributing to the Indian economy, generating employment, supporting local craftsmanship, and driving innovation across the value chain. At the core of this journey is our dedication to creating value for all stakeholders, aligning fashion with purpose to ensure that our impact is both elegant and meaningful.

We aim to redefine style not just as a personal choice, but as a collective responsibility. A ‘Force for Styling India’ is more than a theme, it is a movement. It reflects our belief that fashion can be a catalyst for national progress, cultural pride, and social equity. As pioneers in the Indian fashion landscape, we recognise our unique role in driving this change.



Our Story at a Glance

Who We Are

With a presence in over 900+ towns and cities, we are one of India's leading fashion powerhouses and are a part of the Aditya Birla Group, headquartered in Mumbai, India. Our portfolio features over 30 iconic brands, encompassing everything from affordable wear to luxury couture. We continue to shape the Indian fashion narrative by combining heritage brands with contemporary styles.

Business Highlights

	ABLBL	De-merged ABFRL
Revenue	₹7,619 crore	₹7,355 crore
Multi-brand Outlets	38,286	276
Total Stores*	3,253	1,167**
Shop-in-shop Counters	7,036	1,632
Retail Footprint	4.6 million sq. ft.	7.3 million sq. ft.

*Includes stores in international markets
**Excludes WROGN stores

Our Vision

To delight Indian consumers through inspiring, accessible, and sustainable fashion, across apparel and accessories, while creating enduring value for our stakeholders.

Our Core Values

- Integrity
- Commitment
- Passion
- Seamlessness
- Speed

Our Retail Ecosystem

We operate across India's dynamic retail landscape through a mix of exclusive brand outlets, multi-brand environments, digital channels, and department store counters. Our strategy is tailored to meet India's evolving consumption preferences rural and urban alike.

Our Brands & Formats

In FY 2024-25, we announced the demerger of ABFRL to form two entities- Aditya Birla Fashion and Retail Ltd. and Aditya Birla Lifestyle Brands Ltd. The demerger was put in effect from 1st May, 2025. We operate one of the most comprehensive brand portfolios in Indian fashion, catering to diverse lifestyles, age groups, and occasions.

ABLBL

- Lifestyle: Louis Philippe, Van Heusen, Allen Solly, Peter England, Simon Carter.
- Western wear: American Eagle
- Sportswear: Reebok
- Innerwear: Van Heusen Innerwear

ABFRL Mass & Luxury Portfolios

- Mass & Value: Pantaloons, Style Up
- Ethnicwear: Jaypore, Tasva, Sabyasachi, Shantnu & Nikhil, House of Masaba, Tarun Tahiliani, TCNS (W, Folksong, Aurelia, Wishful, Elleven)
- Luxury Retail: Galeries Lafayette, The Collective (Ted Baker London, Hackett London, Fred Perry, Polo Ralph Lauren)
- Digital-first brands: TMRW (Bewakoof, TIGC, Nobero, WROGN, Urbano, Veirdo, Nautinati, Juneberry)

Tasva

ReEarth – Our Sustainability Vision

Sustainability 2.0

The ReEarth programme is focused on embedding sustainability across the entire value chain—both upstream and downstream. It comprises ten well-defined missions, each with annual targets, assigned responsibilities, clear timelines, and a robust monitoring and evaluation framework to ensure accountability and progress. At ABFRL, Sustainability 2.0 marked a strategic shift towards integrating sustainability into every stage of the product life cycle, from design to disposal.

Since 2021, our ReEarth journey has evolved into a product-centric approach, guiding us toward 2025 with a renewed focus on 'clean by design'. This means embedding sustainability attributes directly into product development, ensuring that every item we create aligns with our environmental goals. With defined yearly targets and a commitment to responsible innovation, we are shaping a future where fashion is not only stylish but also sustainable by design.



Jaypore

ABG Sustainability 3.0

At Aditya Birla Group, sustainability is embedded in how we think about growth, innovation, and long-term value creation. Our journey has been a layered one, moving from value protection to value creation. Sustainability 1.0 focused on building the right systems, policies, and governance to ensure compliance and business continuity. Sustainability 2.0 built on this by integrating sustainability into business evaluation. This helped assess maturity, manage emerging risks, and align with investor and regulatory expectations. These phases helped bring greater consistency and depth across a diverse Group.

Our next phase, Sustainability 3.0. aims to make sustainability a practical enabler for business performance. It inspires us to apply sustainability-driven thinking to unlock new opportunities, enhance operational efficiency, and drive sustainable long-term value for the business.

As our Chairman, Mr. Kumar Mangalam Birla, has said: **"While ESG credentials today are a marker of good corporate citizenship and resilience, I believe they will soon become a growth driver for corporations,"** sustainability 3.0 helps us prepare for that future by placing sustainability business thinking, not just as a responsibility, but as a catalyst for progress.

It enables our businesses to:

- Improve operational efficiency and reduce costs
- Design and deliver greener products
- Explore new areas like circularity and green finance
- Respond better to changes in climate, regulations, and consumer needs

This approach is not standalone. It is embedded in business strategy and requires cross-functional ownership from operations and procurement to finance, digital, and marketing.

With strong foundations in place, our businesses are well-positioned to lead this shift. The opportunity now lies in sharper execution, deeper integration, and sustained leadership focus. Sustainability 3.0 is how we turn ambition into action and build businesses that are not only resilient and responsible, but ready for the future.

Our Journey towards Sustainability 3.0

We are aligned with the Aditya Birla Group's vision to be a leader for sustainable business practices across global operations. We have established ourselves as a key player in the Indian fashion industry, while also making notable progress in our sustainability initiatives at a global level. From a modest start we have grown into a diversified fashion conglomerate, a journey marked not just by scale, but by a steadfast commitment to responsible and sustainable business practices. At the heart of this transformation is ReEarth, our sustainability mission launched over 10 years ago. Even before sustainability became a mainstream focus, we had begun exploring initiatives in energy efficiency, emission reduction, responsible sourcing, and packaging, laying the groundwork for future progress. These efforts were not peripheral, they were embedded into the company's operating model, shaping how products were designed, how supply chains were built, and how communities were engaged.

Our sustainability journey began with Sustainability 1.0 – Foundation (2012–13), where we focused on operational excellence through ten core missions, including energy, water, waste, carbon footprint, and packaging. This phase laid the groundwork for embedding sustainability into our daily operations. Building on this, Sustainability 2.0 – Scaling (2020–21) marked a strategic shift toward product-led sustainability, emphasising design innovation, customer-centricity, and supply chain transformation — accelerating our transition from process improvements to a product-led approach.

Now, as we near the culmination of our 2025 goals, we stand at the threshold of our most defining chapter yet, Sustainability 3.0. This next phase is a future-facing, impact-led framework designed to meet the scale and urgency of today's challenges. It sharpens our strategic intent, deepens our ESG integration, and aligns our transformation journey with global imperatives.

Beginning FY 2025-26, we aim to achieve complete readiness for net-zero, circularity, and inclusive growth by 2030. Alongside these headline goals, we will continue to strengthen our commitments across energy, carbon, water, waste, health & safety, community development, sustainable products, and packaging — ensuring our progress is both broad-based and deeply rooted.



▲Tasva

Under Sustainability 3.0, we will accelerate our journey through five strategic pillars:

Net Zero & Decarbonisation
Advancing our climate ambition by driving science-aligned emissions reduction across operations and the value chain.

Circularity by Design
Creating closed-loop models, regenerative materials, and scalable recycling systems to transition from linear to circular fashion.

Health, Safety & Well-being
Redefining workplace health and safety to encompass holistic well-being.

Empowered Communities
Enabling inclusive growth by investing in livelihoods, skill-building, and long-term well-being of communities we touch.

Technology & Digitisation
Harnessing data, automation, and digital tools to enhance transparency, traceability, and ESG performance at scale.

Our Business Model

INPUTS

Financial Capital
- ₹6,869 Crore Net Operating Expenses

Manufactured Capital
- 10 manufacturing facilities
- 9 warehouses
- 11.9 million sq ft space for retail

Intellectual Capital
- 3 Centres of Excellences, and Innovation Centres

Human Capital
- 54,823 Number of Employees
- 6,06,416 total hours of training provided
- ₹35.73 crore spent on employees related benefits
- Modifications made in safety measures of critical machinery
- 17,868 permanent employees

Social and Relationship Capital
- ₹4.2 crore spent on CSR activities

Natural Capital
- 64,008 KL rainwater stored and used
- 791 TJ energy consumption
- 1,91,936 KL water consumption

STRATEGY & RESOURCE ALLOCATION

Our Vision
To passionately satisfy Indian consumer needs in fashion, style, and value across wearing occasions in apparel and accessories through solid brands and a high-quality consumer experience, with the ultimate purpose of delivering superior value to all our stakeholders

Our Values
- Seamlessness
- Passion
- Speed
- Commitment
- Integrity

Our Stakeholders
- Suppliers
- Customers
- Employees
- Communities
- Government and Regulatory Bodies
- Investors
- Media

Core business focus
1. Accelerated and sustainable revenue growth
2. Deepening and digitising distribution networks
3. Margin optimisation and capital efficiency
4. Strategic and purposeful brand investments

Prospect
- Deepening brand equity through purpose-driven innovaton
- Premiumisation 2.0-redelining accessible poury
- Embedding circularity and sustainability into core strategy
- Agile operating model with digitally enabled flexibility

We are a Branded Apparel Retail Business spread across price ranges and products categories, both online and offline

PERFORMANCE

LIFESTYLE BRANDS

- Product Design & Development
- Raw Material Sourcing
- Manufacturing

Logistics storage & packaging

Marketing & Sales

R1: Evolving Customers	R3: Data Security	R5: Quality and Cost of retail space	E2: Misinformation and Disinformation
R2: Navigating through a low demand phase	R4: Thriving Workforce	E1: Geoeconomic Fragmentation and Supply Chain Volatility	E3: Extreme Weather Events

RISKS & OPPORTUNITIES

OUTLOOK

Retail Brands
- Pantaloons
- Style up
- Sabyasachi
- Shantnu & Nikhil
- Tarun Tahiliani
- House of Masaba
- Jaypore
- Tasva
- Louis Philippe
- Van Heusen
- Allen Solly
- Peter England
- Simon Carter
- Van Heusen Innerwear
- Reebok
- American Eagle
- Galeries Lafayette
- The Collective
- TMRW Brands
- TCNS Brands

OUTPUTS

Waste
- 5,156 MT of waste generated
- 974 MT of buyback (plastic)

Emissions
- 3,024 $MTCO_2e$ Scope 1 Emissions
- 1,06,953 $MTCO_2e$ Scope 2 Emissions
- 15,84,928 $MTCO_2e$ Scope 3 Emissions

OUTCOMES

Financial Capital
- ABLBL - ₹7,618 crore Revenue, ₹1,270 crore EBITDA
- ABFRL - ₹7,355 crore Revenue, ₹854 crore EBITDA

Manufactured Capital
- 3,500+ stores
- 38,000+ multi brand outlets in India.

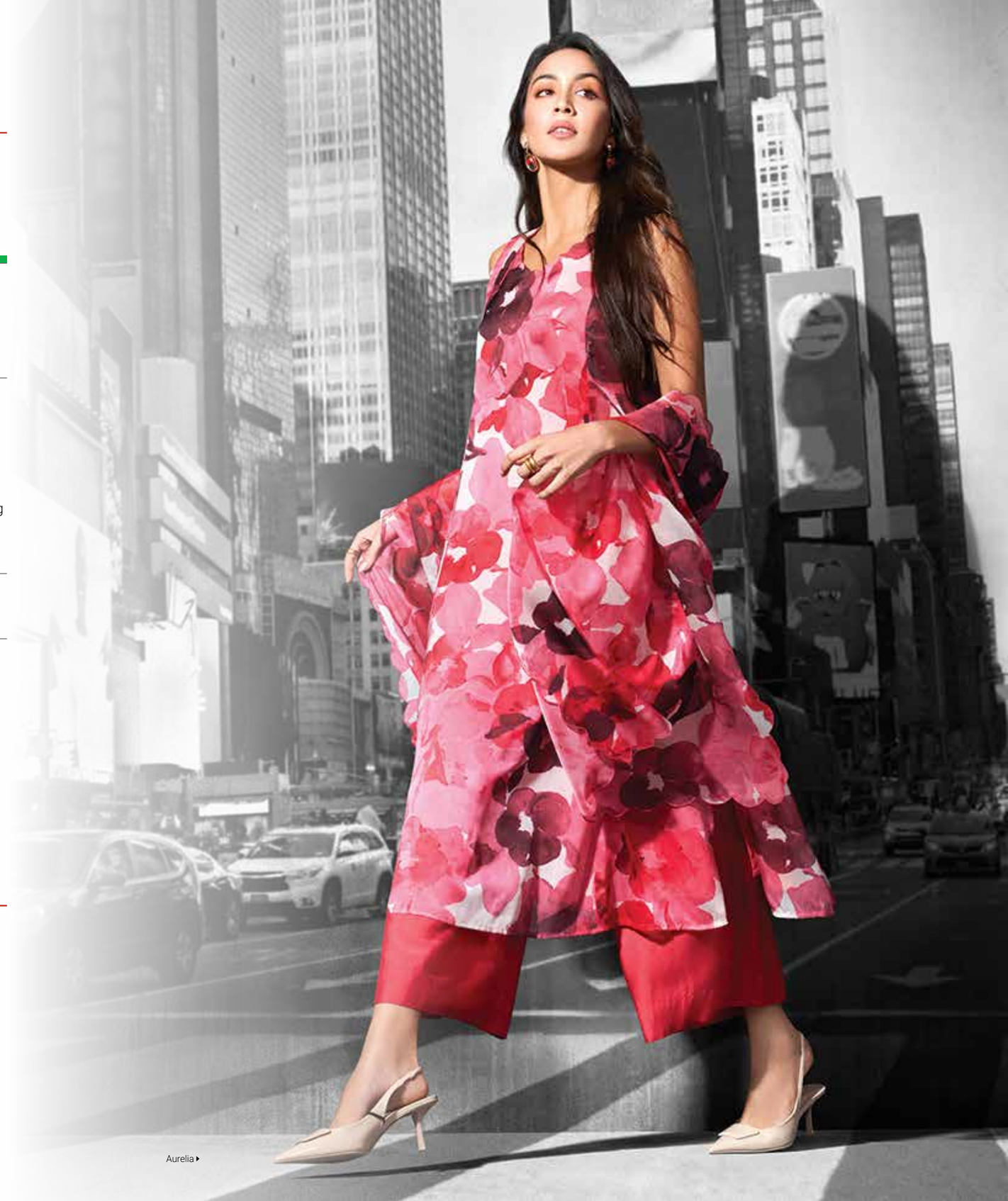
Intellectual Capital
- 93% of the products have at least one sustainability attribute
- 2,274 Trademarks
- 19 Patents
- 34 Copyrights
- 5,021 Designs

Human Capital
- 14,129 number of new hires
- 87- Employee engagement Index
- 78.77% of women in permanent workers
- 0.07 LTIFR for permanent employees

Social and Relationship Capital
- 1,95,834 beneficiaries impacted through CSR activities
- 100 Suppliers assessed for Supplier Sustainability Index

Natural Capital
- 94% sustainable packaging
- 2,869 tCO_2e emissions avoided
- 15% renewable energy consumption

Capital	Financial Capital	Manufactured Capital	Intellectual Capital	Human Capital	Social & Relationship Capital	Natural Capital
Interlinkages with other Capitals						
Contribution to the Business Focus	1. Strong Revenue Growth 2. Enhanced Profitability 4. Consistent Brand Investments	1. Strong Revenue Growth 2. Enhanced Profitability	1. Strong Revenue Growth 2. Enhanced Profitability	1. Strong Revenue Growth 2. Enhanced Profitability	1. Strong Revenue Growth 2. Enhanced Profitability 3. Strengthening Distribution Channels	1. Strong Revenue Growth 2. Enhanced Profitability 3. Strengthening Distribution Channels
Product Life-Cycle						
Alignment with UN SDGs						



Aurelia ▸

Risks and Opportunities

In today's dynamic business environment, uncertainty is inevitable. Organisations must navigate market fluctuations, regulatory shifts, supply chain disruptions, and emerging threats like geopolitical tensions and climate change. At ABFRL, we embrace a proactive approach to risk management, integrating pre-emptive strategies to ensure operational resilience. By anticipating potential challenges, we strengthen our ability to mitigate risks while adapting to evolving conditions, safeguarding business continuity.

Risk Governance Structure

Risk Management and Sustainability Committee (RMSC)

The board-level committee oversees identified risks and steers mitigation strategies.

Operational Risk Ownership

Teams across factories, stores, and offices are responsible for reporting actual or potential risks to their supervisors and managers.

Compliance Oversight

At the corporate level, the Chief Risk Officer (CRO) and Chief Sustainability Officer (CSO) maintain oversight by regularly meeting with teams to monitor and assess risks.

Independent Audit

Conducts independent assurance on the effectiveness and compliance with the risk management framework through internal and external audits.

We follow a robust risk governance framework based on the three lines of defense model, ensuring comprehensive oversight and accountability.

The first line comprises front-line teams and operational leaders, including business unit heads and risk managers, who are directly responsible for identifying, assessing, and managing risks in day-to-day operations. The second line includes dedicated risk and compliance functions at the senior management level, tasked with establishing risk control frameworks, setting policies, and monitoring adherence, ensuring risks are managed within defined boundaries. The third line is the independent internal audit function, which provides objective assurance on the effectiveness of risk controls, governance, and compliance practices across the organisation. This layered approach strengthens our ability to proactively manage risks, uphold integrity, and safeguard long-term value creation.

Risk Management Process

At ABFRL, our Risk Management Framework is designed to proactively manage and mitigate business risks in alignment with COSO's enterprise risk management principles. Guided by our Risk Management Policy, a dedicated team of professionals ensures effective implementation, continuously assessing emerging threats. A clearly defined framework outlines the company's risk appetite, the level of risk it is willing to accept for identified risks. Oversight of this framework is provided by the board-level Risk Management and Sustainability Committee, ensuring strategic alignment and robust risk governance.

Risk Identification & Categorisation

We systematically evaluate and categorise risks into strategic, operational, financial, environmental, and compliance-related domains, considering their likelihood and magnitude. By conducting a thorough root cause analysis, we gauge their potential repercussions on business operations, facilitating prudent and data-driven decision-making.

Ted Baker

Risk Assessment & Mapping

Once identified, risks are mapped on a heat map based on their likelihood and severity, categorised into high (red), medium (amber), and low (green). This structured evaluation enables prioritisation of mitigation efforts to safeguard business resilience.

We conduct both gross risk and net risk assessments to refine our risk evaluation process. Gross risk reflects inherent exposure in the current business environment before control measures are applied, while net risk accounts for mitigated impact after risk management interventions.

In addition to direct risks, we assess upside and downside risks. Upside risk pertains to missed opportunities for growth, cost savings, and innovation, while downside risk encompasses negative consequences such as financial penalties and regulatory non-compliance.

Mitigation & Control Measures

Following assessment, appropriate risk controls are implemented, ensuring that corrective actions are integrated into standard operating procedures to prevent recurrence. This proactive approach reinforces adaptability, enabling the organisation to navigate uncertainties effectively.

Continuous Monitoring & Review

Risk assessments are conducted periodically, with urgent reviews as needed to reinforce resilience against evolving threats. Depending on urgency, risk reviews may be conducted immediately to mitigate potential risks effectively. The framework undergoes internal audits at least once a year, strengthening preparedness and ensuring a dynamic approach.

Additionally, the Risk Management and Sustainability Committee meets twice a year to oversee the identification, evaluation, and mitigation of strategic, operational, and external environment risks. This includes reviewing risk exposure and ensuring a structured response to emerging challenges.

Increasing Risk Awareness

As part of board and committee meetings, independent and non-executive directors regularly receive presentations as a part of our awareness programme on key topics, including business operations, strategy, risk management framework, industry trends, and regulatory updates. Additionally, risk management training is provided to the Board of Directors whenever significant revisions occur and is further extended to functional heads of new businesses to ensure a strong understanding across leadership.

During onboarding, employees undergo comprehensive training on critical risk components, including safety, sustainability, information security, and legal compliance. Furthermore, they receive specialised risk training tailored to their roles, such as occupational health and safety for relevant teams, reinforcing a culture of proactive risk management throughout the organisation.



▲Pantaloons

Through regular engagement with stakeholders, the governance body gains valuable insights and feedback that help in understanding the concerns and expectations of various stakeholders. This process ensures that the governance body is well-informed about the potential impacts and risks associated. By incorporating stakeholder perspectives, the governance body can make more informed decisions, effectively manage risks, and seize opportunities that align with stakeholder interests and contribute to sustainable development. Inputs from respective process owners who provide quarterly risk updates help identify potential risks that they may perceive. Apart from this, clear mechanism of value violations, ethics non-compliance and whistle blower policies are in place and employees are encouraged to report any risk that they foresee through this mechanism.

Integrating Risk Management in Product Development

We follow a structured product development process that integrates risk management at every stage, ensuring innovation while mitigating potential risks. Through cross-functional collaboration, we co-create concepts and designs, leveraging diverse insights to enhance product viability. By incorporating risk criteria throughout development, we ensure products remain resilient, efficient, and aligned with business objectives and market demands.

More details on the identified risks, corresponding mitigation strategies, and emerging opportunities are outlined in the 'Management Discussion and Analysis' section of the report.

Key Risks

S. No.	Identified Risk	Risk Category	Significance and Impact	Mitigation Actions	Risk Exposure
1	Navigating through a low demand phase	Economic risk	Volatile domestic markets, coupled with inflationary pressures and rising household debt, have significantly impacted consumer sentiment and may lead to subdued consumer spending. This can lead to reduced sales, margin pressure, and inventory build-up.	With a diverse portfolio spanning various occasions, categories, and price points, we reach a broad consumer base. Our innovative, appealing designs keep offerings fresh, helping maintain or grow market share, even in a slowing economy.	Medium after mitigation
2	Evolving consumer	Economic risk	Shifting consumer preferences and behaviours driven by changing lifestyles and emerging technologies are reshaping the way consumers purchase and engage with products. Increasing fashion awareness across diverse socio-economic groups is poised to play a pivotal role in shaping future consumption trends. This could lead to inventory build-up, reduced profitability, and loss of market share.	We are diversifying the portfolio, enhancing digital capabilities, and focusing on customer-centric innovation. This includes creating new innovative product lines, category extensions and corporate actions (JVs, acquisitions & licensing agreements) to cater to different occasions, segments and price points.	Low after mitigation
3	Data Security	Technological risk	The risk of data security is significant for us due to growing reliance on digital platforms and customer data. Data breach may lead to financial loss, reputational damage, and disruption of critical business systems. These incidences not only lead to substantial financial losses but can also severely damage its brand reputation.	We have a robust cybersecurity framework and have implemented Disaster Recovery (DR), Business Continuity Planning (BCP), Data Loss Prevention (DLP), and Security Information and Event Management (SIEM) technologies. We also regularly monitor, provide training to employees and create awareness regarding incident reporting to address vulnerabilities effectively.	Low after mitigation

Emerging Risks

The evolving global landscape presents emerging risks, from climate change and economic instability to environmental degradation. To future-proof our operations, we proactively identify and assess potential threats. By integrating these risks into our management framework, we ensure resilience through prevention and mitigation strategies, safeguarding business continuity and long-term sustainability.

Risk	Description	Impact	Mitigation Strategy
Geoeconomic Fragmentation and Supply Chain Volatility	Disruptions to systemically important supply chains can cause abrupt shocks to global supply and demand, affecting industries critical to the economy, financial markets, and society. Geopolitical conflicts, social unrest, and trade embargoes pose significant risks to the stability of these supply chains, directly impacting the availability of our key raw materials.	With tier-1 suppliers spread across more than 10 countries, we maintain high-quality sourcing but remain vulnerable to supply chain disruptions. Any instability can halt production, delay deliveries, and weaken operational efficiency.	To strengthen supply chain resilience, we are focusing on increasing partnerships with MSME suppliers, Indian suppliers, and neighbouring district manufacturers, ensuring more localised and reliable sourcing. Additionally, we are incorporating fibres made in-house by the Aditya Birla Group, such as Birla Cellulose LIVA Eco Fibre, reducing dependence on external suppliers and reinforcing production continuity.
Misinformation and Disinformation	There is a risk to brand reputation, especially in areas like product quality, sustainability claims, and ethical sourcing. In a digital-first retail environment, AI-generated content and viral misinformation can influence consumer sentiment and purchasing behaviour. Proactive communication, transparency, and responsible marketing are essential to safeguard stakeholder trust.	Misinformation and disinformation can erode consumer trust, damage brand reputation, and disrupt customer loyalty. Inaccurate product claims or misleading marketing may lead to regulatory scrutiny and legal consequences. It can also affect supplier relationships and internal decision-making. For a brand-driven business like ABFRL, maintaining transparency and ethical communication is vital to safeguard long-term value and stakeholder confidence. We proactively communicate transparent, and responsible marketing.	At ABFRL, we uphold responsible marketing practices by ensuring transparency, accuracy, and fairness in all customer communications. We strictly avoid misleading claims or deceptive comparisons with competitors. Our product labelling adheres to global standards, and we educate customers on safe usage and care. This commitment safeguards consumer trust and reinforces our brand integrity in an era of rising misinformation and disinformation.
Extreme Weather Events	Extreme weather events such as floods, heatwaves, and others can pose significant risks to our operations, supply chain, and retail infrastructure.	These disruptions can lead to inventory losses, store closures, and increased operational costs. Climate-related volatility also affects raw material sourcing and logistics efficiency. Proactive climate resilience planning and sustainable practices are essential to mitigate long-term business impact.	We have carried out climate risk assessment, scenario analysis, and have developed adaptation planning across all facilities. The company has also invested in resilient infrastructure, including green buildings and water-positive systems, to withstand climate-related disruptions.

Stakeholder Engagement and Materiality Assessment

Stakeholder Engagement

Guided by our Stakeholder Engagement Policy, we place a high value on stakeholder input as an integral part of our strategic approach. We actively engage our stakeholders through diverse communication channels—soliciting continuous feedback that helps us understand their concerns and align our business initiatives with their expectations. This ongoing dialogue fosters trust and strengthens collaboration.

Our Stakeholder Engagement Approach

Identification	Prioritisation	Strategic Alignment
Recognise stakeholders critical to value creation across our value chain.	Evaluate stakeholders based on their influence and interest in key issues based on stakeholder consultation.	Map stakeholder expectations to our ESG strategy and material topics based on stakeholder consultation and secondary research.

We identify and prioritise key stakeholder groups, including investors, employees, customers, suppliers, regulatory bodies, media, communities, and NGOs. Through targeted engagement exercises, we interact with representatives across each group, gathering valuable insights that inform our decision-making and ensure that our strategy remains both holistic and responsive.

GUIDED BY OUR STAKEHOLDER ENGAGEMENT POLICY, WE PLACE A HIGH VALUE ON STAKEHOLDER INPUT AS AN INTEGRAL PART OF OUR STRATEGIC APPROACH.

Stakeholder Engagement

Stakeholder	Whether identified as a vulnerable or marginalised group	Significance of Relationship	Channels of Communication	Frequency of Engagement	Key Expectations from Stakeholders	Our Approach
Suppliers	No	Suppliers provide us with raw materials, textiles and finished goods that define the quality of our products. Suppliers are strategic partners in influencing the brands' reputation, product quality, cost, reliability and sustainability.	• Periodic vendor communications • Supplier meets/ summits • Corrective action plans formation post-supplier assessments, including capacity building	Continual	• Business continuity • Capacity building • Timely payment • Good deals/ pricing • Integration of sustainability aspects across the supply chain	• Supplier Code of Conduct • Sustainable Supply Chain and Procurement Policy • ESG screening and assessment of suppliers • Supplier development • Prioritise procurement from local suppliers and women entrepreneurs
Investors	No	Investors provide financial resources to achieve long-term business growth and stability.	• Annual report • Annual general meeting • Company website • Analyst calls • Investor meets and roadshows • Press releases • Communication from stock exchanges • SEBI's registered registrar and transfer agents	Continual	• Performance and growth with respect to revenue and market share • Capital allocation to investments for improved environmental performance • Product and Process innovation • Internal and external communication about sustainability practices • Effective risk management • Transparent business practices	• Regular updates on operational and business performance • Focus on cost optimisation and product/process innovation • Emphasis on sustainable products and packaging • Enterprise risk management framework • Corporate governance framework
Employees	No	Employees are the driving force behind the Company's success. Their efforts ensure the smooth functioning of business, customer satisfaction and long-term growth.	• Mails • Intranet portals • Grievance redressal mechanism • Vibes Survey • Employee engagement and wellness programmes • Townhalls • Employee Feedback session	Continual	• Fair Wages and equal opportunities • Skill enhancement and career growth • Employee well-being • Rewards and recognition • Occupational health and safety	• Timely salary payments and ensuring minimum wages for all • Zero tolerance for harassment and discrimination at the workplace • Learning and development programmes through ABFRL University, Gyanodaya, ABFRL Digital Academy, etc. • Physical, emotional and financial wellness programmes • Robust rewards and Recognition programmes • Safe working environment • Health and safety training and awareness programmes
Customers	No	Customers are key to business growth as they are the drivers of sales and revenue.	• Interactions at stores • Social media interactions • Online and mobile initiatives • Customer satisfaction surveys • Customer feedback mechanisms	Continual	• Post-sales support • Quality and Sustainable Products	• Ensuring product quality • Openness to feedback • Prioritising customer satisfaction • Timely resolution of queries/ grievances • Focus on sustainable products and packaging

Stakeholder	Whether identified as a vulnerable or marginalised group	Significance of Relationship	Channels of Communication	Frequency of Engagement	Key Expectations from Stakeholders	Our Approach
Media	No	Media drives business growth and increases visibility by projecting our vision and strategy to stakeholders.	• Press releases • Media interactions • PR agency partnerships	Continual	Transparent communication	• Regular communication through press releases, interviews, etc.
Community	Yes	Community engagement enhances brand reputation and strengthens our commitment to upholding a social license to operate.	• Community needs assessment surveys • Disaster management workshops • Community visits • Satisfaction surveys • Meetings with community heads • Community development programmes • Impact assessment	Continual	• Community development • Livelihood and Employment opportunities • Improvement in overall living standards • Access to clean water and sanitation	• Community infrastructure development • Focus on providing quality education • Focus on providing skill development and livelihood opportunities • Health camps and awareness sessions • Promote digital literacy
Government and Regulatory Bodies	No	Government and Regulatory Bodies monitor and regulate our business operations, ensuring legal compliance.	• Annual Reports • Communication with regulatory authorities • Mandatory filings with regulators (including SEBI)	Quarterly/ Half yearly/ Annually	• Compliance with laws and regulations	• Ensuring compliance with laws and regulations • Regular payment of taxes

Materiality Assessment

Recognising the importance of evaluating both our financial risks and sustainability impacts, we undertook a comprehensive double materiality assessment in FY 2023–24. We review our material topics annually to remain responsive to emerging trends.

Engaging a diverse range of internal and external stakeholders—such as top management, employees, consumers, academia, industry associations, CSR agencies, investors, suppliers, vendors, franchisees, and service providers—we identified the actual and potential impacts of our business activities on society, the economy, and the environment. Our approach combined sectoral research, market trend analysis, and peer reviews to evaluate short-, medium-, and long-term implications.

Using advanced qualitative tools, we mapped material issues on a matrix for strategic prioritisation. The Board of Directors reviews and approves the results of the materiality assessment, which were further verified by an independent third party. The findings have been integrated into our Risk Management Framework, ensuring that our key material topics are effectively addressed.



▲ Reebok

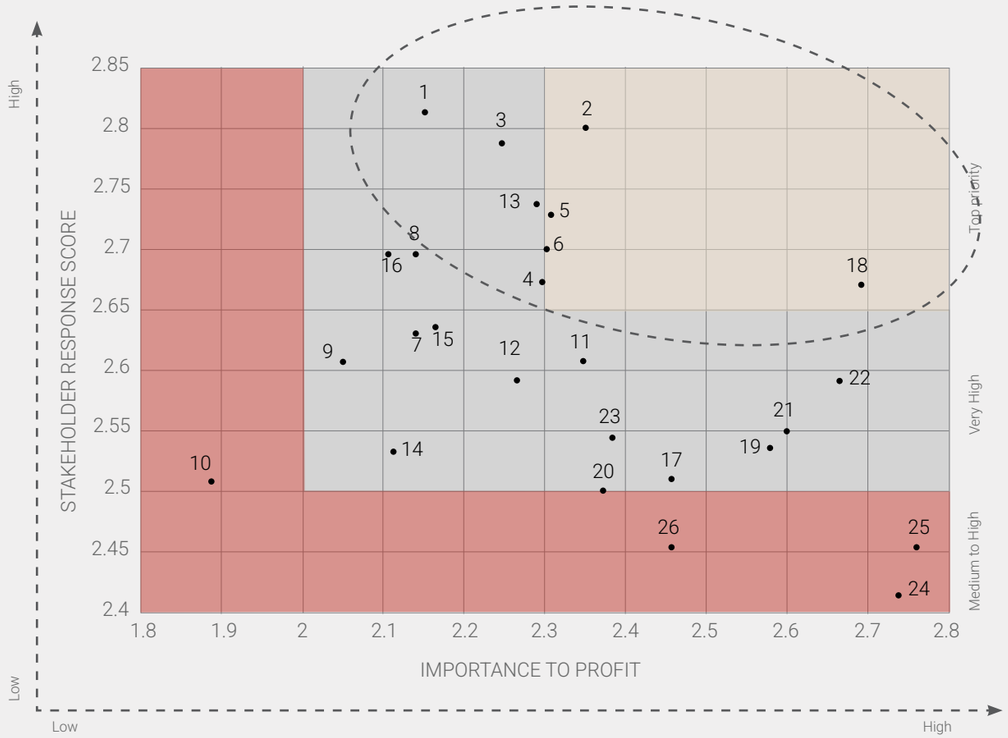
Material Topics at ABFRL

Material Topic Identified	Risk or Opportunity	Rationale for Identifying Risk/ Opportunity	In Case of Risk, Approach to Adapt or Mitigate	Financial Implications	GRI Mapping	KPIs	Capital Linkage
Resource management-Energy and Water	Opportunity and Risk	• The fashion industry, known for its high levels of waste, pollution, and resource consumption, is seen as a major contributor to climate change. Excessive and inefficient use of resources can lead to higher operational costs, regulatory penalties, and negative environmental impacts, damaging brand reputation. • However, efficient resource usage and focus on raw materials and processes with lower environmental impact can result in cost savings, increased customer loyalty, the opening of new market segments and a stronger brand image.	• We are redesigning our products to increase their wardrobe life; revamping production processes to minimise their environmental impact; and creating more avenues to reuse them as raw material once they reach their end-of-life stage. • We have established various systems and protocols, including in-house developed methodology for Sustainable Attributes, Sustainable Supplier Index and global assessment frameworks such as the Higg Index. These tools ensure that sustainability is integrated into various facets of the product life cycle to improve environmental and social sustainability performance and address the risks and opportunities across the value chain.	Positive	GRI 302: Energy 2016 GRI 303: Water and Effluents 2018	• Energy consumption within the organisation • Energy Intensity • Reduction of energy consumption • Water withdrawal • Water discharge • Water consumption	Natural Capital
Climate Change	Risk	• The carbon footprint of a garment largely depends on the material. While synthetic fibres like polyester have less impact on water and land than grown materials like cotton, they emit more greenhouse gases per kilogram. • It is crucial to effectively manage emissions from across the value chain to limit the potential negative impact of climate change	• We have adopted various initiatives across Scope 1 & 2 emissions and initiated dialogue with stakeholders for mitigating Scope 3 emissions across the value chain. • We are enhancing the share of renewable energy and reducing our carbon and water footprint at both facility and product levels to effectively address climate change and its impacts. • We have a target to utilise renewable energy to run all of our operational facilities and achieve a 5% reduction in Scope 3.	Negative	GRI 305: Emissions 2016	• Scope 1, 2 and 3 emissions • GHG emissions intensity • Reduction of GHG emissions • Emissions of ozone-depleting substances (ODS)	Natural Capital
Waste Management and Circular Economy	Risk	• The repercussions of fast fashion are multi-faceted and need to be monitored closely. It contributes to significant pollution, resource depletion, and textile waste, with vast amounts of clothing ending up in landfills, leading to increased scrutiny from regulators. • It becomes crucial to effectively manage this waste and adopt the circular economy approach to maintain a positive brand image and gain customer loyalty.	• We continued to accelerate the transition from linear to circular models by integrating circular principles in our own operations and across the value chain. • Our in-house operations have achieved 'Zero Waste to Landfill' certification. • The entire non-hazardous waste in our facilities is either recycled or reused, and a small quantity is composted, which is used as biomanure for farming.	Negative	GRI 306: Waste 2020	• Waste generated • Waste diverted from disposal • Waste directed to disposal	Natural Capital

Material Topic Identified	Risk or Opportunity	Rationale for Identifying Risk/ Opportunity	In Case of Risk, Approach to Adapt or Mitigate	Financial Implications	GRI Mapping	KPIs	Capital Linkage
			• Our collaboration with Germany's GIZ focuses on material innovation, reducing inputs of harmful substances, increasing textile-to-textile recycling, developing alternatives to plastic packaging, and fostering traceability. • We have undertaken a commitment to recycle or upcycle 10% of products by volume				
Sustainable Product	Opportunity	• There is a growing consumer demand for responsibly produced clothing. By adopting sustainable practices, we can attract and retain eco-conscious customers and enhance our brand loyalty and reputation. • Through product and process innovation, we can help lower the environmental footprint of our products across own operations and value chain.	• We are focusing on the design and development of products through a 'clean by design' approach and enhancing the sustainability attributes of the products by adopting alternate materials, eliminating single-use plastic, and deploying sustainable production processes and procurement practices.	Positive	GRI 308: Supplier Environmental Assessment 2016 GRI 414: Supplier Social Assessment 2016	• Garments with sustainable attributes, Suppliers assessed with ESG parameters	Intellectual Capital, Natural Capital, and Social and Relationship Capital

Material Topic Identified	Risk or Opportunity	Rationale for Identifying Risk/ Opportunity	In Case of Risk, Approach to Adapt or Mitigate	Financial Implications	GRI Mapping	KPIs	Capital Linkage
Product Quality and Safety	Opportunity	• Product quality and safety can help us gain a competitive edge in the market. • High-quality, safe products foster consumer trust and loyalty, enhancing brand reputation and encouraging repeat purchases.	• Suppliers play a crucial role in ensuring the quality of the final product. We have implemented a Quality Management System to ensure high-quality products. • We undertake the Vendor Quality Performance Index (VPQI) and Quality Index Number (QIN) to assess supplier product quality and conduct regular training sessions with the frontend channel and distribution network partners.	Positive	GRI 416: Customer Health & Safety 2016 GRI 417: Marketing and Labelling 2016	• Products assessed on health and safety impacts • Non-compliances concerning the health and safety impacts of products, information and labelling and marketing communications	Social and Relationship Capital
Occupational Health and Safety	Risk	• Manufacturing plants are at a higher risk of hazards with improper health and safety measures causing delirious effects on the health and safety of the workforce.	• Our safety management system framework takes reference from Aditya Birla Group Technical Standards, adhering to all the national and international standards and regulations on health and safety. • We have implemented a comprehensive OHS Policy across all operations and have established a robust safety governance at our factories, warehouses, and regional and corporate offices to monitor our safety performance.	Negative	GRI 403: Occupational Health and Safety 2018	• Work-related injuries • Work-related ill health	Human Capital

Materiality Matrix



No.	Material Topic
1	Climate Change
2	Resource Management - Energy and Water
3	Waste Management
4	Circular Economy
5	Sustainable Product
6	Sustainable Packaging
7	Sustainable Raw Material
8	Sustainable Supply Chain
9	Land Use Change and Biodiversity
10	Animal Welfare
11	Employee Well-being and Labour Practices
12	Human Capital Development
13	Occupational Health and Safety

No.	Material Topic
14	Diversity, Inclusion and Equal Opportunity
15	Corporate Social Responsibility
16	Human Rights
17	Customer Satisfaction and Relationship Management
18	Product Quality and Safety
19	Corporate Governance
20	Disclosure and Transparency
21	R&D and Innovation Management
22	Digitalisation and Automation
23	Data Privacy and Security
24	Competitive Positioning
25	Economic Performance
26	Stakeholder Engagement and Management

Material topic	Impacts identified	Associated Target	Output Metric	Impact Metric
Climate change	• Shifting to renewable energy and carbon-neutral operations helps protect vulnerable ecosystems and strengthens brand trust among environmentally conscious consumers • High energy usage and increase in emissions across the value chain negatively impacts the environment and society leading to pollution and detrimental impacts on the health of the local community	• To achieve net zero emissions by 2050 in line with group commitment • To reduce absolute Scope 1 and 2 emissions by 54.6% by FY 2032-33 from the FY 2022-23 baseline • To reduce Scope 3 emissions by 32.5% by FY 2032-33 from the FY 2022-23 baseline	• Energy conserved • Emissions avoided • % of renewable energy consumed	• % reduction in energy intensity • % reduction in emission intensity
Sustainable Product	• Integrating organic and recycled materials benefits environmental ecosystems and meets consumer demand for sustainable fashion • Procuring resource intensive products made from virgin materials can lead to increased pollution and puts undue strain on the suppliers	• To incorporate at least one sustainable attribute in 100% of garments by FY 2025-26	• % recycled material used • % certified material used	• % of products with at least one sustainable attribute
Waste Management and Circular Economy	• Using recycled/ recyclable packaging materials can reduce the waste generated and improve resource efficiency • Improper waste management can contribute to landfill overflow and environmental degradation, negatively affecting nearby communities	• To achieve zero waste to landfill with 100% traceability across all owned operations and facilities by 2025 • To use 100% sustainable packaging materials by 2025	• % recyclable packaging used • % recycled packaging used • Waste diverted from disposal • Waste directed to disposal	• % reduction in waste intensity • % waste recycled



Targets, and the Achievements for FY 2024-25

Topics	Target 2025	Progress – FY 2024-25*
Resource Management- Energy and Water	50% Renewable Energy	67% of energy from renewable energy sources across ABFRL owned facilities
	Water Positive	Water positive across all facilities
Climate Change	5% reduction in Scope 1 and 2 Carbon Emissions (in tCO_2e)	3.55% reduction in Scope 1 & 2 emissions across ABFRL operations due to renewable energy and energy efficiency measures
	Scope 3 Baseline Computation	Streamlined and accounted Scope 3 emissions at ABFRL level. SBTi target validated for Base year 2023.
Sustainable Product	To incorporate at least one sustainable attribute in 100% of garments by FY 2025-26	93% of garments have at least one sustainability attribute
Sustainable Packaging	100% sustainable packaging	94% of our packaging is sustainable
Green Building	To minimise the environmental impacts from our built environment across facilities by pursuing green building certification	~14.5 Lakh sq. ft. of our built environment is green building certified
Waste Management and Circular Economy	Zero Waste to Landfill	Zero Waste disposed to landfill across facilities 100% Waste Traceability across owned facilities LEED - TRUE ZERO WASTE Certification in 2 facilities
Occupational Health and Safety	Zero Harm - No incident of 'Category 5' at our premises	No fatality reported in the year 0.07 LTIFR for the year

*This excludes TCNS and subsidiaries.
All businesses are covered for Scope 3 Targets.

Allen Solly

Financial Capital

New Era of Distinguished Growth Journeys

Focus Areas

Embarking on the next phase of growth with two independent growth engines

Strengthening our core businesses while capturing emerging fashion consumption themes

Strategic capital allocation tied to business' phase of evolution

Contribution to SDGs

8 DECENT WORK AND ECONOMIC GROWTH

Capital Linkage

- Manufactured Capital
- Human Capital
- Intellectual Capital
- Social and Relationship Capital
- Natural Capital

Louis Philippe

At ABFRL, when it comes to Financial Capital, sustainable growth via sustainable investments is the overarching objective, with the intent of delivering sustainable returns to all stakeholder groups.

Pursuant to the approval of the Board on April 19, 2024, we successfully completed the vertical demerger of the Madura Fashion & Lifestyle business from ABFRL into a newly incorporated entity, Aditya Birla Lifestyle Brands Limited (ABLBL). This demerger, which became effective 1st May 2025, enabled creation of two separately listed entities; each possessing distinct capital structures and parallel value creation opportunities.

Our Company's portfolio is structured to capture the following major consumption themes in the fashion and apparel space.

Western Wear Brands

These include Lifestyle brands such as Louis Philippe, Van Heusen, Allen Solly, Peter England, and Simon Carter, along with youth wear brand American Eagle, sportswear brand Reebok and the innerwear business under Van Heusen. All these brands are housed in newly formed ABLBL.



Wishful

Value and Masstige Fashion Retail

In a large segment of value and masstige fashion, our play is through Pantaloons and Style Up brands.

Ethnic Wear

We have one of the most diverse and comprehensive ethnic wear portfolios in India, featuring premium and designer-led brands that cater to a wide audience across various occasions and price ranges.

- Designer brands include Sabyasachi, Shantnu & Nikhil, Tarun Tahiliani, House of Masaba,
- Premium wear brands include TASVA, Jaypore, and TCNS brands.

Luxury Retail

A fast-growing bridge to luxury and luxury platform of The Collective, Galeries Lafayette and select mono brands are our vehicles to operate in this segment.

Digital First Brands

We operate in this space through a portfolio of digital first fashion and lifestyle brands within the TMRW venture.

The next phase of growth will be spearheaded by these two independent growth engines – ABLBL, and demerged ABFRL. At ABLBL, a strong balance sheet along with cash flow unlocking will fuel the growth requirements of the constituent brands and business divisions. ABLBL's track record of delivering high ROCE, carves out a clear path for independent value creation.

At demerged ABFRL, a large high growth Total Addressable Market (TAM) is fundamentally poised to drive sales across brands, consequently backing a strong profitability outlook, and eventually leading to long-term value creation. The recent successful fund-raise at demerged ABFRL, of ~₹4,239 crore, of which ~₹1,860 crore was through QIP route, and ~₹2,379 crore was through preferential issue, has helped deleverage the balance sheet of this entity and infuse adequate cash into de-merged ABFRL to accelerate growth of newer businesses including Value (Style Up), Ethnic (TASVA), and Luxury (Galeries Lafayette).

With two independently listed entities, each focused on maximising opportunities aligned to their distinct business profiles, both companies are now well-positioned to attract investors suited to their unique yet complementary business and operating models.

Economic Value Creation (In ₹Crore)

Particulars*	2023-24	2024-25
Revenue from Operations	12,351	14,973
Other Income	214	274
Economic Value Generated	**12,565**	**15,247**
Operating Costs	9,305	11,000
Employee Wages and Benefits	1,366	2,061
Payment to providers of capital	741	949
Payments to government	21	41
Community Investments	4	4
Depreciation and other expense	1,364	1,725
Economic Value Distributed	**12,800**	**15,779**
Economic Value Retained**	**-235**	**-532**

** Economic value retained = Direct economic value generated - Economic value distributed

	2023-24	2024-25
Number of days of accounts payables*	76.43	148.39

Parameter	Metrics	2023-24	2024-25
Concentration of Purchases*	a. Purchases from trading houses as % of total purchases	40%	36.77%
	b. Number of trading houses where purchases are made from	3	132
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	100%	99.69%
Concentration of Sales*	a. Sales to dealers / distributors as % of total sales	25%	21.04%
	b. Number of dealers / distributors to whom sales are made	3,078	2,290
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	61%	71.85%
Share of RPTs in*	a. Purchases (Purchases with related parties / Total Purchases)	0.05%	0.33%
	b. Sales (Sales to related parties / Total Sales)	0.80%	1.80%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	97%	99.01%
	d. Investments (Investments in related parties / Total Investments made)	80%	59.65%

*Note: Current year numbers are not comparable with last year as consolidated numbers have been considered for FY 2024-25 vs standalone numbers for FY 2023-24.

*FY 2023-24 numbers have been considered on standalone basis which do not include TCNS numbers as it was subsidiary at that time which in FY 2024-25 has become unit w.e.f. 1st September 2024 and hence financials have been restated for FY 2023-24 as per IND AS requirements and hence not comparable with restated numbers of standalone financial statements of FY 2023-24 published in FY 2024-25.

Performance Highlights

₹14,973 crore
Revenue

₹2,124 crore
EBITDA*

₹399 crore
EBIT*, ^

ABLBL

₹7,619 crore
Revenue#

₹1,269 crore
EBITDA*

₹711 crore
EBIT*, ^

ABFRL

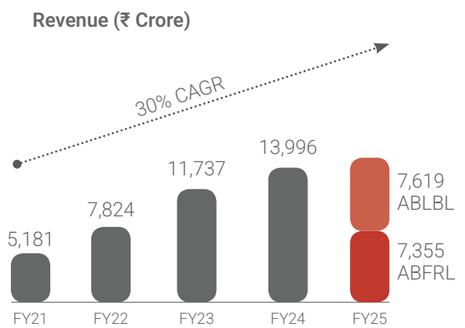
₹7,355 crore
Revenue

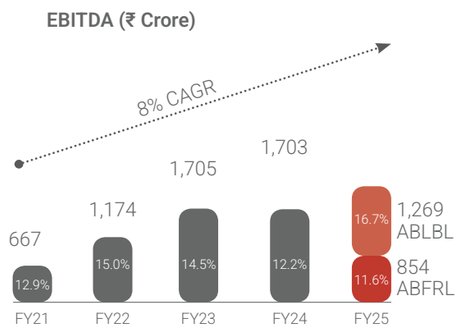
₹854 crore
EBITDA*

₹(312) crore
EBIT*

Financial Performance

Key Financial Highlights





Aditya Birla Lifestyle Brands Limited (ABLBL)

THE BUSINESS POSTED THREE CONSECUTIVE QUARTERS OF POSITIVE LTL GROWTH FOLLOWING Q1 FY 2024-25. LIFESTYLE BRANDS POSTED REVENUE OF ₹6,575 CRORE.

FY 2024-25 Performance:

In FY 2024-25, the second half of the year witnessed relatively greater momentum with marked improvement in performance. For the year, normalised revenue from operations stood at ₹7,830[1] crore., up ~1% compared to the previous fiscal year. During the year, the business delivered mid-single-digit like-for-like (LTL) retail growth, supported by consistently strong retail performance. The business posted three consecutive quarters of positive LTL growth following Q1 FY 2024-25. Lifestyle brands posted revenue of ₹6,575 crore. as brands continued to set the benchmark and redefine industry standards, led by one of the strongest and most versatile brand portfolios in the Indian fashion industry — spanning categories, price points, and consumer occasions. With respect to other businesses within ABLBL that include Reebok, American Eagle, and Van Heusen Innerwear, posted positive EBITDA as multiple initiatives were launched across brands to improve inventory turnover ratio and strengthen the shape of the income statement.

The overall business achieved a 100bps expansion in EBITDA margin to 16.2% (basis normalised revenue), driven by a strategic focus on profitable channel growth, rationalisation of the store network by exiting underperforming formats and stores and a continued emphasis on enhancing store-level productivity.

Net debt at the end of the fiscal stood at ₹781 crore, with an expected repayment period of the next 2-3 years, post which the business intends to be debt-free.

Outlook:

Over the next five years, ABLBL aims to deliver consistent double-digit growth in both Revenue and EBITDA, driven by a combination of LTL growth and continued retail expansion. Over 250 stores are already in the pipeline for FY 2025-26, reinforcing the Company's growth momentum. The upcoming store additions are planned to be a balanced mix of franchise-operated and company-owned stores.

Driving sustained profitability will continue to be a central strategic focus for the entity. Key finance enablers include tight discount control, creation of cost advantages through continuous identification of more efficient sources and alternatives and driving growth via profitable channels/formats. These initiatives are aligned towards achieving EBITDA margin expansion of 300 bps over next five years.

Combined with a stable high-margin core, a high-growth emerging brand portfolio, and strong brand equity with its consumers, the company is strongly positioned to confidently invest in driving growth, innovation, and long-term leadership in the fashion and apparel space.

[1] Revenue reported by ABLBL in normal course (as in the past). Same revenue will be reported going forward as an independent company.



NOBERO

Demerged Aditya Birla Fashion and Retail Limited (ABFRL)

Masstige and Value Fashion

FY 2024-25 Performance:

Pantaloons' premiumisation strategy progressed further during the fiscal year, fueled by significant improvements in product quality, curated merchandise, and enhanced in-store experience. Our value fashion play, Style Up, posted an impressive 70% YoY growth this fiscal, emphasising growing consumer acceptance of this format.

While the overall revenue growth for the segment for FY 2024-25 was relatively flat YoY, our initiatives on the cost front and inventory management yielded significant results. EBITDA margin of this business segment expanded by ~400bps YoY, driven by lower markdowns, improved private label share and closure of 50+ non-performing stores in the trailing 15 months.

The business is backed by strong planning and execution capabilities, which have significantly enhanced merchandise freshness. Our sell-through rates have surpassed 75% and continue to rise steadily. Today, we offer a broad and consistently strong assortment across both private labels and complementary external brands.

Outlook:

In the near term, Pantaloons will prioritise profitability and strengthen overall network health, targeting an EBITDA margin improvement of approximately 300bps over the next five years. 20-25 new store additions are planned per year, with each expected to achieve profitability within the first year of operations and a payback period of around four years.

At Style Up, the emphasis will be on improving unit economics by increasing sales-per-square-foot and overall profitability. We aim to open around 50 stores in FY 2025-26, followed by an incrementally aggressive expansion in the subsequent years, scaling the network to 200+ stores by FY 2027-28.

Ethnic Brands

FY 2024-25 Performance:

We have the deepest play in Indian ethnics and over the last few years, we have created a platform of ethnic brands with the vision of long-term value creation. Our ethnic portfolio is the largest ethnic portfolio in the country including designer-led and premium brands.

The scale of our ethnic business along with sharp execution, and deep consumer resonance, has facilitated consistent delivery of double-digit growth across years. In FY 2024-25, the ethnic business revenue grew by 49% YoY, to ₹1,956 crore. This was driven by strong LTL growth, wider portfolio, and expanding reach.

Our designer portfolio consisting of Sabyasachi, House of Masaba, Tarun Tahiliani, and Shantnu & Nikhil, grew 35% with ~20% EBITDA margin, as they continue to strengthen their position as India's leading aspirational fashion houses, reaffirming our strategic thesis of building a distinctive and high-potential designer brand portfolio.

Within the premium ethnic wear space, TASVA posted another strong set of numbers for the year, leveraging the wedding and festive season to drive over 44% YoY sales growth and 12% LTL growth. The brand continued to strengthen its presence in key wedding markets and build traction with Indian consumers. Meanwhile, TCNS witnessed a revenue decline during the year due to ongoing distribution rationalisation. However, the brands reported 4% LTL growth for the full year, signalling improving consumer acceptance of new product lines. With the rationalisation phase nearing completion and merchandise significantly refreshed, TCNS is now well-positioned to deliver sustainable and profitable growth over the medium-to-long term.

Outlook:

For the following brands, the key revenue and profitability growth drivers include –

- Tarun Tahiliani: Diversification into accessible categories, couture & pret expansion via flagship stores across metros and key international locations, and heightened engagement with younger and aspirational demographic groups.
- Sabyasachi: Expansion of 'World of Sabyasachi' footprint in domestic and global markets, scaling existing categories for greater operational efficiencies, and foraying into complementary categories to bolster the product portfolio.
- Shantnu & Nikhil:
  - S&N Couture - Curating a compelling cocktail couture collection with a clearly defined product identity
  - S&N Occasion Luxe - Opening new pret EBOs and bolstering marketplace and offline partner presence
  - S&N Sports Luxe - Extension of lifestyle performance lines and launching in large format stores and marketplace
- House of Masaba:
  - Masaba Fashion - Steady expansion in metros and tier-I cities, premiumisation, and elevating newly launched bridal
  - Lovechild Masaba - Accelerating offline presence and a digital-led playbook driving omnichannel revenue
- Tasva: Focusing on key wedding and high throughput markets, increasing franchisee-led stores and continuing to improve overall retail operating metrics. The planned expansion to 250+ stores by 2030 is set to drive sustained revenue growth and margin improvement, as scale brings greater operating efficiency and leverage.
- Jaypore: Expanding portfolio across apparel, jewellery, footwear and accessories, targeting affluent high streets and increasing presence in state capitals.
- TCNS division: Full scale foray into occasion wear market, continued premiumisation of W & Aurelia, and doubling store network over the next 5 years.

Luxury Retail

FY 2024-25 Performance:

Our luxury portfolio today consists of 'The Collective', select mono brands such as Ralph Lauren, Fred Perry, Ted Baker, and Hackett London, and partnership with Galeries Lafayette.

'The Collective' surpassed the ₹500 crore mark during the year, consistently delivering double-digit revenue growth, along with steady improvement in profitability. In FY 2024-25, the growth was driven by strong LTL growth and e-commerce performance.

Galeries Lafayette's first flagship store in Mumbai, to be launched in FY 2025-26, will house over 200 luxury brands and will make global luxury brands, accessible to the Indian consumers.

Outlook:

With 'The Collective' and 'Galeries Lafayette,' we are well-positioned to capture the evolving super-premium and luxury market.

'The Collective' will focus on deepening market penetration and expanding its presence across metro and tier-I cities, while simultaneously enhancing customer engagement across both brick-and-mortar and digital channels through strengthened CRM initiatives.

For Galeries Lafayette, following the launch of our first store, the roadmap includes opening additional flagship locations in key metro cities.

With these strategic initiatives, we will be in a commanding position to achieve the sustainable profitable growth in growing luxury market.

Digital First Portfolio

FY 2024-25 Performance:

We have built a leading portfolio of digital-first brands that are not only category leaders but also innovation-driven. Their growth is fueled by the TMRW Centre of Excellence (CoE), which provides strategic capabilities and operational support. The TMRW COE is driving end-to-end enhancements across the brand portfolio — spanning design, supply chain, customer experience, operations, marketing, and offline/omnichannel expansion.

Our proprietary technology and data science modules, built for the Direct-to-Consumer (D2C) and fashion ecosystem—shall accelerate future sales growth.

In FY 2024-25, TMRW achieved an ARR of ₹1,000 crore, including WROGN sales.

Outlook:

TMRW's portfolio brands are expected to drive the next phase of growth through continued channel and category expansion. The brands will scale further across both D2C platforms and online marketplaces, complemented by a widening offline retail presence. Growth will also be fueled by the launch of new product categories and a premiumisation strategy, focusing on high-value offerings to enhance brand equity and margins.

TMRW is expected to raise its own capital, to ensure that it is well-capitalised to meet the growth ambitions of both the platform and its portfolio brands.



▲ Louis Philippe

Manufactured Capital

New Eras of Distinguished Sustainable Craftsmanship and Design

Wishful

Focus Areas

- Expanding Retail Footprint
- Leading Product Sustainability
- Driving Brand Sustainability

Key Highlights

10 manufacturing facilities	**9** warehouse facilities	**30+** brands
11.9 million sq. ft. retail footprint[2]	**1,155** lakh Goods produced	**93%** products with at least one sustainability attribute

Contribution to SDGs

8 DECENT WORK AND ECONOMIC GROWTH

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

Capital Linkage

- Social and Relationship Capital
- Natural Capital
- Intellectual Capital
- Human Capital
- Financial Capital

Material Topic Linkage

Sustainable Product	Sustainable Supply chain	Digitalisation and Automation
Sustainable Packaging	Sustainable Raw Material	Economic Performance

[2] 7.3 million sq. ft. retail footprint-ABFRL, 4.6 million sq. ft. retail footprint-ABLBL

Leading Product Sustainability

Demonstrating our unwavering commitment to sustainability, we uphold a holistic approach across all aspects of our brands' operations, ranging from material sourcing to manufacturing processes and beyond. Striving for transparency and accountability within our brands, we aspire to establish new benchmarks for the fashion industry by fostering a culture of continuous innovation and collaboration, showcasing the seamless coexistence of style and sustainability. The essence of product sustainability is deeply embedded throughout our brands, as we offer premium quality products, seek to enhance resource efficiency, and prioritise the well-being of both our customers and the workforce within the value chain. To ensure a structured approach, we have curated a comprehensive standard known as the 'Product Sustainability Attribute,' encompassing five key sustainable criteria that define what constitutes a sustainable product. These criteria are meticulously crafted based on the environmental and social impacts a product generates across its lifecycle. Regular assessments of our products' sustainability attributes are conducted semi-annually and annually by volume, with the findings communicated to individual brands and key stakeholders through a specialised Management Information System named the 'Brand Sustainability Dashboard.' This system empowers brands to assess their sustainability performance, devise tailored action plans, and bolster their collective sustainability initiatives. Notably, in FY 2024-25, a remarkable 93% of our products were identified as possessing at least one sustainability attribute from the established set of five.



Five Product Sustainability Attributes

- Sustainable Raw Materials
- Sustainable Production Process
- Sustainable Manufacturing Facilities
- Sustainable Packaging
- Sustainable Livelihoods



Aurelia

Brand Sustainability

VAN HEUSEN

Van Heusen has taken significant strides in sustainable fashion by introducing bamboo-blended shirts and tops for men and women. The VDOT Breathable Bamboo shirts and Natural Formal Tops are crafted from a bamboo-polyester blend, offering soft, breathable, and moisture-wicking comfort. Bamboo's natural antimicrobial properties, low water and pesticide requirements, and minimal ironing needs contribute to reduced energy use and easier garment care.

Furthering its commitment, Van Heusen launched women's bags made from cactus leather, a durable, breathable, and cruelty-free alternative to traditional leather. Sourced from prickly pear cactus, this material is produced without toxic pollutants and generates minimal waste, which is repurposed in the food industry. Cactus farms are carbon-negative, absorbing up to 578 tCO_2 per acre annually, making this innovation both ethical and environmentally impactful.

In its 'Mainline Collection', Van Heusen introduced formal shirts made from sustainable Supima cotton. Grown using advanced water management techniques, Supima offers superior strength, softness, and colour retention. Ethically cultivated and fully traceable, it supports responsible sourcing and long-lasting quality.

With 44,000 units launched, this initiative reflects a strong move toward cleaner fashion. The collection also introduced Green Wrinkle-Free Finish shirts developed using Better Cotton Initiative (BCI) cotton, cultivated through water-saving practices and fewer pesticides, supporting farmer livelihoods and environmental sustainability. Treated without harmful chemicals, these fabrics offer wrinkle-free performance without skin irritation or toxic residue in wash water. This ensures both user safety and eco-friendly garment care. With 54,000 units launched, this initiative highlights Van Heusen's commitment to sustainable sourcing.

Additionally, the brand unveiled formal trousers made with 12% to 20% recycled polyester blended with virgin fibres. Derived from PET bottles, recycled polyester reduces landfill waste, ocean pollution, and energy consumption. With 11,000 units launched, this collection promotes circularity and low-impact production, reinforcing Van Heusen's dedication to sustainable practices across its product lines.

The inception of the 'Move Labs Collection' stands as a significant milestone. Encompassing ultra-stretchable, lightweight, and wrinkle-free fabrics, this collection not only offers unparalleled comfort but also reduces the need for ironing, thereby lessening the carbon footprint of our customers. This innovative approach underscores our brand's commitment to sustainable practices and initiatives that promote environmental stewardship throughout our product offerings.



Van Heusen

Allen Solly has adopted advanced laser technology in denim production to create effects like fading, whiskering, and texture engraving. This process reduces chemical use, saves water by eliminating multiple wash cycles, and improves worker safety. It also consumes less energy than traditional methods. Additionally, the brand uses vegan enzyme technology derived from fungi, replacing stonewashing with a non-GMO cellulase enzyme that enhances abrasion contrast, reduces back staining, and strengthens fabric, while generating minimal wastewater.

In women's wear, Allen Solly incorporates LIVA viscose made from cultivated wood pulp, offering a sustainable alternative to cotton with lower water and land use. The brand also uses Tencel in blazers, trousers, tops, shirts, and waistcoats. Made from sustainably sourced wood pulp, Tencel is biodegradable and produced in a closed-loop system that recycles 99% of water and solvents, minimising waste and pollution.

The bamboo-blend collection for men and women features shirts, trousers, and blazers made from 48% bamboo, 48% polyester, and 4% spandex. Bamboo is fast-growing, requires no chemicals, and offers antibacterial protection, UV resistance, and moisture-wicking comfort. Over 68,000 units have been launched, promoting sustainable fashion and consumer awareness.

Allen Solly's women's line also includes formal shirts and tops made with 12-20% recycled polyester blended with virgin fibres. Sourced from PET bottles, recycled polyester reduces landfill waste, ocean pollution, and energy use. With 55,000 units launched, the initiative supports circularity and responsible sourcing.

Furthering its commitment, the brand introduced women's shirts and trousers made with 50% to 85% Lyocell blended with nylon. Lyocell, derived from sustainably managed forests, is breathable, soft, and biodegradable. Produced with minimal water and no harmful chemicals, it offers everyday comfort with reduced environmental impact. With 16,000 units launched, this collection reflects Allen Solly's vision for stylish, planet-friendly fashion.



▲ Allen Solly

Louis Philippe has developed thoughtfully designed collections across categories. Its hemp-based sports casual shirts and trousers, crafted from blends like 60% cotton and 40% hemp, or 100% hemp, offer breathable, durable garments with a significantly lower environmental footprint. Hemp cultivation requires minimal water and chemicals while producing more oxygen than trees, making it a standout sustainable fibre.

Complementing this, the Green Crest Denims line uses PULCRA fabric made from recycled cotton, reducing the need for virgin cotton and lowering carbon emissions. The dyeing process conserves water and avoids harmful chemicals, while recycled metals, polyester yarn from plastic bottles, and leftover leather further reduce raw material consumption. This holistic approach reflects the brand's commitment to circular fashion.

In its t-shirt range, Louis Philippe has introduced bamboo-blend styles (30% bamboo, 32% cotton, 32% polyester, 6% spandex), which are naturally antibacterial, odour-resistant, and thermoregulating. These properties, combined with UV protection and moisture-wicking capabilities, make them ideal for active, everyday wear.

The brand has also reimagined its formal trousers by incorporating 12–20% recycled polyester, sourced from PET bottles, into blends with virgin polyester and viscose. This not only diverts plastic waste from landfills and oceans but also reduces energy use and emissions. With 2,52,000 units launched, the initiative marks a significant step toward scalable, sustainable fashion.

Moreover, Louis Philippe's casual shirts made from 100% organic cotton highlight ethical sourcing and eco-friendly farming. Organic cotton is grown without synthetic chemicals and uses less water and energy, while ensuring fair wages and improved soil health.

For colder climates, the brand offers Responsible Down Standard (RDS) certified down jackets made from 90% down and 10% feather. Designed for temperatures of 5°C and below, these jackets deliver high insulation (650 fill power, 2.5+ CLO value) and are ethically sourced without harming animals. With 16,000 units launched, they combine performance with responsible sourcing.

In the LP Sports segment, all cotton and cotton-blend garments are made using 100% BCI cotton, supporting sustainable agriculture and climate resilience.

Additionally, the GOLF Leisure Line and Tales of Masai collections feature shirts made from 50–60% Tencel blended with cotton and linen. Tencel, derived from sustainably sourced wood pulp, is biodegradable, breathable, and produced in a closed-loop system that recycles 99% of water and solvents. With 1.3 lakh units launched, this line reinforces the brand's low-impact design philosophy.

Finally, Louis Philippe's formal shirts made from a 70% cotton and 30% Lyocell blend offer softness, breathability, and biodegradability. Lyocell, sourced from FSC-certified wood pulp, is produced without harmful chemicals and limited water usage. With 15,000 units launched, this collection reflects the brand's ongoing commitment to cleaner, more responsible fashion.



▲ Louis Philippe



Louis Philippe

Sustainable ECOVERO blend for Louis Philippe Casual Shirts

Louis Philippe Casuals' 'True Casual', 'Club de Sport', and 'Tales of Masai' collections have successfully launched 15,000 units of 100% ECOVERO Rayon-certified products, reinforcing our dedication to eco-conscious fashion. FSC-certified ECOVERO ensures complete transparency and traceability in the supply chain. The production process recovers and reuses water and chemicals, reducing water pollution by up to 50% compared to conventional viscose. ECOVERO is fully biodegradable, supporting a circular economy. This milestone reflects our commitment to sustainability, balancing style, innovation, and environmental responsibility in modern fashion.



Peter England

Sustainably Processed Denims from Peter England

Peter England has redefined denim production with an eco-conscious initiative that replaces traditional chemical-intensive dry processes with Laser and Ozone technologies to achieve the distressed look. The laundries are equipped with Zero Liquid Discharge systems and water recycling. This ensures minimal freshwater consumption and cleaner processing. Such a closed-loop system reflects a commitment to sustainable manufacturing and smart resource utilisation. As a result, approximately 2.2 lakh pieces, nearly 22% of total denim output, are produced using these sustainable methods, marking a significant shift toward greener fashion and responsible production practices.



Folksong

TCNS Folksong Ajrakh - A living legacy of sustainable design

Ajrakh is one of the oldest forms of hand block printing incorporated at our brand Folksong. It is believed to have been practiced for over 3000 years. It is a meticulous, multi-step process that combines resist dyeing with intricately carved wooden blocks, all while using renewable, plant-based dyes and mordants such as myrobalan, madder (red), black (from iron filings, tamarind, and jaggery). The hallmark of Ajrakh is its double-sided printing, each side a perfect mirror of the other, created with painstaking precision. The process reflects generations of indigenous knowledge, understanding when to harvest, how to conserve water, and how to reuse resources efficiently.



Folksong

Kalamkari: The pen craftsmanship in TCNS Folksong

Kalamkari is a traditional textile art from Andhra Pradesh and Telangana, known for its intricate hand-painted and block-printed designs such as stylised birds, pomegranates, and foliage. Authentic Kalamkari embraces natural imperfections and only uses natural, plant-based dyes. The fabric is prepared with a mixture of cow dung and water, and relies on sun-drying, reducing energy and water consumption. This centuries-old craft has been passed down through generations of artisans of Pedana village, especially renowned for their skill and dedication, resulting in rich, earthy tones and deep cultural value.



Jaypore

Jaypore

Jaypore has deepened its commitment to preserving India's craft heritage through a powerful storytelling initiative that brings visibility to the untold narratives and unseen craftsmanship of artisanal clusters. Designed to celebrate the legacy, skill, and passion behind each handcrafted piece, the initiative offered immersive experiences to top lifestyle and fashion journalists, connecting them directly with artisan communities.

As part of the programme, Jaypore curated exclusive FAM trips to the Kalamkari and Dokra craft clusters. These visits went beyond surface-level engagement, allowing participants to witness age-old techniques, natural dye processes, and intricate hand-drawn designs. Journalists were invited and they engaged with artisans, heard their stories, and experienced the full journey of a product from raw material to finished product.

The initiative sparked meaningful engagement, helping audiences connect emotionally with the artisans' work. News coverage across leading platforms amplified the voices of these communities and reinforced Jaypore's position as a champion of handcrafted heritage. Notably, the campaign secured over ₹1.04 crore in PR value, reached nearly 1.3 crore people, and achieved an impressive ROI of 27x for Kalamkari and 88x for Dokra activations.

By targeting key markets such as Mumbai, Delhi, Bengaluru, Hyderabad, and Chennai, Jaypore successfully aligned its storytelling with its brand footprint, building stronger, more authentic connections with its audience and reaffirming its role in shaping a more conscious and culturally rooted fashion narrative.



Human Capital

New Era of Brilliance Through Belonging and Empowerment

Focus Areas

- Organisational Effectiveness
- Human Capital Development
- Diversity, Inclusion and Equal Opportunity
- Employee Well-being
- Human Rights
- Occupational Health and Safety

Key Highlights

54,823 Total workforce	**52.66%** Females in the total permanent workforce	**78.77%** Women in permanent workers category	**14,129** New Hires
₹35.73 crore Spent on employee well- being	**87** Employee Engagement Index (VIBES survey)	**6,06,416** Training hours	**Zero** Fatality at workplace

Contribution to SDGs



Capital Linkage

- Social and Relationship Capital
- Intellectual Capital
- Manufactured Capital
- Financial Capital

Material Topic Linkage

Occupational Health and Safety	Employee Well-being and Labour Practices	
Human Capital Development	Diversity, Inclusion and Equal Opportunity	Human Rights

Human Capital Strategy – Building the Future of Fashion, Powered by People

At ABFRL, we believe that our people are not just contributors to our growth – they are its architects, its catalysts, and its future. As one of India's most diversified fashion and retail players, we recognise that the scale, agility, and innovation required to lead this industry can only be achieved by nurturing a workforce that is inspired, empowered, and future-ready.

Our People Vision is simple yet profound – Drive a High-Performing Culture with Happy and Value-Oriented Employees. This vision guides every decision we make, every initiative we launch, and every experience we design for our employees and partners.

To bring this vision to life, we have built a human capital strategy that is founded on the core of "World-Class HR & Employee Experience driven by Data, Digital & Analytics" and anchored on the four strategic pillars:

- Build Talent Pipeline with World-Class Capabilities
- Elevate Aditya Birla Fashion Culture Code
- Build a Future-Ready Organisation for Market Leadership
- Make Aditya Birla Fashion the Destination of Choice for Top Talent

This strategic framework allows us to look beyond transactions and policies and instead reimagine the employee experience as a differentiator, shaping how we attract, engage, develop, and retain the very best talent in the industry. It reflects our unwavering focus on creating a workplace where ambition is fuelled by opportunity, where diversity is celebrated as a driver of innovation, and where every individual feels empowered to leave a mark on the future of our business.

Our approach to human capital is forward-looking and purpose-driven:

- We are investing deeply in capability-building, preparing our 54,000+ strong workforce to thrive in an evolving market shaped by technology, new business models, and shifting consumer expectations.
- We are shaping leaders of tomorrow, ensuring that every employee has access to learning journeys, mentorship, and career pathways that unlock their full potential.
- We are fostering a culture of inclusion, well-being, and high performance, where values are lived every day, recognition is authentic, and success is defined not just by results but by how they are achieved.
- We are digitally transforming the HR experience, leveraging analytics, automation, and AI-driven insights to make every interaction with our people smarter, faster, and more meaningful.

Our people strategy is not an enabler of growth – it is the growth story. As we scale our portfolio and expand our market leadership, we remain steadfast in our belief that the real competitive advantage of tomorrow will belong to those who build human capital today – deeply, intentionally, and with an unwavering focus on trust, impact, and future readiness.





Strengthening Talent Pipeline

The strength of our organisation lies in its people – the catalysts of innovation, the ambassadors of our culture, and the force shaping the future of fashion. With a workforce of 54,823 employees and workers across corporate offices, retail outlets, and manufacturing units, We continue to invest in building a diverse, capable, and future-fit talent engine that fuels our growth ambitions.

Permanent Employees	2023-24	2024-25
Male	10,645	12,434
Female	3,791	5,434
Total	**14,436**	**17,868**
Other than Permanent Employees		
Total	**20,943**	**21,738**
Permanent Workers		
Male	1,808	3,230
Female	10,721	11,987
Total	**12,529**	**15,217**

Permanent Employees by Gender and Employee Category

Gender	<30 years	30-50 years	>50 years	Total
Male	5,109	6,993	332	12,434
Female	3,368	2,010	56	5,434
Total	**8,477**	**9,003**	**388**	**17,868**
Management				
Senior Management	8	63	26	97
Middle Management	108	571	57	736
Junior Management	2,222	3,286	131	5,639
Non-Management	6,139	5,083	174	11,396
Total	**8,477**	**9,003**	**388**	**17,868**

Attracting High-Calibre Talent

In an industry that thrives on speed, creativity, and precision, talent is our most decisive competitive advantage. Guided by ABG's Corporate Principles and Code of Conduct, our approach to hiring champions fairness, inclusivity, and meritocracy, welcoming professionals from all nationalities, castes, religions, ethnicities, genders, and backgrounds.

In FY 2024–25, we onboarded 14,129 new colleagues, with women accounting for 65.79% of all hires, reinforcing our focus on building teams that reflect the diversity of our customers and unlock innovation. Our commitment to internal career mobility remained strong, with 46% roles successfully closed through internal movements, giving employees clear growth pathways within the organisation.

An investment of ₹3.60 crore in recruitment for full-time hires ensured we attracted high-potential talent aligned with our vision, strengthening the foundation for long-term business success.

Employee Hires by Gender	2023-24	2024-25
Male	4,082	4,860
Female	6,546	9,269
Total	10,628	14,129
Employee Hires by Age Group		
<30	7,672	9,638
30-50	2,943	4,455
>50	13	36
Total	**10,628**	**14,129**

9
cities

10
conclaves

175
RYTs

33
'Leaders for Tomorrow' recognised

17
facilitators

4x
Learning Hours

Nurturing Young Talent: Creating Leaders of Tomorrow

The future of fashion will be shaped by the leaders we develop today. We are building structured, high-impact entry pathways for emerging talent, ensuring they gain the skills, exposure, and mindset required to lead the next era of retail transformation.

- Stride – Young Talent Management Programme: In June 2024, we welcomed 70 Striders (34 Fashion Striders, 27 Business Striders, 4 CA Striders, and 2 MTech. Striders) into our flagship programme designed to bridge the gap between academia and industry. Striders benefit from mentorship by senior leaders, sustainability and climate change awareness training, and real-world exposure to our business, preparing them to become agile, purpose-driven leaders of tomorrow.

- Retail Young Talent (RYT) Programme: Our frontline leadership engine, RYT recruits fresh graduates from 13 IHMs and 44 MBA campuses nationwide, onboarding them as Assistant Store Managers. With a seven-and-a-half-year career arc, they progress toward Store Manager and Area Business Manager roles, forming a critical leadership pipeline for our retail business.

Currently, 175 RYTs are undergoing their CCA learning stint, and 26% of all Store Leadership positions are now filled from the RYT pool, a clear indicator of its impact.

Initiatives like RYT Conclave have become key platforms to connect, celebrate, and accelerate the future of retail leadership.

Securing the Leadership Pipeline: Future-Proofing Key Roles

Organisations that win over the long term prepare leaders ahead of time. Talent Councils form a critical component of our leadership continuity strategy, ensuring a structured approach to identifying, grooming, and positioning future leaders for success. In line with the same, 100% of our permanent employees and workers have received performance and career development reviews in the current reporting year as well as the previous reporting year.

Through robust 9-box performance–potential assessments, validated by Emerging Councils (JB 6–9) and Leadership Councils (JB 4–5), we map high-potential talent against future opportunities, create bridge roles, and define clear succession plans for critical positions. This deliberate approach ensures every strategic role has ready-now or ready-soon successors, giving us the confidence and agility to scale sustainably.

We have multidimensional performance appraisal i.e. 360-degree feedback, enabling employees to seek constructive feedback. As a part of the continuous review cycle, regular and continuous feedback are provided to employees for effective performance. The performance appraisal takes into consideration the team-based performance appraisal wherein the employees are assessed as a part of the team.

Retaining Talent: Building Careers that Inspire Belonging

At ABFRL, we believe that talent must not only be attracted and developed but also retained through meaningful employee experiences and genuine opportunities for growth. Our commitment is to build a workplace where ambition meets belonging, and every employee can see a long-term future with us.

Among our 17,868 permanent employees, women represent 30.41%, while men account for 69.59%. Within our 15,217 permanent workers, 78.77% are women (11,987), with men making up 21.23% (3,230). This gender diversity at scale is not accidental—it is the outcome of deliberate hiring choices, empowerment initiatives, and a culture built on fairness and inclusion. Further to this, our voluntary employee turnover was 22% during the year.



Employee Separation by Gender	2023-24	2024-25
Male	4,380	5,760
Female	7,637	8,595
Total	**12,017**	**14,355**
Employee Separation by Age Group		
<30	7,781	8,928
30-50	4,171	5,308
>50	65	119
Total	**12,017**	**14,355**

Building a world-class talent pipeline is not just a people agenda—it is a strategic imperative that fuels our ambition to lead. By attracting high-quality talent, nurturing young professionals, securing leadership succession, and fostering long-term retention, we are strengthening our talent pipeline to fuel the next phase of growth and cement our position as India's most future-ready fashion powerhouse.

Elevating Aditya Birla Fashion's Culture Code

Culture for us is not a backdrop—it is the heartbeat of our organisation, shaping every interaction across our vast family of 54,823 employees and workers. It transforms workplaces into communities, colleagues into collaborators, and ordinary moments into extraordinary possibilities. It is the unseen yet powerful thread that binds a store manager in a remote tier-3 town, a young designer in Mumbai's creative hub, and a master craftsman on the shopfloor into one shared purpose—to create fashion that inspires India while building a future that inspires us all.

Our culture thrives on inclusivity, fairness, recognition, and well-being. It is warm yet high-performing, fast-paced yet caring, rooted in our Aditya Birla Group values of Integrity, Commitment, Passion, Seamlessness, and Speed, yet uniquely alive in every conversation, every decision, every celebration across the company.

Diversity, Inclusion & Equal Opportunity: Strength in Every Voice

Diversity for us is not just a metric; it is the heartbeat of creativity and innovation in our business. A truly inclusive workplace fuels richer ideas, more authentic connections with customers, and bolder solutions for the future.

Our workforce reflects this philosophy. We proudly welcome colleagues from varied nationalities—two German, one French, one Austrian, one Sri Lankan —working seamlessly with others being Indian nationals to bring a global perspective to Indian fashion.

Our gender diversity figures speak for themselves:

- 17,868 permanent employees: 69.59% male, 30.41% female
- 15,217 permanent workers: 11,987 women (78.77%), 3,230 men (21.23%)

This strong representation of women is the result of deliberate hiring, inclusive workplace practices, and policies that encourage women to thrive in all roles, including frontline operations, manufacturing, and leadership.

We are deeply committed to safe and equitable workplaces. Our POSH Policy, backed by a zero-tolerance stance on harassment, provides multiple confidential reporting channels, a toll-free hotline, and an Internal Complaints Committee to ensure fair, unbiased, and timely resolution of grievances. For our 90 differently-abled colleagues (28 male, 62 female), we ensure equal access to facilities, reasonable accommodations where required, and a culture that goes beyond compliance to genuine respect and dignity.

Representation at the top continues to be an area of focus. In FY 2024–25, female board representation stood at 21% (3 of 14 members), while Key Managerial Personnel included 1 woman out of 5 members (20%), steady compared to FY 2023–24. These figures reflect both our progress and our ongoing resolve to increase diversity at decision-making levels.



Representation of Women

Employee Category	2023-24	2024-25
Share of women in all management positions	26.26%	28.31%
Share of women in junior management positions	26.74%	29.31%
Share of women in top management positions	18.57%	20.62%
Share of women in revenue-generating positions	25.94%	28.02%
Share of women in STEM-related positions	16.45%	17.28%

AT ABFRL, ENGAGEMENT IS NOT AN AFTERTHOUGHT— IT IS THE HEARTBEAT OF OUR CULTURE, SHAPING HOW OUR EMPLOYEES EXPERIENCE BELONGING, COLLABORATION, AND JOY AT WORK.

A Culture of Listening, Engagement & Well-Being

For us, engagement and well-being are not "initiatives"—they are the cornerstone of how we lead and manage people. We believe that business growth can only be sustained when our people feel energised, heard, supported, and inspired.

Our annual VIBES engagement survey is a direct dialogue with our employees. During FY 2024–25, 91% participation resulted in an engagement index of 87, revealing high levels of connection, purpose, and satisfaction. The survey explores nine dimensions of the employee experience—from career development and leadership effectiveness to well-being and culture of recognition—giving leaders actionable insights that feed into team-level and organisation-wide action plans.

We create numerous forums for real-time engagement: monthly CEO townhalls, open houses with HR leadership, and weekly review huddles that encourage transparency, enable fast problem-solving, and celebrate wins collectively. These connections reinforce a shared sense of ownership and strengthen the emotional fabric of our organisation.

Where Connections Thrive Beyond Work

At ABFRL, engagement is not an afterthought—it is the heartbeat of our culture, shaping how our employees experience belonging, collaboration, and joy at work. Across our business units, engagement is woven into everyday life, creating moments that inspire creativity, strengthen bonds, and transform colleagues into a close-knit community.

We believe that connections fuel performance, and every interaction is an opportunity to celebrate our people. This belief came to life through a series of thoughtfully curated initiatives across our businesses, each one rooted in our shared values yet infused with the unique spirit of every brand.

At TMRW, innovation and collaboration took centre stage with TMRW IGNITE, a two-day hackathon where cross-functional teams tackled real-world tech and business challenges, guided by expert mentors. The energy was electric, with workshops, keynote sessions, and winning ideas being scaled beyond the event, driving real impact. Engagement here isn't just about fun—it's about sparking ideas and creating future solutions together.

The year also celebrated Women's Day in true TMRW style—a vibrant mix of connection and creativity. Over lunch with the CEO, colleagues shared experiences and stories, followed by a calming yet powerful Art Therapy session – "Fluid Creations", honouring women's contributions with colour and camaraderie. Adding to the workplace buzz, Life Hacks Series sessions like "Smart Money, Smarter Tools – Investing with AI" empowered Women@TMRW with practical, life-enhancing skills, while 'Fashion Fridays' brought bursts of colour and self-expression to the office, turning the last Friday of each month into a runway of creativity.

At Sabyasachi, engagement was all about strengthening bonds across teams and hierarchy. For the first time, a Grand Annual Party brought together all management cadre employees from across India, celebrating milestones and building connections beyond work roles. Similarly, Townhalls for both management and non-management employees created a sense of openness and inclusivity, ensuring every voice was heard in the iconic luxury house.

TCNS made engagement a rhythm of everyday life, celebrating big and small moments through the year. A Treasure Hunt on Earth Day, International Yoga Day sessions at HO and warehouses, spirited Carrom Championships, and a Badminton Tournament promoted fun and fitness alike. Festivals came alive with Independence Day flag hoisting, Diwali decorations, Holi colours, Christmas cheer, Joy of Giving drives, and even employee kids' art exhibitions and Clay Relief workshops, turning the workplace into a lively community hub where families felt part of the fabric too.

Pantaloons infused its trademark energy and style into its celebrations. Women's Day gatherings honoured female colleagues with appreciation and connection, while Diwali celebrations lit up offices with festive warmth, food, and shared joy, creating memories that transcended the workday.

International Business (IB) took engagement global, blending cultures and experiences. Colleagues came together on Friendship Day to craft handmade friendship bands, while World Fashion Day sparked excitement with quizzes and Bollywood-inspired dress-ups. Durga Puja and Diwali weeks were marked by daily themed activities and festive lunches, Christmas brought Secret Santa exchanges and games, and weekly Zumba sessions kept the team energised and connected beyond desks and screens.

Lifestyle brands strengthened social bonds through Madura Passion Clubs (MPC)—communities where employees shared interests in art, literature, dance, and running, forging connections beyond roles and hierarchies. The spirit of healthy competition thrived with the Madura Championship, bringing employees together for sports and non-sports events, fostering teamwork, camaraderie, and a shared sense of belonging.

Across our businesses, these initiatives aren't isolated events—they are the threads that weave our cultural fabric. Whether it's brainstorming breakthrough ideas at TMRW, celebrating heritage at Sabyasachi, fostering inclusion at TCNS, or energising global teams in IB, every engagement initiative strengthens connections, sparks joy, and reaffirms that at ABFRL, we are more than a workforce- we are a vibrant community where people and possibilities come alive.

Well-Being Without Boundaries

We take a holistic approach to well-being, ensuring that health, happiness, and balance are part of every employee's experience at ABFRL.

Through ABG Wellness Studio (ABW Studio) and its Multiply app, we offer a one-stop ecosystem for holistic health, including:

- Wellness Saver Cards for affordable healthcare
- Active Age programmes for long-term vitality
- 24x7 stress assessments
- Free counselling services and doctor consultations
- Gym memberships and lifestyle benefits

The Wellness Calendar keeps well-being alive throughout the year with curated mental health sessions, fitness challenges, nutrition workshops, financial literacy talks, and community-building events, making balance a lived reality for our people.

On emotional health, our Santulan Employee Assistance Programme (EAP) provides confidential, free counselling support for employees and their families, while Mpower, a leading mental health organisation, brings specialist care, psychiatric support, and awareness programmes to our teams. These services, accessible by phone or email, ensure that no one faces stress or personal challenges alone.

Recognition: Making Every Effort Count

Recognition at ABFRL is not an isolated event—it is an integral part of our culture, embedded in every interaction, every milestone, and every achievement. We believe that when people feel genuinely appreciated, they do not just perform better—they thrive, innovate fearlessly, and build a deeper sense of belonging to the organisation. That is why our Rewards & Recognition (R&R) ecosystem is thoughtfully designed to honour excellence in multiple forms—big wins, quiet contributions, extraordinary teamwork, and enduring commitment.

We have built a multi-layered recognition framework that ensures every employee, across levels and geographies, feels seen and valued.

Monthly & Everyday Recognition – Celebrating Consistent Excellence

Pat on the Back:

We believe recognition should not wait for annual reviews, which is why every month our Head Offices and Zonal Offices—including off-roll staff—are spotlighted for exceptional performance, innovative ideas, and for living the ABG values in action. Winners are featured across internal communication channels, ensuring their efforts are acknowledged publicly, fostering pride and reinforcing behaviours that inspire others.

This platform has transformed recognition from a once-a-year ritual to an everyday culture of appreciation.

On-the-Spot Appreciation:

In addition to formal programmes, managers are empowered to provide instant recognition to team members who go the extra mile, solving challenges or delighting customers in real time. These gestures, whether verbal kudos or spot vouchers, strengthen positive reinforcement and encourage agility in performance.

Quarterly Recognition – Going the Extra Mile

GEMs (Go Extra Miles) Awards:

Every quarter, GEMs honours individuals and teams from Head Office, Zonal Offices, and Area Teams in Pantaloons, Style Up, and Marigold Lane. Nominations come directly from business heads and are endorsed by the CEO and Ex-Com, making this recognition a prestigious leadership-backed platform.

Winners of GEMs are those who consistently transcend their defined roles, showing resilience, customer obsession, and cross-functional collaboration while staying true to ABG's core values—Integrity, Commitment, Passion, Seamlessness, and Speed.

The CEO's Club Team Awards, under this initiative, further celebrate collective success stories that have delivered measurable business impact.



Annual Recognition – Big Stage for Big Impact

PACE Awards (Performance Acknowledgement and Celebration of Excellence):

These annual awards at the business unit level recognise outstanding contributions across the previous year, spanning Individual Excellence, Team Excellence, Retail Excellence, and Manufacturing Excellence. PACE Awards spotlight individuals and teams whose work has moved the needle for the business, demonstrating extraordinary leadership, innovation, and customer-centricity.

This platform reminds everyone that excellence is not confined to leaders alone—it thrives at every layer of ABFRL and deserves grand celebration.

ABFRL Excellence Day:

Our most prestigious event, Excellence Day 2024, held on 20–21 September in Bangalore, brought together employees from every business unit for two days of celebration, inspiration, and shared learning. The event showcased the ABFRL Awards of Excellence across five distinguished categories:

- Individual Excellence – for personal brilliance and leadership
- Team Excellence – for collaborative success stories
- Frontline Excellence – for customer-facing employees who delivered impact on the ground
- Manufacturing Excellence – for operational efficiency and innovation
- MD's Focus Excellence – a special category for transformative contributions aligned with strategic priorities

Excellence Day is more than an awards ceremony—it is a festival of pride and purpose, reinforcing our shared culture of high performance and inspiring every employee to aim higher.

Reprism 2024: Celebrating Manufacturing Excellence at Aditya Birla Group

With 16,000+ participants across our manufacturing units and 15+ engaging activities, Reprism 2024 was a vibrant, large-scale celebration of the technical skills, innovation, and team spirit of our shopfloor workforce. This event not only recognised excellence in manufacturing but also brought together diverse teams, nurturing inclusion, camaraderie, and healthy competition.

As part of this celebration, Madura Manufacturing was recognised as a "Great Place to Work" by ABG and awarded the Regional 5G Champion category, reaffirming our leadership in building future-ready, high-performing operations.

Milestone Recognition – Honouring Loyalty and Legacy

LAMA (Long and Meaningful Association):



True commitment deserves heartfelt celebration. Through LAMA, we recognise employees who have dedicated 5, 10, 15, 20, 25, and 30+ years of service to the company. These events are more than ceremonies—they are emotional moments, celebrating not just the employees but also the families who have been silent partners in their journey. Speeches, personal anecdotes, and tokens of appreciation make these occasions deeply personal, reinforcing the sense of belonging and shared legacy that sets us apart as an employer of choice.

Recognition as a Cultural Force

Together, these initiatives create a multi-touch, multi-level recognition ecosystem that ensures appreciation is not limited to a few star performers or once-a-year events. At ABFRL:

- Every milestone is acknowledged
- Every extra effort is celebrated
- Every long-term commitment is honoured

Recognition is a cultural force that fuels engagement, strengthens retention, and inspires every individual to push boundaries while living ABG's values. It transforms success from a solitary achievement into a shared celebration, making ABFRL a place where effort never goes unnoticed, and excellence becomes a collective pursuit.

Fair Remuneration: Embedding Equity in Every Paycheck

At ABFRL, we firmly believe that fairness in pay is fairness in culture. Compensation is more than a transaction—it is a signal of trust, respect, and value for contribution. We have embedded equal remuneration as a non-negotiable principle, ensuring that no bias—gender, background, or otherwise—can distort pay decisions.

We conduct regular gender pay gap analysis, ensuring equity at every level and correcting disparities wherever they are found. Our compensation framework is transparent, merit-based, and rigorously benchmarked to industry standards, rewarding both performance and potential. We do not just reward outcomes; we reward the right behaviours, collaboration, and innovation that build long-term business impact.

For our executive cadre—Directors, Key Management Personnel, and Senior Leadership—we follow a formal Executive Remuneration Policy, designed to:

- Align individual goals with organisational growth metrics
- Offer competitive, market-aligned pay structures
- Maintain internal equity and pay fairness
- Link significant portions of rewards to long-term, sustainable value creation

Annual reviews are conducted with data-backed objectivity, involving cross-level calibration to remove subjectivity and bias. This process not only ensures fair remuneration for men and women alike but also builds organisational trust, signalling that talent and contribution—not title, tenure, or network—determine success and growth at ABFRL.



Gender Pay Equity (₹)	2024-25	
Employee Category	**Male**	**Female**
Average salary paid at an Executive Level	1,36,68,504	1,54,37,877
Average base salary with incentives amounts at an Executive Level	1,82,89,657	2,01,93,170
Average base salary at Management Level	12,46,500	11,19,237
Average base salary with incentives amounts at Management Level	13,93,894	12,43,090
Average salary paid at Non-Management Level	2,22,513	2,91,174

Remuneration and Wages

	2023-24					2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (A)	Equal to Minimum Wage		More than Minimum Wage	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (B)	% (B/A)	Number (C)	% (C/A)
Permanent Employees:										
Male	10,645	1,416	13%	9,229	87%	12,434	1,005	8%	11,429	92%
Female	3,791	765	20%	3,026	80%	5,434	569	10%	4,865	90%
Total	**14,436**	**2,181**	**15%**	**12,255**	**85%**	**17,868**	**1,574**	**9%**	**16,294**	**91%**
Permanent Workers:										
Male	1,808	64	4%	1,744	96%	3,230	147	5%	3,083	95%
Female	10,721	2,611	24%	8,110	76%	11,987	3,800	32%	8,187	68%
Total	**12,529**	**2,675**	**21%**	**9,854**	**79%**	**15,217**	**3,947**	**26%**	**11,270**	**74%**

Details of remuneration

	Male		Female	
Employee Category	**Number**	**Median remuneration /salary/wages of the respective category (₹)**	**Number**	**Median remuneration /salary/wages of the respective category (₹)**
Board of Directors (BoD)	11	7,91,64,500	3	5,31,55,000
Key Managerial Personnel/ Management	4	5,94,72,901	1	5,26,72,431
Employees other than BoD and KMP	12,430	3,54,694	5,433	2,47,331
Workers	3,230	2,43,383	11,987	1,72,030

	2023-24	2024-25
Gross wage paid to females as a % of total wages	33.72%	32.81%

Location-wise breakdown of wages paid to all individuals employed

Location	2023-24	2024-25
Rural	-	0.02%
Semi-Urban	2.35%	2.18%
Urban	10.21%	11.45%
Metropolitan	87.43%	86.30%

By embedding these principles in our DNA, we go beyond compliance. We create a culture where people feel truly valued for their worth, not just their work—a culture where every paycheck reaffirms that this is a place of fairness, respect, and shared prosperity. Hence, culture here is more than values on a wall—it is lived every day, celebrated every moment, and experienced by every individual across our ecosystem.

We are building a workplace where:

- Every voice matters
- Every achievement is celebrated
- Every future is possible

Building a Future-Ready Organisation for Market Leadership

We believe that our people are the cornerstone of our success, and our Employee Value Proposition – "A World of Opportunities" – reflects this belief in action. As India's leading fashion powerhouse, we are preparing our organisation to not just respond to change, but to shape it.

In a world where consumer preferences evolve in a heartbeat and digital innovations redraw the map of retail, our competitive edge lies in one thing – our ability to learn faster, deeper, and more meaningfully than anyone else. A future-ready workforce is not built in classrooms alone; it is nurtured through every experience, every challenge, and every opportunity to stretch beyond limits.

This is why learning is not a programme at ABFRL – it is a living, breathing architecture that powers everything we do. It is how we build resilience in the face of disruption, agility in navigating uncertainty, and ambition to pioneer what comes next. Our strategy is rooted in four dimensions of growth:

- Retail Competency Development – empowering our frontline heroes to deliver unforgettable customer experiences and grow into future store leaders
- Functional Capability Development – equipping our people with world-class expertise to lead with skill and confidence
- Behavioural & Leadership Development – creating tomorrow's visionaries who can steer us into uncharted opportunities with courage and clarity
- Future Skill Development – shaping a workforce fluent in technology, ready to lead transformation in a rapidly evolving retail landscape
- Cultural Capability Development - fostering a culture of empowerment, trust, and collaboration, enabling leaders to inspire, coach, and build thriving, purpose-driven teams

Tying it all together is **Elev8 – Aditya Birla Fashion's University of Growth**, our unified learning ecosystem that breaks silos, democratises knowledge, and gives every employee – from shop floor to boardroom – the tools to learn, lead, and leap into the future.



Guided by the Aditya Birla Group's Continuing Education Policy (CEP), we embed continuous learning into every career journey, fostering a culture where development is not a tick-box activity but a mindset that powers innovation and sustainable growth.

Our architecture is deliberately inclusive and deeply personalised. Through succession planning and high-potential identification, we ensure that talent is recognised early and nurtured through mentorship, experiential learning, and exposure to senior leadership networks within ABG. We measure impact not just by attendance but by behavioural shifts, manager insights, and long-term performance outcomes, ensuring that learning sticks, inspires, and transforms careers. The average cost of investment in learning and development was ₹1,331 per employee during the year.

Average **18.33** hours per employee

6,06,416 hours of learning

Learning here has no boundaries – it is limitless, immersive, and future-focused. It is how we enable our people to dream bigger, deliver better, and reimagine what's possible in the world of fashion. It is how we transform not only skills, but mindsets and possibilities – preparing every employee not just for the next role, but for the next frontier.

Number of Training Programmes on Skill Upgradation*

Employees	FY 2023-24	FY 2024-25
Male	24,482	2,516
Female	10,024	1,012
Total	**34,506**	**3,528**
Total Workers	**603**	**456**

*Total no. of participants who attended training, this is not the total number of employees/workers

Segment	Total number of training and awareness programmes held	Principles covered under the training and its impact	% of persons covered by training programmes
Board of Directors	1	Principle - 1,2,4,5,6	100%
Key Managerial Personnel	1	Principle - 2,4,5,6	100%
Employees other than BODs and KMPs	3,248	Principle - 1,2,3,5,8,9 Behavioural, Functional, Digital, AI, POSH, Risk management, Cybersecurity, COC, Safety	100%
Workers	34	Principle - 1,2,3,5,6 Behavioural, functional, POSH, COC, Safety	100%



Retail Competency Development: Empowering Our Frontline Heroes

Our store teams are more than the custodians of our brands—they are the heartbeat of our business, connecting millions of customers to the promise of style and quality every single day. Building their skills and confidence is not just an investment; it is the foundation of our long-term success. Through a structured and future-focused learning architecture, we empower our frontline heroes to grow from strong performers today into influential leaders of tomorrow.

1. **Store Managers Academy – Accelerating Leadership from Within**

   The Store Managers Academy is a focused initiative aimed at bridging the skill gap between current capabilities and the future demands of a store manager role. Based on deep insights from both qualitative and quantitative assessments, the programme offers a lifecycle-based approach—right from onboarding to leadership readiness.

   It is designed to enhance operational efficiency, customer-centricity, and team leadership, ultimately enabling retail employees to take on broader roles. The impact has been tangible, with 90% of Cluster Business Manager (CBM) and Area Business Manager (ABM) positions being filled through internal promotions every year—testament to its strong competency-building outcomes.

2. **India's Finest Store Manager (IFSM) – Grooming Future Retail Visionaries**

   The IFSM Programme is a prestigious, high-impact, 12-month leadership journey curated to elevate high-potential store managers into the next league of retail leadership. Delivered through a unique blend of internal ABFRL expertise and world-class academic partnership with IIM Indore, the programme is a masterclass in strategic thinking, commercial acumen, people leadership, and customer experience excellence.

   Through immersive learning modules, case simulations, and exposure to best-in-class practices, IFSM not only shapes exceptional store managers but prepares participants for broader leadership roles in our fast-growing retail ecosystem.

3. **i-Pearl – Career Progression for Aspiring Store Managers**

   We believe career progression should not be a matter of chance, but a clearly mapped opportunity. The i-Pearl programme provides fashion assistants with structured pathways to grow into store manager roles. Two distinct tracks—Daksha (for foundational skill-building) and Saksham (for advanced leadership readiness)—ensure that every aspiring leader has access to tailored learning suited to their unique pace and potential.

   With a combination of hands-on training, mentoring, and real-time performance feedback, i-Pearl transforms ambition into action, fuelling a steady stream of future-ready store leaders from within our frontline workforce.

4. **FA STAR – Competency Certification for Fashion Assistants**

   The FA STAR programme is a rigorous, multi-level competency certification designed exclusively for fashion assistants. Structured around a four-stage framework, each level of FA STAR equips employees with sharper skills in customer service, product expertise, store operations, and personal presentation—all essential for delivering our signature retail experience.

   By defining clear milestones and structured advancement opportunities, this programme creates a culture of continuous learning and recognition, enabling fashion assistants to fast-track their growth while building a strong foundation for future leadership roles within our retail business.

Through these initiatives, Retail Competency Development at ABFRL is not just about skills training—it's about building confidence, fostering aspiration, and shaping a self-sustaining pipeline of future retail leaders who embody our values, elevate customer experiences, and lead the next wave of growth in India's fashion landscape.

Functional Capability Development: Learning Without Limits

Building functional depth is critical to shaping a high-performing, future-ready workforce. Our Functional Capability Development initiatives are designed to equip employees with specialised expertise, real-world exposure, and problem-solving agility, enabling them to excel in their current roles while preparing for tomorrow's challenges.

1. **Achieve Career Excellence (ACE): Launchpad for Growth**

   ACE is a flagship programme crafted exclusively for junior management employees, designed to offer structured functional development aligned with individual career aspirations. The journey blends real-time projects, cross-functional exposure, and leadership insights, ensuring participants gain hands-on experience that strengthens both technical skills and decision-making ability.

60% **Role Movement**

within the ACE Retail Operations cohort

71% **Role Movement**

within the ACE Product cohort

Developed in collaboration with subject matter experts, business leaders, deans, and convenors, the seven-month programme offers developmental stretch assignments that challenge participants to think critically, innovate, and deliver results. ACE is building a strong pipeline of future-ready talent poised to take on expanded roles with confidence and capability.

2. **Skill Upgradation Initiatives: Building Awareness, Strengthening Support Systems**

- **Namma Kalike (POSH & Safety Training):**

  To foster a safe, inclusive, and respectful workplace culture, Namma Kalike was introduced to drive widespread sensitisation on the Prevention of Sexual Harassment (POSH) and critical workplace safety practices. This initiative ensures employees across the organisation are aware, informed, and equipped to uphold a culture of dignity and trust.

100% **POSH training coverage**

Across five regional languages, ensuring accessibility and contextual relevance.

Comprehensive Safety module

developed and rolled out across relevant employee groups, reinforcing workplace safety and compliance

- **SPARSH – Margadarshi Counselling Skills:**

  Under this initiative, 66 Margadarshis were trained in empathetic listening and counselling skills, strengthening our internal network of workplace counsellors. Their impact has been significant – 220 out of 254 cases were successfully resolved, highlighting the programme's effectiveness in supporting employees, fostering psychological safety, and creating a more responsive support ecosystem.

3. **Targeted Functional Trainings: Driving Performance Through Skill Precision**

   Beyond flagship programmes, specialised training modules were deployed to meet specific on-the-job functional requirements across roles and businesses. These interventions focused on building personal productivity, influencing and negotiation skills, career ability development, data storytelling, business acumen, and impactful business communication.

   Every programme was customised for functional cohorts, ensuring high relevance and applicability. Effectiveness scores exceeded 95%, reflecting strong learner engagement, real-world impact, and measurable improvements in performance outcomes.

Functional capability development is not a one-time intervention but an ongoing commitment to strengthening expertise, building confidence, and shaping future leaders who can deliver excellence today and scale greater heights tomorrow.

Behavioural and Leadership Development: Shaping Visionaries with Impact

We believe that exceptional organisations are built on exceptional leaders—visionaries who can inspire teams, navigate complexity, and shape the future of fashion and retail. Our Behavioural and Leadership Development architecture is designed to identify, nurture, and accelerate high-potential talent, transforming strong performers today into enterprise leaders of tomorrow. Through carefully curated, high-impact programmes, we build not just capability, but character—leaders who drive results with vision, empathy, and purpose.

1. **RISE – Preparing Mid-Level Leaders for Bigger Horizons**

   RISE is our flagship development programme tailored for high-potential mid-level managers, preparing them to step confidently into larger, more complex leadership roles. This immersive journey blends strategic thinking, commercial acumen, and advanced people leadership skills, enabling participants to broaden their perspectives, lead with impact, and unlock their next level of contribution.

   By building a strong bench of ready-now leaders, RISE ensures that our leadership pipeline remains robust, future-focused, and aligned with the pace of our growth ambitions.

2. **Springboard – Building Women Leaders of Tomorrow**

   Diversity is not just a value at ABFRL; it is a leadership strength we intentionally cultivate. Springboard is our flagship initiative dedicated to empowering high-potential women leaders in middle management roles, ensuring that they have the tools, confidence, and sponsorship needed to take charge of their careers.

   Through a thoughtfully designed mix of cognitive learning, emotional intelligence building, and real-world application, Springboard enables participants to navigate workplace dynamics, overcome gender-specific challenges, and make conscious, bold career decisions. This programme strengthens the quality and diversity of our leadership bench, ensuring women leaders are fully equipped to step into senior roles and inspire future generations.

3. **Cutting Edge – Accelerating the Next Wave of P&L Leaders**

   Sustaining leadership excellence demands a strong pipeline of business-savvy P&L leaders who can navigate complexity and deliver results in a rapidly changing environment. Cutting Edge, our accelerated P&L leadership programme, is designed to groom high-potential talent for critical business leadership roles.

   With a holistic approach that combines deep functional expertise, cross-functional exposure, and enterprise-level decision-making, participants are equipped to lead large businesses with agility and strategic foresight. By investing in such future-defining interventions, we ensure to be powered by leaders capable of driving long-term success.

4. **Super 30 – Fast-Tracking Successors for Critical Roles**

   Super 30 is an exclusive, high-touch leadership development experience reserved for our top-performing managers identified as successors for mission-critical leadership positions.

   This programme delivers a bespoke learning journey, combining immersive business simulations, one-on-one coaching, and exposure to group-wide strategic leadership networks, accelerating their readiness to take on enterprise-scale challenges. Super 30 is the final catalyst in shaping leaders who can think big, collaborate across boundaries, and take bold decisions that defines our future.

Through these focused interventions, Behavioural and Leadership Development at ABFRL goes beyond training—it is a deliberate, future-focused investment in shaping visionary leaders who combine sharp business acumen with empathy, resilience, and cultural stewardship, ensuring our leadership pipeline remains strong, diverse, and ready for tomorrow.



Future Skill Development: Building a Workforce Ready for the Next Era

The future belongs to those who anticipate change, adapt with agility, and lead with vision. As the world of work evolves at lightning speed, we are committed to equipping our people with a portfolio of future skills that go beyond technical know-how – nurturing adaptability, innovation, digital fluency, and the confidence to lead in a rapidly transforming business landscape.

Our Future Skills agenda is designed to build capabilities that will define success in the next decade – Digital and IT mastery, AI-powered decision intelligence, enterprise agility, leadership resilience, and cross-functional problem-solving.

1. **Digital & IT Capability Building**
   Through our IT Academy, we are preparing technology teams to lead enterprise-scale digital transformation. From advanced IT strategy to emerging tech integration, we build expertise in creating agile, secure, and scalable digital ecosystems that power growth.

2. **Digital Transformation Leadership**
   Our flagship Digital Transformation Programme develops leaders who can navigate the blurred boundaries of physical and digital retail. Leveraging ABG's BLUR model and LEAPFROG strategy, participants gain hands-on experience in building digital-first business models, driving innovation, and leading change in a tech-powered marketplace.

3. **Enterprise Architecture for Future-Ready Systems**
   We empower professionals to design and optimise enterprise-wide frameworks that keep pace with evolving business needs. This ensures technology and business strategies are fully aligned, scalable, and future-proof.

4. **Generative AI & Emerging Technologies**
   We are embedding AI capabilities across functions, starting with HR, to revolutionise how we attract, retain, and develop talent. Participants learn to leverage AI for smarter decisions, predictive workforce analytics, and seamless process automation – capabilities that will shape the future of human capital management.

5. **Future Leadership & Critical Thinking**
   Our programmes build strategic foresight, systems thinking, adaptability, and problem-solving skills that prepare leaders to thrive in an uncertain and complex business environment – skills as critical as technical expertise in shaping tomorrow's successes.

Through this multi-dimensional approach, we are not just creating digitally fluent teams; we are building a future-ready workforce with the mindset, agility, and skills needed to lead transformation – ensuring we continue to define the future of fashion and retail.



Cultural Capability Development: Strengthening the Fabric of Our Organisation

It is our strong belief that culture is not built by policies or processes but by behaviours consistently lived every day. Our Cultural Capability Development architecture equips leaders and employees alike to lead with empathy, build trust, foster collaboration, and create an environment where people feel empowered to thrive. These programmes deepen the values that make us who we are, shaping an organisational culture that is high-performing, human-centric, and future-ready.

1. **Coaching for Cultural Transformation – Building Leaders Who Unlock Potential**
   Culture shifts when leaders change how they lead. Our Coaching for Cultural Transformation initiative is an eight-month, ICF-accredited certification programme that embeds coaching as a core leadership behaviour at ABFRL.

   Through a structured journey of mindfulness practices, deep listening, and powerful questioning techniques, participants develop the ability to guide, support, and inspire their teams more effectively. The programme empowers leaders to foster a culture of growth, continuous development, and high performance, enabling every individual to bring their best self to work and realise their full potential.

2. **Enterprise Risk Management Training – Strengthening Agile and Responsible Leadership**
   In a dynamic, ever-changing market, risk awareness is not optional—it is a leadership imperative. Our Enterprise Risk Management Training is a two-day, classroom-based, experiential learning intervention designed to build robust risk assessment and mitigation capabilities among leaders.

   Through action-based exercises, case studies, and real-life scenario planning, participants learn to identify, assess, and proactively manage enterprise-level risks. This capability strengthens decision-making agility, reinforces governance excellence, and builds resilience within our leadership pipeline—ensuring we stay ahead of challenges while driving sustainable growth.

3. **Being a Mentor – Creating a Culture of Shared Growth and Guidance**
   We believe great cultures are shaped by leaders who lift others as they rise. Our Being a Mentor programme equips employees with the skills to nurture talent, share wisdom, and inspire the next generation of leaders.
   This two-day virtual intervention, supported by reference videos, hands-on exercises, and real-world application scenarios, builds self-awareness, sharpens communication skills, and enhances interpersonal effectiveness. By the end of the programme, participants are confident and competent mentors, able to guide others meaningfully while reinforcing our culture of learning and collaboration.

4. **Managerial Effectiveness – Empowering Leaders to Decide, Delegate, and Deliver**
   Our Managerial Effectiveness programme is an initiative aimed at strengthening decision-making agility, coaching capabilities, and team management effectiveness among our middle-management cadre. The programme focuses on connecting meaningfully with teams, implementing the GROW coaching model, delegating effectively using FIRO-B learnings, and driving structured team reviews through well-defined agendas, clear accountability, and consistent review cadences.

   This intervention has been pivotal to our "Power to Wings" project, enabling delayering of 128 decisions and accelerating organisational agility. To date, 1,000+ middle managers and 100% of Area Business Managers have successfully completed the programme, while 2,000+ store managers are currently undergoing training. The result is a more empowered workforce that makes faster, more effective decisions, fostering a culture of ownership, accountability, and trust across the business.

5. **Retirement Transition Programme – Supporting Life Beyond the Workplace**
   We see leadership as a lifelong journey, not just a career phase. The Turning a New Leaf – Planning for Retirement programme, under the ABG Gyanodaya initiative, supports senior managers approaching retirement with tools, reflections, and planning frameworks to navigate this important life stage.

   Through self-assessment questionnaires, interactive group discussions, and guided reflections (involving spouses where relevant), participants are empowered to design a personalised transition plan that balances professional closure, emotional well-being, and future aspirations. This initiative ensures that every leader feels valued, supported, and connected to our purpose, even as they step into a new chapter of life.

Through cultural capability development, we are strengthening the invisible threads that bind us together—our shared values, our culture of empowerment, and our ability to create a workplace where people can take bold decisions, innovate fearlessly, and grow meaningfully. These interventions ensure that our culture is not just preserved but continually elevated, enabling our people and our business to flourish together.

Elev8: The Universe of Endless Possibilities

Learning at ABFRL has been reimagined and redefined with Elev8 – our all-encompassing University of Growth, designed to make development accessible, inclusive, and limitless for every employee. More than just a platform, Elev8 is a movement—a commitment to democratising knowledge, breaking silos, and fostering a thriving community of lifelong learners who are prepared to shape the future of fashion.

Under the unified banner of Elev8, specialised functional academies—spanning Retail, Marketing, Luxury, Sourcing & Supply Chain, HR, and many more to follow—retain their unique identity and depth of expertise, while sharing a common heartbeat of growth, collaboration, and future-readiness. This ensures that every learning experience, no matter the function or career stage, is connected to a larger ecosystem of shared knowledge and collective progress.

The name Elev8 is a promise—of abundance, infinity, and limitless elevation of people, ideas, and impact. It reflects our belief that learning is not a ladder to climb, but a universe to explore, where every experience builds capability, shapes culture, and empowers our people to dream bigger, achieve more, and redefine the future of fashion.







Making Aditya Birla Fashion the Destination of Choice for Top Talent

At ABFRL, talent is not just recruited—it is inspired, nurtured, and celebrated. We are more than a workplace; we are a destination where ambition meets opportunity, where every individual has the space to dream big and the support to achieve it. In an industry where creativity and speed define success, our ability to attract, engage, and retain the best minds is not just an HR priority—it is a strategic advantage that shapes the future of fashion and retail.

A Brand That Speaks to Talent

Our reputation as a preferred employer continues to grow year after year because it is earned, not advertised. With 7,93,236 followers on LinkedIn, marking a 35.26% increase from last year and an average engagement rate of 27.63%, We are capturing the attention of top talent across industries. Our Glassdoor rating of 3.7, with 68% recommending ABFRL as a great place to work and 71% expressing a positive outlook, reflects a brand that resonates with current and future employees alike.

We are intentional in how we show up in the talent market—transparent in our communication, authentic in our values, and bold in our ambitions.

Employee Value Proposition (EVP): A Promise of Growth and Belonging

Our Employee Value Proposition (EVP) is more than a statement—it is a promise we keep every day, built on four pillars that meet the diverse aspirations of our people:

Career: We provide boundless opportunities to explore, grow, and evolve within the organisation and across the Aditya Birla Group. Our culture of mobility saw 13% internal role movements, allowing careers to be dynamic and borderless.

Learning & Development: From structured programmes and immersive academies to Elev8—our University of Growth, we foster a mindset of lifelong learning, preparing talent for the skills of today and the leadership roles of tomorrow.

Reward & Recognition: A multi-tiered R&R ecosystem ensures that excellence is celebrated at every level, making recognition a lived experience, not an annual ritual.

Enrich Your Life: We believe life and work should co-exist in harmony, with flexible policies, well-being initiatives, and platforms for connection and self-expression that support holistic growth.

This EVP ensures every employee feels valued, challenged, and inspired, making ABFRL a place where talent thrives, not just survives.

Opportunities Without Boundaries

Our scale and diversity spans multiple brands, businesses, and geographies creating a career playground unmatched in the industry. From cross-functional moves to inter-business exposure within the wider Aditya Birla Group, mobility is the new loyalty at ABFRL. When people can explore, experiment, and excel without boundaries, they choose to stay and grow with us.

Our Talent Operating Principles reflect this ethos:

Career Dossiers: Putting employees in the driver's seat of their careers, this annual exercise empowers 100% of eligible employees (JB 6–11) to define their long-term aspirations, identify short-term bridge roles, and list development needs. Inputs are reviewed by Managers, Function Heads, Brand ExCom, HR Heads, and the CEO, ensuring visibility and action on every career dream.

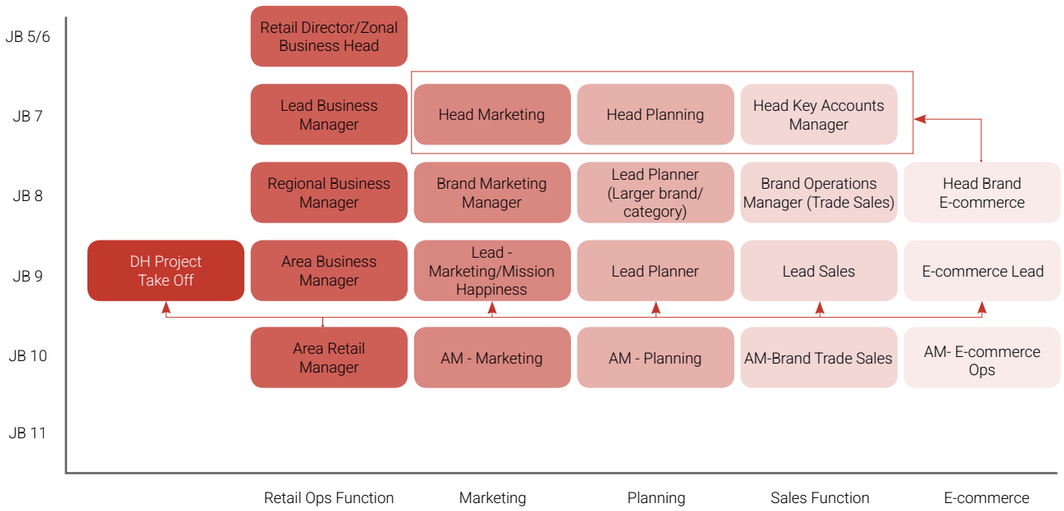
Segment of One Development: Each employee's Individual Training Plan is mapped to their unique development inputs, creating a tailored journey for skill-building and leadership readiness.

Potential Assessment and Development Assessment Centres: Using a 70:20:10 approach, we provide holistic development pathways, ensuring talent is future-ready and prepared for bold, strategic roles.

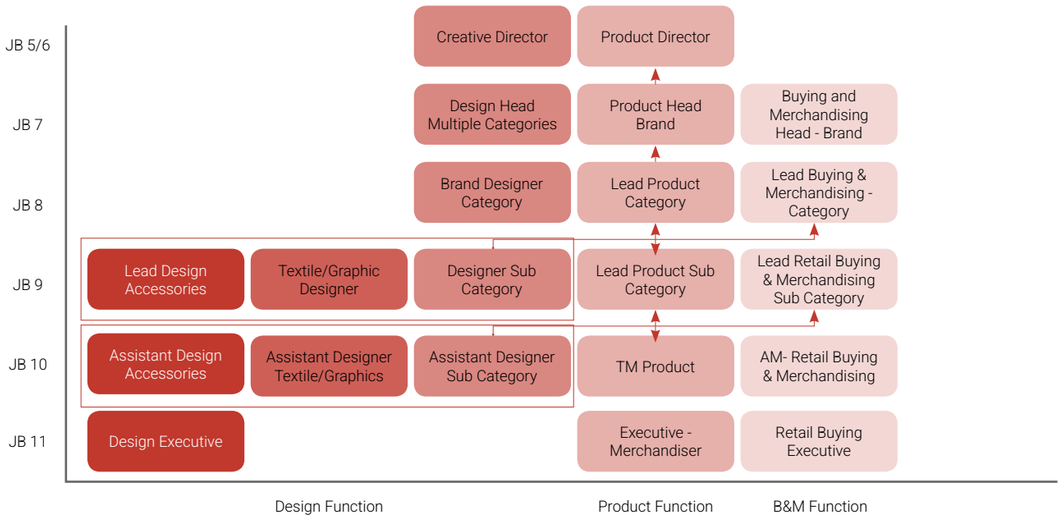
Cross-Functional and Cross-Business Unit Mobility: True to our belief that "Anybody can do Anything," we encourage stretch projects, lateral shifts, and inter-BU experiences, enriching careers while building organisational agility.

Career paths are clearly defined for Fashion Management and Business Management Talent, creating transparent, aspirational journeys for every employee.

Career Paths - Business Management (Cross-Functional Track)



Career Paths - Fashion Management (Cross-Functional Track)



WE UNDERSTAND THAT A TRULY DIFFERENTIATED EMPLOYEE EXPERIENCE IS NOT BUILT ON ISOLATED INTERVENTIONS BUT ENGINEERED THROUGH SYSTEMS, PROCESSES, TOOLS, AND CULTURE—ALL WORKING TOGETHER TO MAKE EVERY MOMENT OF THE EMPLOYEE LIFECYCLE MEANINGFUL, SIMPLE, AND EMPOWERING.

Our Promise to Top Talent

We don't just compete for talent—we co-create an ecosystem where talent wants to be. A place where:

- Opportunities are limitless, across brands, functions, and borders.
- Careers are self-driven, supported by leaders who listen, mentor, and take bold bets on their people.
- Learning is constant, opening doors to future-ready skills and leadership roles.
- Recognition is real-time, celebrating the big wins and the everyday contributions alike.
- Work and life thrive together, in a culture that values well-being as much as performance.

By combining a strong employer brand, a powerful EVP, and boundless growth opportunities, we are cementing our position as a destination of choice for top talent—a place where the best minds in fashion and retail come not just to work, but to build legacies, shape the future of style, and leave an indelible mark on the industry.

World-Class Employee Experience

We are reimagining what it means to be an employer of choice—not just attracting talent but creating an employee experience that feels as seamless, empowering, and intuitive as the world-class brands we deliver to our customers. With a large and diverse workforce spread across 15 units, multiple subsidiaries, and new businesses, our aspiration is simple yet bold: to offer every employee, at every touchpoint, a consumer-grade experience that matches the very best in the world.

We understand that a truly differentiated employee experience is not built on isolated interventions but engineered through systems, processes, tools, and culture—all working together to make every moment of the employee lifecycle meaningful, simple, and empowering.

Fit-for-Purpose HR Service Delivery: A Seamless Backbone for a Complex Workforce

Our scale and growth—fueled by strategic mergers, acquisitions, and the expansion of existing brands—demand an HR service delivery model that is agile, future-proof, and "fit for purpose." We've moved beyond traditional HR operations to build a holistic, standardised, and digitally enabled service framework that supports employees across every entity while respecting the unique needs of each business.

Consolidation and Streamlining: HR processes have been standardised, simplified, and aligned with compliance frameworks across ABFRL Standalone, Tasva, Jaypore, TMRW, Christian Louboutin, TCNS, and our ethnic businesses.

New Business Onboarding: Comprehensive HR due diligence and seamless integration for acquisitions like Christian Louboutin and TCNS ensure employees experience our culture and benefits from day one.

Service Charters and Guarantees: Clearly defined KPIs ensure service reliability, process transparency, and accountability, making HR a trusted partner for our people.

Centralised Payroll & Benefits Administration: A single, cohesive approach to payroll, rewards, insurance, Annual Compensation Review, Mid-Year Compensation Review, Annual Incentive Plan & Long-Term Incentive Plan ensures fairness, efficiency, and accuracy across the organisation.

Digital Transformation: Building a Future-Ready HR Ecosystem

In a world where employees expect the same ease and personalisation in their workplace experiences as they do from digital consumer brands, we are leading a technology-powered transformation of HR services.

Single Core HRMS Solution: We've deployed an integrated HRMS for Head Office, Zonal Offices, Retail, and Manufacturing, bringing consistency and visibility to all employee lifecycle events.

Automation of Workflows: From onboarding to exit, manual touchpoints are being replaced with automated, intuitive workflows, enabling speed, accuracy, and better employee control over their information.

Integration of Platforms: Seamless connectivity between systems like Altlife, Expense Management System, ED, ABG Travel Portal, MIM, and PeopleStrong ensures data accuracy, zero duplication, and real-time updates.

Advanced HR Analytics via Power BI: Leadership now has one-click access to workforce data, process metrics, cost insights, and operational trends, empowering smarter, faster decision-making.

Ethnic Business HRMS Rollout: Expanding automation and digital adoption to businesses like House of Masaba, Shantnu & Nikhil, and Sabyasachi to ensure no employee is left out of the digital experience journey.

A Future-Ready, Insight-Led HR Function

Our journey toward a world-class employee experience is powered by data, insights, and continuous improvement.

Portfolio-Driven HR Analytics: Unified dashboards provide real-time visibility into operational performance, workforce cost, and productivity, empowering line managers and leaders to make fact-based decisions.

Ongoing Automation & Process Redesign: Identifying repetitive HRSD processes ripe for automation, freeing time for value-added, human-centered interactions.

SOPs & Service Guarantees: Clearly defined workflows and charters guarantee consistent, predictable, and high-quality HR service delivery across all business units.

Employee Benefits: Caring Beyond the Workplace

We know that a world-class experience is not just about processes—it is about people feeling cared for, valued, and supported in every stage of their life and career.

Holistic Health & Wellness:

- Preventive Health Check-Up Pilot (Mumbai): ~600 employees participated in age and gender-specific diagnostic screenings between February–April 2025, supporting early detection and proactive care.
- 73% adoption of Preventive Health Initiatives under the Aditya Birla Wellness Assurance Policy.
- Comprehensive health and accident insurance, life insurance for all employees and workers (claims via EDLI), and generous parental leave policies (26 weeks maternity leave, 5 days paternity leave).
- Childcare and daycare facilities, lactation support, stress management programmes, sports and fitness initiatives, and flexible working arrangements create a family-friendly ecosystem.

Employee Benefits	2023-24			2024-25		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	100%	Yes	100%	100%	Yes
ESI	41%	94%	Yes	40%	88%	Yes

During the reporting period, 0.24% (₹35.73 crore) of our total revenue was invested in well-being initiatives compared to 0.16% for the previous year reinforcing our commitment to the holistic care of our employees.

Employee and Worker Benefits

	Total (A)	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	12,434	7,819	62.9%	12,434	100%	-	-	12,434	100%	-	-
Female	5,434	2,965	54.6%	5,434	100%	5,434	100%	-	-	-	-
Total	**17,868**	**10,784**	**60.4%**	**17,868**	**100%**	**5,434**	**30.4%**	**12,434**	**62.9%**	**-**	**-**
Permanent Workers											
Male	3,230	1,268	39.3%	2,063	63.9%	-	-	3,230	100%	3,230	100%
Female	11,987	545	4.5%	11,898	99.3%	11,987	100%	-	-	11,987	100%
Total	**15,217**	**1,813**	**11.9%**	**13,961**	**91.7%**	**11,987**	**79%**	**3,230**	**21%**	**15,217**	**100%**

Parental Leave

	2022-23		2023-24		2024-25	
Parameters	Male	Female	Male	Female	Male	Female
Total employees who took parental leave	62	15	60	20	57	11
Total number of employees who returned to work in the reporting period after parental leave ended	62	15	60	20	57	11
Total number of employees who returned to work after parental leave ended and are still employed 12 months after their return to work	53	13	52	13	57	11
Return to Work Rate	100%	100%	100%	100%	100%	100%
Retention Rate	85%	65%	87%	87%	100%	100%

Long-Term Incentives: Stock options and RSUs for employees below senior management (40% coverage) with an average 3-year vesting period, enabling employees to participate in the organisation's long-term success.

We believe that the future of HR is not transactional—it is experiential. Through a fit-for-purpose HR service model, digital transformation, robust governance, holistic benefits, and analytics-driven decision-making, we are crafting an ecosystem where every interaction feels intuitive, every process inspires confidence, and every employee feels valued, empowered, and cared for.

By embedding this approach across all businesses, we are not just supporting employees—we are designing an experience that is world-class, future-ready, and deeply human.

Human Rights: Building a Workplace of Dignity, Safety, and Respect

At ABFRL, we believe that human rights are not optional—they are fundamental. They are the invisible threads that bind our culture of fairness, inclusion, and compassion, shaping how we work, how we lead, and how we engage with every individual across our ecosystem.

Every one of our employees and workers deserves to work, live, and thrive in an environment where dignity is upheld, voices are heard, and opportunities are free from discrimination, harassment, or bias. This belief is enshrined in our Human Rights Policy, approved by our Board of Directors and aligned with the UN Guiding Principles on Business and Human Rights, setting a clear and uncompromising standard across all our operations and value chain partners.

Our Commitment: People First, Always

Human rights at ABFRL are more than compliance; they are a promise of safety, respect, and fairness for every individual.

Zero Tolerance: We categorically prohibit discrimination, harassment, child labour, forced labour, human trafficking, and any association with armed conflict or high-risk practices across all our operations.

Protecting Vulnerable Communities: We actively support women, migrant workers, minorities, and indigenous communities. During FY 2024–25, no violations involving indigenous peoples were reported.

Freedom of Association: We uphold every worker's right to freely form or join trade unions without fear of retaliation, with 3% of our total workforce covered by collective bargaining agreements. Employees receive at least 60 days' notice for significant operational changes, jointly agreed upon with trade unions.

Fair Work & Pay: We monitor working hours, ensure proper overtime payments, and engage directly with worker representatives to uphold safe and fair working conditions at every site.

Our commitment doesn't stop at our own doors—we extend it to every supplier, contractor, and vendor, requiring them to uphold our human rights standards as a condition of partnership.

Membership of employees and workers in association(s) or Unions

Parameters	2023-24			2024-25		
	Total employee / workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union(s)	% (B / A)	Total employees / workers in respective category (A)	No. of employees /workers in respective category, who are part of association(s) or Union(s)	% (B/A)
Total Permanent Workers	12,529	407	3%	15,217	406	3%
Male	1,808	34	2%	3,230	26	1%
Female	10,721	373	3%	11,987	380	3%

Human Rights Risk Management: Prevent, Protect, and Act

Human rights cannot be safeguarded by policy alone—they need proactive systems to anticipate risks and prevent harm before it happens.

Through our Human Rights Due Diligence Framework, we conduct systematic risk mapping for potential violations in our operations and value chain before entering new partnerships, M&As, or joint ventures. During FY 2024–25, we assessed all our operations and suppliers for risks related to child labour, forced labour, sexual harassment, discrimination, human trafficking, freedom of association, equal pay, and wage compliance. The assessment covered all our permanent and other than permanent workforce, women, children, local communities, migrant workers, and indigenous people and other stakeholders as applicable. No significant risks were identified, eliminating the need for remediation actions during this period. Tier 1 vendors, warehouses, retail stores, corporate offices, and in-house factories were all covered under this assessment.

Specific initiatives were introduced to strengthen prevention:

- Age Verification: Aadhaar-based e-verification across manufacturing sites to eliminate child labour risk.
- Anonymous Feedback Channels: Expanded for safer reporting of workplace concerns.
- Inclusive Hiring Practices: Enhanced protocols to prevent discrimination at all levels.
- Contractor Management: Stronger onboarding documentation and safety protocols to ensure ethical labour practices for contract workers.

Occupational health and safety measures—emergency preparedness, personal protective equipment, and regular safety training—are foundational at every facility, ensuring a safe environment for all.

Human Rights Awareness: Educating for Change

We believe awareness is the first line of defence against human rights violations. That is why training and education are central to our human rights strategy:

- 209 hours of dedicated human rights training were delivered in FY 2024–25 through e-learning modules across corporate, retail, and manufacturing teams.
- Topics included POSH (Prevention of Sexual Harassment), the ABFRL Human Rights Policy, Code of Conduct, and Supplier Code of Conduct.
- All new hires are introduced to these principles during onboarding, embedding respect, equality, and ethical conduct from day one.

Human Rights Training

Employees	2023-24			2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B / A)	Total (A)	No. of employees/ workers covered (B)	% (B / A)
Permanent	14,436	13,456	93%	17,868	2,611	14.61%
Other than permanent	20,943	-	-	21,738	-	-
Total Employees	**35,379**	**13,456**	**38%**	**39,606**	**2,611**	**6.5%**
Workers						
Permanent	12,529	11,983	95%	15,217	15,217	100%
Total Workers	**12,529**	**11,983**	**95%**	**15,217**	**15,217**	**100%**

Grievance Redressal: Giving Every Voice a Safe Channel

An organisation's commitment to human rights is tested not when everything goes well, but when someone needs to raise their hand and say, "Something is wrong." At ABFRL, we have built a transparent, accessible, and secure grievance mechanism that ensures every concern is heard, addressed, and resolved with fairness and confidentiality.

Our framework includes:

- Anti-Fraud Policy, Anti-bribery and Anti-corruption policy, Vigil Mechanism, and Whistleblower Policy, providing multiple safe channels for employees, partners, and vendors to report unethical conduct or rights violations.
- A third-party managed Complaint Management System (CMS), allowing reporting via hotline, email, or website, with real-time alerts, full case tracking, categorisation, and analytics for transparency and speed.
- Oversight by Directors and Senior Managers to handle serious cases involving suspected fraud or breaches of the Code of Conduct.
- The Values Standard Committee, operating at corporate and unit levels, ensures that even contractual staff and security personnel have access to grievance redressal channels.
- Our POSH Policy, aligned with national legislation, provides robust protection and resolution mechanisms for workplace harassment cases.

POSH Complaints	2023-24	2024-25
Total complaints reported under Sexual harassment of women at workplace (Prevention, prohibition and redressal) Act 2013 (POSH)	24	31
Complaints on POSH as a % of female employees (permanent workers and employees)	0.17%	0.18%
Complaints on POSH upheld	24	21



▲ Safety

During FY 2024–25, 176 complaints related to value violations were filed, with 42 cases pending resolution at year-end. 1 case of workplace discrimination was reported and resolved. During the previous year, there were no instances of child labour, forced labour and discrimination reported. These figures reflect a culture where people feel safe to speak up, knowing their voices lead to action and not repercussions.

Human rights at ABFRL are not just about preventing harm—they are about creating a workplace and value chain where dignity is guaranteed, fairness is a given, and respect is a daily reality.

We are committed to strengthening due diligence, deepening training, building more transparent grievance mechanisms, and engaging our partners and communities to ensure that human rights are upheld across every corner of our ecosystem.

Because at ABFRL, business success means nothing if it comes at the expense of basic human dignity. Our vision is simple yet uncompromising:

A workplace where every person feels safe, respected, empowered, and free to thrive.

Occupational Health and Safety

Safety is a crucial part of our well-articulated roadmap and monitoring framework as defined by our structured sustainability programme, 'ReEarth – For Our Tomorrow.' We believe that a safe and secure workplace is essential for attracting and retaining talented, engaged employees. In line with this belief, we have revised our Occupational Health and Safety Policy and ensured that 100% of our operational sites are covered under an OHS management system that complies with all applicable legal requirements.

Safety Standard Operating Procedures (SOP) have been disseminated across all our factories, warehouses, and retail stores. Through systematic practices, we assess, manage, and continuously improve our safety performance, achieving zero workplace fatalities in FY 2024-25. Our short to medium-term objective is to achieve and sustain 100% compliance with monthly safety inspection checklists, while our long-term goal is to eliminate Lost Time Injuries (LTI) and high-consequence injuries. Our OHS Management System is aligned with the ABG TS 14 framework, which is designed to achieve Zero Harm across all premises. This model comprises eight core elements Leadership Commitment, Policy and Strategic Objectives, Organisation, Resources & Competence, Risk Evaluation & Management, Planning, Standards & Procedures, Implementation, Monitoring & Reporting, Inspection and Assurance, and Management Review supported by 32 sub-elements.

Safety is integrated into every phase of our operations, including new projects, expansions, changes, and acquisitions. Each initiative undergoes a thorough safety risk assessment, followed by a review of findings and implementation of necessary mitigation measures. We have also institutionalised a change management process to proactively identify and control risks arising from modifications in existing operations. Additionally, we adopt the inherently safer design approach to embed safety considerations from the earliest stages of all new, expansion, and acquisition projects.

OHS Governance

To reinforce our commitment to safety, we have established a dedicated Business Review Council (BRC) at the board level, which oversees the implementation of OHS policy and conducts quarterly performance reviews. Our safety governance structure follows a three-tiered approach. Initial assessments are conducted by the site-level safety committees, followed by evaluations from the business safety committees or sub-committees, and ultimately reviewed by the BRC. The CSO monitors OHS performance and communicates with the Management Committee and RMSC. Further, the RMSC provides oversight on safety-related matters and strategies.

Safety Management System



At ABFRL, our OHS Management System is aligned with the Aditya Birla Group (ABG) Technical Standards and complies with all applicable legal requirements, as well as international standards. This alignment ensures that our safety protocols are both comprehensive and locally relevant. All manufacturing facilities are equipped with Occupational Health Centres staffed by a Chief Medical Officer and nurses to ensure the health and safety of our employees. These centres operate full-time on all working days and are accessible to both permanent and contractual employees.

To enhance safety data management, we have launched a digital portal across all facilities for reporting incidents, safety observations, and inspection details. Each report is thoroughly investigated, root causes are identified, and corrective actions are implemented promptly by prioritising and integrating action plans. Further, nine of our factories hold ISO 45001:2018 certification for Occupational Health and Safety Management Systems.

Our Hazard Identification and Risk Assessment (HIRA) process identifies and evaluates risks across various categories such as physical, electrical, chemical, ergonomic, and psychosocial. Control measures are implemented based on the hierarchy of controls and monitored regularly through inspections and checklists. We conduct regular internal safety audits, classifying findings into low, medium, and high risk, and perform external audits at selected sites to validate system effectiveness based on ISO 45001: 2018. Additionally, we have developed a dedicated safety monitoring application that tracks critical parameters such as temperature, humidity, fire pump, pressure, fire sump water level and equipment pressure, provides real-time alerts, and includes a violation tracking feature.

Each facility has a site-level safety committee with equal representation from management and workers. Workers actively participate in the HIRA process to share concerns and suggest improvements. Safety committee meetings are held monthly at manufacturing sites and quarterly at warehouse facilities, ensuring ongoing dialogue and accountability. This helps us in evaluation of the progress in reducing and preventing health issues and risks against the targets.

All incidents, including accidents and near misses, must be reported to safety designated personnel as per our incident reporting matrix. The reporting matrix is communicated across all employee levels. Each incident is investigated by a dedicated team, and corrective actions are implemented within defined timelines. We have also introduced QR codes at all facilities, enabling employees to report incidents easily via a digital form. Self-assessment questionnaires are circulated regularly to evaluate systems such as Fire Safety Management, Emergency Preparedness, and Road & Driving Safety.

To manage non-routine hazardous activities, we have implemented a comprehensive Work Permit System. The Lockout and Tagout (LOTO) system is in place to control hazardous energy releases, while engineering controls have been applied to critical machinery. Administrative controls, including Operating Control Procedures (OCPs) and training programmes, are actively enforced. A detailed PPE matrix has also been developed and implemented to ensure appropriate protective equipment is used across all tasks.

OUR HAZARD IDENTIFICATION AND RISK ASSESSMENT (HIRA) PROCESS IDENTIFIES AND EVALUATES RISKS ACROSS VARIOUS CATEGORIES SUCH AS PHYSICAL, ELECTRICAL, CHEMICAL, ERGONOMIC, AND PSYCHOSOCIAL.

Recognising that a truly safe and productive workplace extends beyond physical safety, we have broadened our approach and focus on holistic employee well-being. We place a strong emphasis on both the physical and mental well-being of our employees. Our initiatives include declaring all facilities as non-smoking zones, providing healthy meals and ergonomically designed workstations, organising annual sports activities, conducting regular mental health training, and launching a Mental Health First-Aiders Programme where employees are trained by a third-party NGO.

We celebrate World Mental Health Day, partnered with MPOWER for professional support, and exercise a mental health leave which is included as a part of our leave policy. Additionally, we have policies and processes for workers to remove themselves from work situations that they believe could cause injury or ill health, with supervisors responsible for resolving such issues and ensuring a safe environment. Our unwavering commitment to occupational health and employee well-being was recognised with the prestigious Platinum Healthy Workplace Award 2025, an honour that reflects our leadership in creating safe, supportive, and health-focused work environments.

In the reporting period, 100% of our factories and warehouses were assessed for health and safety practices and working conditions. We received 5,652 health and safety observations (this includes near miss, unsafe conditions, and unsafe actions) in FY 2024-25, as compared to 4,072 in the previous year. All complaints were successfully resolved by year-end in both periods.

Health and Safety Incidents*

Parameters	2023-24		2024-25					
	Employees	Workers	Employees			Workers		
			Demerged-ABFRL	ABLBL	Total	Demerged-ABFRL	ABLBL	Total
Total manhours worked (million manhours)	68.57	49.78	6.35	67.45	73.8	3.22	52.56	55.78
Fatalities as a result of work-related injuries (Nos.)	0	0	0	0	0	0	0	0
High consequence work-related injuries (excluding fatalities) (Nos.)	0	0	0	0	0	0	0	0
Recordable work-related injuries (Nos.)	44	41	50	21	71	48	3	51
Lost Time Injuries (Nos.)	2	2	5	0	5	0	0	0
Lost Time Injuries Rate	0.01	0.01	0.01	0	0.01	0	0	0
Lost Time Injury Frequency Rate (LTIFR)	0.03	0.04	0.07	0	0.07	0	0	0
Total no. of affected employees/workers	0	0	0	0	0	0	0	0
No. of employees/ workers rehabilitated	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

* We are in the process to establish standard Occupational Health & Safety management system for the TCNS business.

Safety Training

At ABFRL, we are committed to fostering a proactive safety culture by engaging employees at every level through a variety of structured initiatives. To ensure preparedness for emergencies, we conduct regular emergency preparedness drills across all facilities in compliance with regulatory standards. Employees are selected and trained to be part of the Emergency Response Team (ERT), receiving instruction in evacuation procedures, basic first aid, and firefighting. These drills enhance response capabilities and facilitate quicker recovery during actual emergencies. Post-drill debriefings are conducted to identify improvement areas and implement corrective actions.

To strengthen safety awareness and capacity building, we have developed safety training videos for employees across our retail network, complemented by online assessments to measure effectiveness. Employees who complete these modules receive e-certificates, encouraging active participation. In addition to digital learning, we also conduct classroom training sessions and awareness programmes across all operational sites. In the reporting year, we successfully conducted 19,549 man-days of safety training, reflecting our ongoing investment in workforce development.

Our Safety Observation Programme enables managers and line leaders to engage directly with employees, encouraging them to voice safety concerns. We have established safety committees at the site level to promote employee involvement in safety-related matters. We also observe safety weeks and campaigns and organise interactive activities to reinforce safety culture. Continuous and refresher training sessions are conducted to ensure that safety knowledge remains current and actionable.

Details of training given to employees and workers on Health and Safety*

Employees	FY 2023-24	FY 2024-25
Male	82,810	99,071
Female	56,744	52,486
Workers		
Male	89,704	1,20,415
Female	45,880	54,045

*Total no. of participants who attended training, this is not the total number of employees/workers

Implementation of 360° guard in single needle machines

To address safety concerns with inadequate finger guards on single-needle machines, we custom-designed and implemented 360-degree tamper-proof guards. The original manufacturer's design left operators vulnerable to needle pricks and was prone to tampering.

Our redesigned solution ensures full coverage around the needle, prevents tampering, and eliminates direct finger contact with moving parts. This customised solution has effectively eliminated direct contact between the operator's fingers and the moving needle. Since their implementation, there have been no reported needle prick injuries on machines equipped with these improved guards.

This not only boosts operator confidence and productivity but also minimises downtime caused by incidents or first aid needs. The result is significant cost savings from reduced medical expenses and compensation claims. Fully compliant with safety audit standards, the system is custom-built to match actual machine use and operator requirements, reinforcing a strong safety culture and demonstrating our commitment to worker well-being.

Fire Safety Marshal Training Programme

The Safety Marshal Programme was launched with a clear objective—to equip every store-level employee with essential fire safety knowledge and hands-on skills to operate fire extinguishers effectively.

The initiative followed a tiered training model, beginning with centralised sessions for Regional Business Managers and cascading down to Area Business Managers, Store Managers, and Customer Care Associates. This ensured consistent and practical knowledge transfer across all levels.

The programme's impact was powerfully demonstrated during a real-life fire incident. Trained team members responded swiftly locating extinguishers, acting calmly, and successfully controlling the fire, preventing panic and major damage. Their quick action validated the programme's effectiveness and life-saving potential.

Now a cornerstone of our safety culture, the Safety Marshal Programme goes beyond compliance. It instils confidence, accountability, and preparedness among employees, reinforcing our commitment to workplace safety and emergency readiness. We remain dedicated to scaling such initiatives to ensure safety remains integral to our organisational ethos.

Platinum Healthy Workplace Award 2024

We have been awarded with the prestigious Platinum Healthy Workplace Award 2024 from Arogya World, a US-based global health non-profit focused on preventing non-communicable diseases through education and lifestyle changes. This recognition highlights our commitment to employee well-being, backed by leadership-driven programmes and a robust, data-oriented approach. The Platinum Seal of Accreditation is a testament to our efforts in fostering a workplace where health, happiness, and care for employees are prioritised through meaningful, high-impact wellness initiatives.



Intellectual Capital

New Era of Thought Leadership and Transformative Ideas

▲ Louis Philippe

Focus Areas

- Circularity In Fashion
- Product Innovation
- Digitalisation
- Data Security

Key Highlights

2,274 Total Trademarks	**19** Total Patents	**34** Total Copyrights
3 Centres of Excellence	**ZERO** Cases of data breach	**5,021** Total Designs

Contribution to SDGs



Capital Linkage



Financial Capital | Manufactured Capital | Human Capital

Material Topic Linkage

Data Privacy and Security	Competitive Positioning	R&D and Innovation Management
Sustainable Packaging	Sustainable Raw Material	Sustainable Product

BY FOSTERING PARTNERSHIPS WITH CIRCULAR APPAREL INNOVATION FACTORY (CAIF) AND GIZ'S DEVELOPPP PROJECT, WE DRIVE INNOVATION AND SUSTAINABILITY IN FASHION WHILE DEVELOPING NEW SOLUTIONS FOR THE SECTOR.

At ABFRL, we value a culture of innovation and creativity, using our expertise to stay up-to-date with changing technological trends and evolving customer preferences. As a leading fashion and retail business, we understand the significance of intellectual capital to our success. We continue to rely on our experienced professionals to exceed customer expectations and drive growth through their knowledge and creativity. Our Technology Management Centre (TMC), Garment Technical Cell, and Knowledge Management Centre are instrumental in tracking market trends and customer preferences, helping us maintain our market leadership and develop new products. With a substantial intellectual property portfolio including trademarks, copyrights, and patents, we have a competitive advantage in the industry. By fostering partnerships with Circular Apparel Innovation Factory (CAIF) and GIZ's develoPPP project, we drive innovation and sustainability in fashion while developing new solutions for the sector.

Our commitment to sustainability in the fashion industry has been recognised in a Harvard Business Review case study titled *"Aditya Birla Fashion and Retail: Stitching Sustainability,"* which highlights our forward-thinking approach and impactful initiatives in this space.

Driving Circularity in Fashion

Incorporating sustainability principles across all aspects of our business, including our product offerings, is a core part of our ethos at ABFRL. We are dedicated to designing clothing that extends its lifecycle through recycling, reusing, and repurposing, thereby reducing the fashion industry's dependence on limited resources and shrinking our environmental impact.

Embracing the circular fashion model, we integrate sustainability practices at every step of our product journey - from conception and manufacturing to distribution and end-of-life management. Central to our circular approach is creating garments built for longevity, emphasising superior workmanship and robust materials to ensure durability under various conditions. We continually strive to innovate materials and production techniques that reduce waste and environmental harm, exploring options such as BCI cotton, recycled polyester, and biodegradable fibres to promote sustainable fashion while upholding style and excellence.

Through initiatives like our clothing take-back programme and collaborations with recycling facilities, we offer our customers a convenient avenue to responsibly dispose old garments, while also repurposing discarded textiles into new clothing items or accessories. Our diverse brand portfolio at ABFRL also actively incorporates circularity into their product strategies - for example, our brand Jaypore reimagines traditional ethnic wear by upcycling old sarees into pieces such as lehenga cholis and kurtas. Similarly, Shantnu and Nikhil have implemented a Buy-Back Programme, enabling customers to return clothes for store credit, emphasising sustainability and consumer engagement.

Recognised for our sustainability efforts, including being featured in 'Circular Design for Fashion' by The Ellen MacArthur Foundation, we champion the concept of a circular economy through our practices and collaborations with industry experts. We maintain clear accountability throughout our product creation process with well-defined systems and processes designed to ensure the realisation of our sustainability goals. Regular transparent evaluations further validate our commitment to product sustainability, driving us towards our vision of a more environmentally responsible future.

Accelerating Circularity in Indian Textiles: ABFRL–GIZ develoPPP Project

In a pioneering step towards embedding circularity in the Indian textile and apparel sector, we partnered with GIZ Germany to initiate a three-year public-private collaboration under the develoPPP programme. Launched in 2021, the project titled "Approaches for Circular Textiles and Apparel Industry in India (ACT)" aims to transform industry practices through innovation, capacity building, and stakeholder engagement.

This first-of-its-kind initiative brings together strategic partners including the Centre for Environment Education (CEE) as the implementation partner and the International Council for Circular Economy (ICCE) as the knowledge partner. The project was steered by a high-level Steering Committee comprising representatives from ABFRL, GIZ India and Germany, CEE, ICCE and makes a measurable contribution to the UN Sustainable Development Goals: SDG 5, 8, 10, 12, 13, and 17.

Project Objective

The core objective was to strengthen the capacities of the Indian textile and apparel industry to adopt and implement circular business practices. We aim to reduce inputs of harmful substances, recycle textiles and garments, reuse old clothes, and use alternative materials and renewable energy, contributing to a low-waste and low-pollution industry

Key Components & Milestones

Circularity Baseline Study

A pan-India baseline study was conducted to identify circularity challenges, hotspots, and priority intervention areas within the textile industry. The survey engaged a diverse range of over 90 stakeholders, including textile mills, garmenting units, processing and dyeing units, waste processing agencies, brands, retail stores, consumers, government ministries and associations, as well as academic institutions. The findings of this comprehensive assessment were officially launched at the International Circular Economy Forum (ICEF) held in New Delhi in 2023.

Innovation Challenge

We conducted an innovation challenge to identify scalable circularity solutions on GIZ leverist platform resulting in 87 submissions, out of which 9 were shortlisted through external jury members for industry adoption. All innovations were compiled into a booklet that was officially launched at Bharat Tex 2024 in the presence of the Joint Secretary and senior representatives from ABFRL and GIZ.

Demonstration Project

We identified three circularity projects from the innovation



challenge and successfully implemented in brands. While the remaining projects were made available for adoption by other industry stakeholders.

Capacity Building on Circularity

A comprehensive training curriculum was developed, comprising three tailored modules for the leadership team, middle management, and the trainers. The programme was implemented across nine key textile clusters in India, reaching 426 participants representing diverse stakeholder groups. As part of the initiative, a two-day Training of Trainers (ToT) programme was conducted, focusing on Circular Fashion, Advanced Waste Management, Circular Business Models, and Innovative Circular Strategies. This initiative successfully created a pool of 26 certified trainers from senior and middle management levels.

Development of Guidelines

The "Stitching the Circle" Circularity Guidelines and Manifesto were developed through a robust stakeholder engagement process, including seven focus group consultation across textile clusters in India and broader textile value chain. The process engaged over 300 stakeholders and a dedicated 24-members working group representing brands, academia, recyclers, textile mills, NGOs, and innovators. Guided by three key expectations—strong stakeholder engagement, key performance metrics for benchmarking, and dissemination to industry and government—the draft was shaped through multiple consultations and finalised by the working group. These were officially released at Sankalp Summit 2024 and Bharat Tex 2025, marking a significant milestone in advancing industry-wide circularity practices. The guideline establishes circular economy practices clearly and offers a structured pathway to reduce dependency on virgin resources and promote waste-to-value initiatives.

Communications

The ABFRL-GIZ collaboration received significant visibility through coverage in leading media outlets, industry conferences, global forums, and across social media platforms. The Circular Business Guidelines were disseminated to over 5,000 stakeholders across the Indian textile sector, fostering broader industry awareness and engagement on circularity.

Knowledge Exchange and Advocacy

An industry working group was established to foster alignment and collaboration across stakeholders. We undertook a comprehensive mapping of international policies, leading to the development of a policy white paper aimed at guiding circularity efforts in the Indian textile sector. In addition to that, ongoing advocacy initiatives were carried out through participation in industry conventions and active engagement with government bodies to drive systemic change.

Role of Centres of Excellence (CoEs)

Our Centers for Excellence (CoEs) are specifically focused on sustainable design, innovation, and advanced material research and development. The three centres serves as a collaborative space where experts work together to explore new ideas and drive innovation in line with our commitment to sustainability. The CoEs aim to lead the way in reimagining traditional practices towards sustainability, shaping a more environmentally conscious future in design and material development. Our intellectual property portfolio includes 2,274 trademarks, 34 copyrights, 19 patents, and 5,021 designs giving us a competitive edge in the industry.

THE "STITCHING THE CIRCLE" CIRCULARITY GUIDELINES AND MANIFESTO WERE DEVELOPED THROUGH A ROBUST STAKEHOLDER ENGAGEMENT PROCESS, INCLUDING SEVEN FOCUS GROUP CONSULTATION ACROSS TEXTILE CLUSTERS IN INDIA AND BROADER TEXTILE VALUE CHAIN.



Digital Intelligence at ABFRL

Our commitment lies in leveraging the potential of digitalisation to propel e-commerce, cultivate stronger connections with our brands, and enhance operational efficiencies. Through our digitalisation strategy, we strive to empower our organisation with intelligence, agility, and sustainability, driving innovation and growth in alignment with our vision for the future. We continue to deepen our commitment to AI and technology-led growth. In FY 2024-25, we successfully rolled out mobile applications for additional brands, including Jaypore and Tasva, enhancing digital accessibility and customer engagement. In parallel, we expanded our delivery footprint to key global markets, now serving North America and the Middle East. We are also actively developing same-day and next-day delivery capabilities to offer faster, more seamless experiences. Integrating Gen AI-powered solutions across our e-commerce and operational landscape, we are further advancing digital transformation. Moreover, the new LLM-based search engine deployed, understands browsing behaviour to offer hyper-personalised product recommendations, suggest complementary and similar items, and thus, enhance the customer journey with intelligent precision.

Digitalising Retail

To enhance the in-store customer experience, we are planning to launch a self-service checkout pilot in select Pantaloons outlets, aimed at reducing long queues and easing crowding during high-traffic festive seasons. The digital solution will enable customers to bypass traditional billing counters by scanning and paying for items independently. This initiative is part of our broader drive toward tech-enabled retail innovation, improving speed, efficiency, and customer satisfaction. The pilot project will serve as a blueprint for scalable deployment across more stores to meet evolving consumer expectations.

We have introduced a Customer Relationship Management (CRM) solution for our luxury brands, starting with Sabyasachi. The platform empowers sales staff to track each customer's journey, preferences, product trials, and visit history, improving and customising customer interactions. This digital tool enhances service quality by enabling more personalised conversations and tailored recommendations. By capturing data in real time, it equips staff to deliver experiences that feel exclusive, thoughtful, and aligned with each customer's unique tastes.

We have successfully deployed the Single View of Customer mobile app across all stores, equipping store managers with a tool to enhance customer service and engagement. It provides real-time inventory visibility, allowing team members to order out-of-stock items for customers. In FY 2024-25, the platform was rolled out to emerging businesses such as Tasva, further expanding its reach and impact. This tool allows staff to view customer purchase history, recommend products, check inventory, and order items not available in store, fostering better service and engagement.

Digitalising Design

At ABFRL, we have transformed product design, through a comprehensive digitalisation initiative integrating cutting-edge technologies across end-to-end processes, from design inception to customer input. Utilising Artificial Intelligence (AI), we have streamlined artwork creation and design processes, with AI-based prompts shaping collections and enhancing design quality while reducing physical sampling. Embracing 3D technology in product creation has expanded our range of assets and applications, optimising processes like design shortlisting, bookings, and marketing. Our 'Fabric Grading System' harnesses customer feedback gathered by frontline store staff, allowing our buying and merchandising teams to adapt quickly to market demands and ensure sustainable design practices that minimise waste and maximise resource efficiency.

Digitalisation for Streamlining Operations

As part of a strategic transformation, intelligent digital technologies are being adopted to streamline operations across functions. These efforts aim to drive agility, improve efficiency, and ensure transparency while connecting systems and teams more effectively.

We are upgrading our data storage infrastructure by migrating our existing on-premises data warehouse (Teradata) to a cloud-based data lake, including the implementation of Databricks. This modern platform stores all the entity's structured and unstructured data in digital format, enabling us to ingest larger datasets, scale capacity on demand, and reduce our energy consumption and carbon footprint. With cloud migration of both Databricks and SAP platforms, we have integrated our Point-of-Sale system and other softwares, reducing the number of data centre stacks from 22 to 5.



▲ Aurelia

To eliminate manual intervention and improve efficiency in digital cataloguing, we have automated cataloguing processes with AI-powered photoshoots and Gen AI for enhancing product descriptions. These efforts ensure single-source data management, reduce redundancy in data storage, and improve accessibility and usability across platforms.

The shift to a Single Digital Core with S/4 HANA, implemented across all business units during the reporting period, supports vertical integration from manufacturing to retail. Implementation of FVB 2022 has helped prevent data duplication, reduce process redundancies, and repurpose hidden space. Combined with system integrations, this platform enables seamless communication between source and end-state systems with minimal manual intervention.

To improve transparency and accountability throughout our operations, we have implemented digital Product Lifecycle Management solutions at Pantaloons and extended them to new and upcoming business units including Tasva and TMRW brands. The PLM system provides end-to-end visibility from product development to sale and offers seamless integration across functions. It connects internal teams and external suppliers, supporting collaboration throughout the concept to shelf journey. The system enables digital tracking, unified data exchange, and real-time stakeholder engagement, ensuring better coordination, reduced manual intervention, and improved compliance.

Analytics-driven decision-making is now guided by action-oriented dashboards across domains like demand planning, supply planning and customer insighting. These dashboards, backed by modernised applications, are designed to convert data into strategic, actionable intelligence.

Sustainability data including environment, CSR, product, packaging and safety related aspects is managed through our ReEarth Portal, which digitalises data tracking for improved disclosures.

Building a Cyber Secure Enterprise

Our Information Security policy establishes a comprehensive framework to protect systems and data, grounded in the principles of confidentiality, integrity and availability. It applies to all associated individuals, including employees, trainees, vendors, contractors, and business partners. The policy defines individual responsibilities across the entire workforce and sets clear guidelines for security requirements for third parties such as suppliers. It outlines measures for continuously improving our security systems, ensuring integrity and protection of data, and monitoring and responding to evolving threats. Personal data, encryption keys and other sensitive information are handled only after thorough legal and privacy assessments. In case of any breach, we take appropriate disciplinary action depending on the nature of violation.

Information security governance is structured with each business unit's IT team reporting to the Business Heads and Chief Information

THE SYSTEM ENABLES DIGITAL TRACKING, UNIFIED DATA EXCHANGE, AND REAL-TIME STAKEHOLDER ENGAGEMENT, ENSURING BETTER COORDINATION, REDUCED MANUAL INTERVENTION, AND IMPROVED COMPLIANCE.

ALL SECURITY CONTROLS ARE CONTINUOUSLY MONITORED USING SECURITY INCIDENT AND EVENT MANAGEMENT (SIEM) TECHNOLOGY, WHICH IS MANAGED BY OUR SKILLED SECURITY OPERATIONS TEAM.

Security Officer (CISO). The CISO reports to the Chief Digital and IT Officer, who regularly updates the Board-level Risk Management and Sustainability Committee (RMSC). Cybersecurity strategy and monitoring are overseen by the management-level Information Security Committee, comprising six members. Oversight includes regular corporate reviews to maintain consistency and effectiveness. Data privacy governance is integrated into the company-wide compliance framework, aligning it with broader regulatory and risk management processes.

The CISO has developed a risk assessment framework for Personally Identifiable Information aligned with our overall Risk Assessment Framework. Risks are assessed annually, and mitigation measures are implemented as required. All the staff is expected to report any security violations and cooperate with investigations as required.

Information Security Controls

Our IT processes and infrastructure follow the ISO 27001 Information Security Management System standard and the NIST 853 group framework, demonstrating our strong commitment to protecting information assets. This year, we upgraded our certification to ISO 27001:2022. To uphold these standards, we conduct regular internal audits not only of our IT infrastructure and systems but also to ensure full compliance with our Information Security Policy. These reviews help maintain policy adherence and system integrity across the organisation. Additionally, we conduct independent external audits based on ISO 27001 to verify both technical controls and policy enforcement.

Our security strategy is based on a defense-in-depth approach that uses multiple layers of controls. These include safeguards across physical infrastructure, networks, identities, access permissions, applications, endpoints, and data. All security controls are continuously monitored using Security Incident and Event Management (SIEM) technology, which is managed by our skilled security operations team. We also subscribe to cyber threat intelligence services that alert us to targeted attacks, helping us quickly apply patches and preventive measures to avoid potential breaches.

We perform annual vulnerability assessments and penetration testing using both internal teams and third-party experts. In addition, we conduct red teaming exercises that simulate real-world attacks to uncover hidden gaps in our defences. These tests evaluate how well our people, systems and processes respond to threats. The results offer clear recommendations for strengthening our security posture and enhancing resilience against data breaches and cyberattacks.

Cybersecurity Training and Awareness

We prioritise cybersecurity and data privacy through continuous training and awareness initiatives for our employees and third-party contractors. Our flagship programme, Cyber Jagruti, delivers mandatory sessions on IT security controls, data breach prevention, and responsible handling of Personally Identifiable Information (PII). New joiners undergo comprehensive onboarding training, and all employees are required to complete annual refresher courses to keep their knowledge current.

To ensure our workforce remains alert and well informed, we use varied training formats including emailers, videos, presentations and course materials, and run phishing simulations to assess awareness and policy adherence. A dedicated Cyber Jagruti channel on Teams helps us keep the staff updated on evolving data security and privacy protocols. We also share cybersecurity mailers that highlight safe practices for both company and personal systems.

Business Continuity

Maintaining operational resilience is paramount to us, which is why we have a robust business continuity plan (BCP) in place to safeguard our business operations. Our disaster recovery site, hosted on the cloud, serves as a fail-safe to ensure continuity in the face of unforeseen disruptions. In addition, we have established a Cyber Incident Response and Recovery process aimed at minimising business interruptions in case of cybersecurity incidents. Regular maintenance, updates, and semi-annual testing of our business continuity plans are conducted to validate their effectiveness and ensure readiness to respond to contingencies. These proactive measures help us to fortify our operational resilience and mitigate potential disruptions, safeguarding our business operations.

Customer Data Privacy

Our data privacy practices include robust measures such as data leakage prevention mechanisms, encryption of data in transit using Transport Layer Security (TLS), stringent access controls, and multifactor authentication protocols. These safeguards are supported by continuous enhancement of our systems. Through these efforts, we aim to maintain the confidentiality and integrity of customer data, protecting it from unauthorised access or misuse.

In line with our privacy policy, customers have the right to request deletion (opt-out) or correction of their personal data by contacting the grievance officer via email. Compliant with GDPR and CCPA regulations, international users visiting any of our brand websites receive a cookies pop-up, allowing them to choose whether to opt in or opt out of data tracking.

Incident Response Management

In adherence to Information Technology Infrastructure Library (ITIL) standards, we have a well-structured incident management process in place. Any signs of suspicious activity or security breaches are promptly reported through our helpdesk portal and swiftly escalated to the relevant stakeholders for immediate intervention and resolution within predefined Service Level Agreements (SLAs).

Our escalation process empowers employees to report incidents, vulnerabilities, or any suspicious activities swiftly and effectively. This streamlined protocol ensures that any potential security issues are promptly identified, reported, and addressed, fostering a proactive and vigilant security culture across our organisation. Employees have access to our internal ticketing tool to log incident reports efficiently. Trained and proficient personnel are dedicated to investigating information security incidents and conducting thorough root-cause analyses to pinpoint underlying factors and prevent the recurrence of security issues. The findings of these analyses are reviewed and authorised by individual business unit IT teams while significant outcomes impacting the overall security require approval from the Chief Digital and Information Technology Officer.

Over the past two financial years, no instances of data breaches or information security lapses have been reported. We have received no substantiated complaints from stakeholders regarding data breaches, including concerns related to customer privacy, further underscoring our firm commitment to safeguarding data and maintaining trust with all our stakeholders.



▲ Tasva

Natural Capital

New Era of Planet-aligned Progress and Purpose

▲ Jaypore

Focus Areas

- Climate Strategy
- Resource Management
- Waste Management and Circularity

Key Highlights

2,669 tCO_2e emissions avoided

28% reduction in water consumption intensity from FY 2021-22

974 MT pre and post-consumer waste recycled

12.8 TJ energy conserved

12.8% reduction in waste generation intensity from FY 2023-24

Contribution to SDGs



Capital Linkage

- Social and Relationship Capital
- Manufactured Capital
- Intellectual Capital
- Human Capital
- Financial Capital

Material Topic Linkage

Climate Change	Waste Management	Sustainable Product	Sustainable Raw Material
Resource Management - Energy and Water		Circular Economy	Sustainable Packaging

Management Approach

Our commitment to natural capital is not just about preserving resources but about transforming how we operate, innovate, and grow.

Our environmental targets have catalysed a shift in mindset, from managing footprints to regenerating ecosystems. Through our flagship sustainability programme ReEarth, we have embedded environmental performance into every layer of our business. Our journey is guided by a robust policy framework, including the Environmental Policy, Biodiversity Policy, Sustainability Policy, and Sustainable Supply Chain and Procurement Policy. We actively collaborate with internal and external stakeholders to refine and implement the Environmental Policy and initiatives addressing key environmental challenges. We have institutionalised global best practices through the ISO 14001:2015-certified Environmental Management System, implemented across nine manufacturing facilities. This third-party certification reflects our commitment to continual improvement and operational excellence. Additionally, ESG considerations are fully integrated into our Enterprise Risk Management framework, enabling us to evaluate environmental risks alongside financial and operational ones, ensuring sustainability-driven decision-making at every level.

We have set stringent guidelines to ensure alignment with global best practices. Comprehensive ESG training helps employees understand our impact on the environment, equipping them to mitigate risks, implement sustainable solutions, and foster a culture of informed responsible decision-making. We rigorously maintain regulatory compliance. In FY 2024-25, no significant fines or non-monetary sanctions were imposed by Central Pollution Control Board (CPCB) / State Pollution Control Board (SPCB), and there have been no instances of violations or non-compliance in the past six years. Beyond regulatory adherence, our robust governance mechanism continues to guide efforts in environmental preservation and long-term stewardship.

During the year, ABFRL demerged into two separate entities to form ABLBL and demerged ABFRL. A significant portion of the environmental footprint such as energy use, emissions, and water consumption is now associated with ABLBL, as many of the manufacturing facilities and retail stores have been brought under its scope. More details on the structure of both the entities are available in 'Our Story at a Glance' section of this report. The data in the natural capital has been represented as per the new structure for more clarity.



AS ONE OF THE LEADERS IN THE SUSTAINABLE FASHION AND RETAIL INDUSTRY, WE ASPIRE TO RESTORE ECOSYSTEMS BY HARNESSING NEW OPPORTUNITIES AND REDESIGNING THE BUSINESS.

Dr. Naresh Tyagi
Chief Sustainability Officer

ESG Governance

Our ESG governance mechanism operates through a structured, multi-tiered framework, ensuring rigorous oversight of climate-related risks while fostering transparency and ethical decision-making.

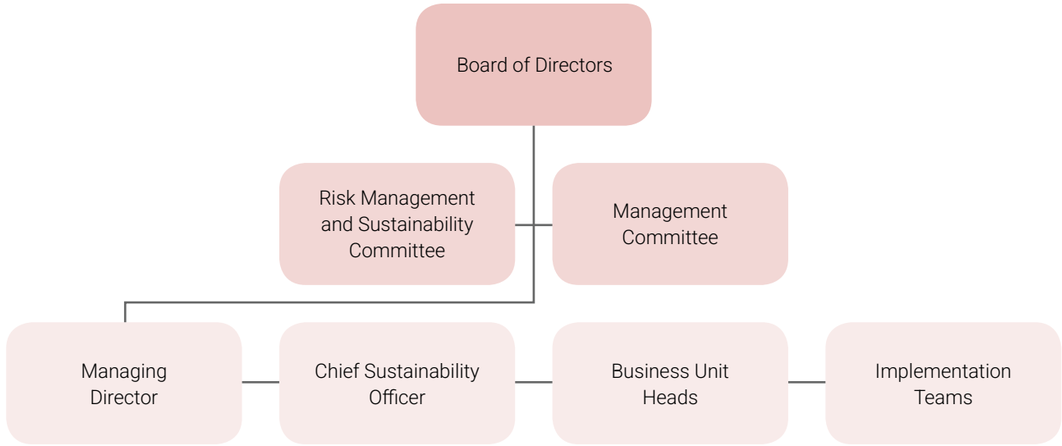
At the highest level, the Board of Directors provides strategic direction, overseeing sustainability policies and guiding senior management on ESG initiatives. Semi-annual Board meetings focus on climate risks, opportunities, strategies, policies, and company performance, ensuring alignment with long-term sustainability objectives. The Board-level Risk Management and Sustainability Committee (RMSC), plays a crucial role in monitoring and addressing ESG concerns, including climate-related matters. Meeting bi-annually, the committee evaluates progress and presents updates to the Board. The Board of Directors including the RMSC are provided capacity building sessions on all ESG-related developments.

Leadership engagement is integral to driving sustainability efforts. The Managing Director defines the company's strategic direction, while the Chief Sustainability Officer (CSO) spearheads sustainability and climate strategies. Quarterly reviews conducted by the CSO assess progress in implementing CSR and sustainability initiatives. Budget allocations for CSR and sustainability initiatives are carefully planned and approved, ensuring alignment with business objectives, with guidance from the RMSC and Corporate Social Responsibility Committee (CSRC).

Additionally, we have also instituted the Management Committee consisting of CXOs and senior management enabling effective communication and cooperation across departments, leading to the seamless integration of ESG principles into business operations.

At the operational level, implementation teams engage in bi-monthly discussions with business unit heads to address sustainability and climate-related concerns across factories, warehouses, and retail outlets. These regular interactions ensure that employees remain actively involved and empowered to contribute to sustainability initiatives, reinforcing a culture of responsibility within the organisation.

Financial incentives play a pivotal role in driving sustainability performance and ensuring alignment with climate and sustainability targets. ESG KPIs are integrated into the variable remuneration of the Management Committee, including CEOs, the CSO, and other CXOs. These performance-linked incentives extend to functional heads and sustainability team members.



Climate Strategy

At ABFRL, recognising the industry's influence on climate change, we actively work to mitigate the environmental impact of our operations and products. Climate considerations are integrated into financial, strategic, and operational decisions, ensuring a responsible approach to sustainability.

Our near-term emission reduction targets, validated by the Science Based Targets Initiative (SBTi), reflect a firm commitment to climate action. We aim to reduce absolute Scope 1 and 2 emissions by 54.6% by FY 2032-33 from the FY 2022-23 baseline while working towards a 32.5% reduction in absolute Scope 3 emissions across purchased goods and services, fuel and energy-related activities, and franchises within the same period. Furthermore, we are aligned with the Aditya Birla Group's decarbonisation strategy and aim to achieve net zero carbon emissions by 2050 through energy efficiency programmes, low carbon growth, product stewardship, and carbon sequestration projects.

To assess climate-related challenges, periodic climate change risk assessments are conducted as per the Task Force on Climate-related Financial Disclosures (TCFD). These assessments examine physical and transition risks across all operational sites, including existing and under-construction manufacturing units, warehouses, and retail stores as well as our upstream and downstream activities. Climate risks are evaluated in line with current and emerging regulations, technological advancements, legal exposure, market and reputational risks, and acute and chronic physical risks. Climate risks and opportunities are further incorporated into the company's centralised enterprise risk management framework.

Evaluating climate risks involves three distinct timeframes: short-term (up to 2030), medium-term (2030-2040), and long-term (beyond 2040). Scenario analyses leverage the Intergovernmental Panel on Climate Change (IPCC) Representation Concentration Pathways (RCP 2.6, RCP 4.5, RCP 6, and RCP 8.5) and Shared Socioeconomic Pathways (SSP1-1.9, SSP1-2.6, SSP2-4.5, SSP3-7.0, SSP5-8.5) to assess potential physical risks, including temperature and precipitation fluctuations across operational sites. Additionally, transition risks are analysed using scenarios from the International Energy Agency (IEA), including the Net Zero Emissions by 2050 Scenario (NZE), the Announced Pledges Scenario (APS), the Stated Policies Scenario (STEPS), and the Sustainable Development Scenario (SDS). These insights, derived from both quantitative and qualitative models, help identify climate risks, develop mitigation strategies, and capitalise on emerging opportunities.

To strengthen resilience against identified risks, comprehensive context-specific plans have been developed, covering 100% of operations including all new facilities. This plan prioritises the implementation of adaptation measures in less than five years, ensuring that the organisation remains agile and well-equipped to address climate challenges.

Energy Management

At ABFRL, we are committed to optimising energy consumption and enhancing efficiency through targeted initiatives. We provide awareness sessions to employees on energy conservation, encouraging responsible energy use across operations. Regular energy audits help identify areas for improvement, ensuring systematic tracking and progress. Our dedication to energy efficiency is reflected in the ISO 50001 Energy Management Systems Certification awarded to our Europa Garments facility.

We have diversified our energy mix by integrating solar rooftops and solar streetlights across campuses while shifting to biomass-based briquettes as boiler fuel. Furthermore, real time solar generation is monitored at eight facilities and allows for optimal use of the solar capacity, maximising solar generation efficiency. In FY 2024-25, our solar energy generation reached 32 lakh units, reinforcing our commitment to green energy solutions. Furthermore, solar fencing and solar water heaters have been deployed to strengthen sustainability efforts.

Our Europa Garment facility operates entirely on renewable energy, utilising biomass and solar power generated on-site. Additionally, we invest in renewable energy credits to offset emissions, ensuring a more sustainable and responsible approach to energy management. Through these initiatives, we continue to drive meaningful reductions in our environmental footprint while advancing the transition to cleaner energy alternatives.

Energy Footprint (TJ)

	2022-23	2023-24	2024-25		
			ABLBL	De-merged ABFRL	Total
From Renewable Sources					
Fuel Consumption (A)	109	102	105	-	105
Electricity Consumption (B)	9	10	11	-	11
Total Energy Consumption from Renewable Sources (A+B)	**119**	**112**	**116**	**-**	**116**
From Non-Renewable Sources					
Fuel Consumption (C)	35	34	10	27	37
Electricity Consumption (D)	297	413	315	323	638
Total Energy Consumption from Non-Renewable Sources (C+D)	**331**	**447**	**325**	**350**	**675**
Total Energy Consumption (A+B+C+D)	**450**	**559**	**441**	**350**	**791**
Energy Intensity (TJ/ ₹ Crore)	0.04	0.05	-	-	0.05
PPP-adjusted Energy Intensity (TJ / Million Rupee adjusted for PPP)	-	0.09*	-	-	0.11
Output-based Energy Intensity (TJ / Lakh Goods Sold)	0.37	0.46	-	-	0.67

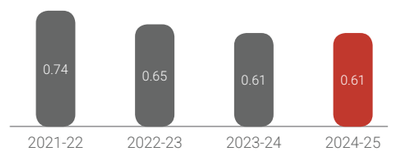
*We have restated the PPP adjusted intensity data for FY 2023-24 as per the calculation methodology provided in the Industry Standards Note on BRSR Core. The PPP adjusted energy intensity decreased vis a vis the previously reported values for FY 2023-24 due to revised calculation methodology.

We have used Energy Performance Index (EPI) methodology to calculate energy consumption in stores.

Diesel consumption for retail stores have been excluded from the reporting boundary

The increase in renewable energy consumption is due to installation of rooftop solar at few of our facilities. The increase in energy consumption is largely due to our expanding operational footprint, including new facilities and retail stores. To mitigate this, we are accelerating the shift to renewable energy, aiming to source 50% of our energy from renewables across owned operations by 2025 and achieve Net Zero by 2050 in alignment with the ABG commitment. Furthermore, we aim to reduce our energy consumption and continuously assess our progress to ensure effective energy management.

Specific Energy Consumption Intensity (TJ/lakh unit)



Energy Conservation

At ABFRL, we are committed to conserving energy through a combination of efficiency improvements and targeted reduction initiatives. Our manufacturing facilities have replaced steam straps to eliminate steam leakages, ensuring efficient energy use and minimising waste. Across our retail stores, the installation of HVAC systems optimises consumption and contributes to a more comfortable indoor temperature. Additionally, we have increased our reliance on clean energy through rooftop solar installations, further supporting our transition to renewable sources.

Alongside these initiatives, we are actively investing in the adoption of innovative technologies and infrastructure solutions. Our facilities have upgraded lighting systems, incorporating LED lights, motion sensors, and efficient equipment to enhance energy management. New facilities and stores are designed with energy-efficient infrastructure, following best practices in electrical systems to ensure long-term sustainability. We continually evaluate our progress in reducing energy consumption. Through these combined efforts, we achieved energy savings of 12.8 TJ in FY 2024-25.

Energy Efficiency at Pantaloons

The energy efficiency project at Pantaloons retail stores leveraged IoT technology to optimise HVAC energy consumption, enhancing sustainability and reducing costs. Pilot stores were selected, two in Bangalore and two in Chennai, for implementation and monitoring.

Between May and June 2024, IoT-based HVAC optimisation was deployed, enabling real-time data analysis and precise energy control. Results showed significant energy savings: Chennai's Keelambakam store saved 145.7 kWh daily, Pallavakam 71.4 kWh, Bangalore's Niladri 91.2 kWh, and Kammanahalli 26 kWh. The project delivered a 20% cost reduction in three months, saving ₹117,356 per month, with 100% ROI achieved in seven months.

This initiative highlights the impact of technology-driven optimisation in retail sustainability. Its success provides a strong foundation for scaling energy efficiency measures across more locations, reinforcing our commitment to responsible operations.



▲ Jaypore

Emission Management

A comprehensive GHG inventory has been developed covering our plants, warehouses, and retail outlets. Emission calculations comply with the GHG Protocol and IPCC guidelines, following the operational control approach for accuracy. Additionally, a location-based methodology has been implemented to assess Scope 2 emissions. Our Scope 1 and Scope 2 emissions account for CO_2, CH_4, and N_2O, ensuring precise tracking and informed mitigation strategies. Moreover, emission-saving initiatives implemented in FY 2024-25 resulted in an avoidance of 2,669 tCO_2e.

Carbon Footprint (Scope 1 and 2 Emissions)

	2022-23	2023-24	2024-25		
			ABLBL	De-merged ABFRL	Total
Scope 1 (tCO_2e)	2,890	2,458	1,003	2,020	3,024
Scope 2 (tCO_2)	66,716	94,409	34,723	72,230	1,06,953
Scope 1+2 (tCO_2e)	**69,605**	**96,687**	**35,727**	**74,250**	**1,09,977**
Emission Intensity (tCO_2e /₹ Crore)	5.9	7.8	-	-	7.34
PPP-adjusted Emission Intensity (Total Scope 1 and Scope 2 emissions (tCO_2e) / Total Revenue from Operations adjusted for PPP)	-	16*	-	-	15.17
Output-based Emission Intensity (tCO_2e / Lakh goods)	57.1	80	-	-	95.22

*We have restated the PPP adjusted intensity data for FY 2023-24 as per the calculation methodology provided in the Industry Standards Note on BRSR Core. The PPP adjusted emission intensity decreased vis a vis the previously reported values for FY 2023-24 due to the revised calculation methodology.

A COMPREHENSIVE GHG INVENTORY HAS BEEN DEVELOPED COVERING OUR PLANTS, WAREHOUSES, AND RETAIL OUTLETS. EMISSION CALCULATIONS COMPLY WITH THE GHG PROTOCOL AND IPCC GUIDELINES, FOLLOWING THE OPERATIONAL CONTROL APPROACH FOR ACCURACY.

We have also completed a comprehensive GHG inventorisation for Scope 3 emissions, which account for 93.4% of our total GHG footprint. Our scope 3 emissions from capital goods have reduced in the reporting period due to reduced capital expenditure in the year, while emissions from fuel and fuel-related activities, downstream transportation and distribution, and franchises have reduced due to a change in the grid emission factor. Significant efforts are underway to engage with our value chain to drive meaningful reductions in Scope 3 emissions, thereby lowering overall GHG footprint.

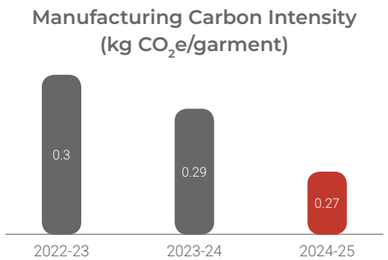
Carbon Footprint (Scope 3 emissions) (tCO_2e)					
	2022-23	2023-24	2024-25		
			ABLBL	De-merged ABFRL	Total
Purchased Goods and Services	5,11,457	7,37,832	3,40,898	3,64,977	7,05,875
Capital Goods	1,16,065	71,038	12,901	15,714	28,614
Fuel and Fuel-related Activities	46,463	45,446	11,168	26,462	37,630
Upstream Transportation and Distribution	6,495	7,145	4,595	3,120	7,715
Waste Generated in Operations*	2,010	1,742	985	450	1,435
Business Travel	7,884	8,987	3,547	2,649	6,195
Employee Commute	8,871	9,397	3,535	4,306	7,840
Downstream Transportation and Distribution	40,842	75,804	20,263	24,681	44,943
Use of Sold Products**	5,05,903	5,36,130	3,17,223	3,55,053	6,72,276
End-of-life Treatment of Products	39,243	24,109	13,350	14,359	27,708
Franchises	86,260	66,950	23,556	21,140	44,696
Investments	36	52	-	-	-
Total Scope 3 Emissions	**13,71,530**	**15,84,632**	**7,52,020**	**8,32,909**	**15,84,928**
Emission Intensity (tCO_2e / ₹ Crore)	116.86	128.3	-	-	105.85

*Transportation in Waste generation is excluded from the calculation

**Not included in the SBTi Target Boundary

Category 8 (Upstream Leased Assets), Category 10 (Processing of Sold Products), and Category 13 (Downstream Leased Assets) are not relevant to our operations

We have strengthened energy monitoring and equipment tracking per ISO 50001 standards, ensuring utility cost savings and resilience against energy price volatility through initiatives including rooftop solar installations at three additional factories in the reporting period, transitioning diesel-based boilers to biomass, and improving garment manufacturing efficiency through the World Class Manufacturing (WCM) programme. Over the past three years, these efforts have led to a quantified reduction in carbon intensity.



Air Emissions

Boilers and DG sets used in our manufacturing operations contribute to stack emissions, primarily releasing SOx, NOx, and PM. While overall emissions remain negligible, we are committed to maintaining air quality and minimising our environmental footprint. To safeguard the well-being of employees and surrounding communities, we have implemented proactive measures to reduce pollution. Regular air quality monitoring ensures compliance with regulatory standards while reinforcing our responsibility to mitigate environmental impact.

Air Emissions (MT)*			
	2022-23	2023-24	2024-25
SOx	3.0	3.6	3.47
NOx	1.9	1.7	8.85
Particulate Matter	5.6	2.7	4.65

*This is only monitored at factories

Ozone Depleting Substances

At ABFRL, we utilise refrigerants R32, R22, and R407A across our facilities for air conditioning and fire suppression systems. Over the last four years, we have significantly reduced refrigerant usage, reinforcing our commitment to minimising the use of harmful substances.

Ozone Depleting Substance (MT)			
	2022-23	2023-24	2024-25
R22	0.019	0.029	0.05
R32	0.007	0.008	0.033
R407A	0	0	0
R410A	0	0	0.01

Sustainable Infrastructure

At ABFRL, we prioritise sustainable infrastructure by aligning our facilities with global green building standards to minimise environmental impact and enhance operational efficiency. Six of our facilities are certified by Indian Green Building Council (IGBC) and US Green Building Council (USGBC), incorporating eco-friendly materials, energy-efficient technologies, and sustainable design principles. We optimise energy use through insulation, daylighting, enhanced ventilation, motion sensors, VFDs, and solar rooftops while reducing water consumption by harvesting more than we use and treating wastewater on-site for reuse. At least 70% of regularly occupied spaces receive natural light and fresh air, adhering to ASHRAE standards to limit exposure to harmful gases. We also prioritise sourcing at least 50% locally manufactured materials and continuously monitor resource performance using advanced metering systems.

USGBC LEED Platinum Certification	IGBC Green Rating -Silver	IGBC Green Rating -Platinum
Haritha Apparels	Crafted Clothing	Attibele Warehouse
Fashion Craft	**IGBC Green Rating - Gold**	Innerwear Warehouse
	Little England Apparels	

Green Retail at Aditya Birla

The Green Retail for Aditya Birla (GRAB) initiative is designed to assess, monitor, and enhance the sustainability performance of retail stores, aligning with our commitment to sustainability and the Science-Based Targets initiative (SBTi). The GRAB Store Checklist integrates national and international green building standards such as LEED and IGBC, while adapting to regional and industry-specific practices. Covering both environment and safety aspects, it enables thorough evaluations by internal teams.



Current Initiatives

Energy Efficiency	Safety and Waste Reduction	Sustainable Mobility and Architecture	Refrigeration and Emissions
• Optimised cooling and lighting systems • Detailed sub-metering and continuous monitoring • Integration of renewable energy sources	• Fire and electrical safety protocols • Paperless billing systems to reduce waste	• Site selection enabling access to public transport • Sustainable architecture improving indoor air quality, thermal comfort, and ventilation	• Use of HFC-based refrigerants to eliminate harmful emissions
Material and Waste Management	**Water Conservation**	**Stakeholder Engagement and Responsible Consumption**	
• Eco-friendly cleaning chemicals and sustainable packaging • Structured takeback programmes and waste segregation to minimise landfill contributions	• Efficient plumbing systems • Water reuse mechanisms	• Branding and awareness initiatives promoting sustainability • Eco-conscious product portfolio • Adoption of paperless transactions and eco-friendly bags	

Rating	Score
Platinum	≥ 80%
Gold	≥ 60%,
Silver	≥ 50%,
Certified	≥ 40%,
Not Certified	< 40%.

Stores are evaluated against GRAB standards through a structured scoring system that recognises sustainability efforts and provides benchmarks for improvement. Ratings track progress and highlight areas for further development, ensuring continuous refinement of sustainability initiatives.

As we move forward, we aim to strengthen environmental performance through several key improvements. We plan to optimise air conditioning efficiency to reduce energy consumption while ensuring thermal comfort. Independent energy monitoring for HVAC and lighting systems is a priority, allowing for better control and reduction in overall usage. We strive to implement smart lighting solutions, including occupancy sensor-based lighting for non-occupied areas, minimising unnecessary energy expenditure. Expanding the adoption of renewable energy is central to our vision, with a greater focus on solar energy integration. We seek to enhance water conservation by installing more efficient washroom fixtures and increasing the reuse of treated water. Our efforts will also extend to sustainable branding and packaging, as we work towards using fully recycled material carry bags, eliminating single-use plastic bottles, and expanding the takeback programme. Additionally, we look to refine cooling systems to improve efficiency and lower overall energy consumption. These advancements will drive continued progress in achieving our sustainability objectives and reinforce responsible retail practices.

Biodiversity Management

Biodiversity is crucial to the long-term sustainability of the fashion industry, as it ensures the availability of natural resources like cotton, wool, and leather while maintaining ecological balance. At ABFRL, we take a proactive approach to conservation, guided by our Biodiversity Policy and the Aditya Birla Group's biodiversity management framework, which aligns with the Convention on Biological Diversity. We are committed to minimising our



▲ Louis Philippe

impact on ecosystems by avoiding operations in ecologically sensitive areas and integrating biodiversity considerations into our business strategy.

Our Approach to Biodiversity Conservation

To systematically manage biodiversity-related risks and opportunities, we have developed a Biodiversity Roadmap based on the LEAP framework. This plan enables us to identify, assess, and address biodiversity challenges across our operations. Moving forward, we will evaluate our dependence on raw materials and assess our impact on land use change, climate change, resource exploitation, and pollution. These insights will help us implement targeted conservation efforts across our operations, adjacent to our operations and our supply chain, including tier 1 and tier 2 suppliers. Our roadmap is structured with short-term, medium-term, and long-term goals, ensuring continuous progress towards improving biodiversity management.

Biodiversity Assessment & Mitigation

We have conducted an initial biodiversity assessment using the Integrated Biodiversity Assessment Tool (IBAT), a comprehensive framework that enables us to identify key biodiversity areas surrounding our operations and species from the IUCN Red List. This assessment serves as the foundation for our biodiversity management plan, guided by the LEAP approach and aligned with the Convention on Biological Diversity. We conducted this assessment using a location-specific approach at 11 factories, 2 offices, and 10 warehouses. The IBAT tool leveraged multiple databases, including the IUCN Red List of Threatened Species and the Threats Classification Scheme, to derive results. Additionally, our biodiversity strategy is structured to meet the requirements of the Task Force on Nature-related Financial Disclosures (TNFD). Currently, we have not identified any biodiversity risks.

Our mitigation efforts include plantation initiatives to restore green spaces and enhance biodiversity. At our Van Heusen Innerwear warehouse in Bangalore, we have implemented a Miyawaki forest, accelerating tree growth and improving soil health by allowing diverse species to grow collectively. Additionally, we conduct afforestation, and reforestation drives across operational sites, planting native species to support ecosystems, improve air quality, and sequester carbon.

Material Management

Sourcing sustainable raw materials is essential to minimising environmental impact and ensuring ethical supply chains in the apparel retail sector. At ABFRL, we are committed to integrating eco-friendly materials while upholding high standards of social responsibility and environmental stewardship.

We have established a consolidated target for the proportion of sustainable and recycled raw materials and continuously monitor our progress against this benchmark. These attributes encompass sustainable raw materials, including recycled materials. In FY 2024-25, 93% of our products had at least one sustainable attribute. By 2026, our objective is to incorporate at least one sustainable attribute across 100% of our garments, by volume.

AT ABFRL, WE ARE COMMITTED TO INTEGRATING ECO-FRIENDLY MATERIALS WHILE UPHOLDING HIGH STANDARDS OF SOCIAL RESPONSIBILITY AND ENVIRONMENTAL STEWARDSHIP.

We source high-quality sustainable raw materials, which have minimum negative environmental and social impact. We uphold the rights of value chain workers and ensure that high standards of health and safety are maintained. To strengthen sustainable sourcing, our procurement teams undergo regular training to identify and assess eco-friendly materials effectively. These programmes focus on supplier compliance, responsible material sourcing, and sustainability standards.

To guide our procurement decisions, we follow globally recognised frameworks, including the Higg Materials Sustainability Index (MSI) and Textile Exchange's Preferred Fiber and Material Matrix (PFMM). Additionally, we verify manufacturers' sustainability claims through Lifecycle Analysis (LCA), ensuring accurate environmental impact assessments.

Cotton has been internally assessed as a priority raw material due to its widespread use and environmental footprint. Given cotton's high-water consumption and vulnerability to climate variability, we mitigate its environmental impact by reducing reliance on water-intensive irrigation methods and promoting responsible cotton sourcing such as Better Cotton Initiative (BCI), Supima etc.

Tracing raw materials to their origin plays a critical role in ensuring accountability and transparency throughout the supply chain. We conduct rigorous due diligence before selecting authorised vendors and recyclers, verifying their compliance with environmental and social standards. Our traceability framework ensures that materials are responsibly sourced, processed, and managed in accordance with sustainability regulations.

Sustainable Raw Materials at ABFRL

Material	Description
Birla Modal Fibre	• Eco-friendly viscose innovation derived from renewable natural resources • Ensures garments are fully biodegradable • Incorporated into the women's wear category as modal blended fabrics for style and sustainability
Birla Cellulose LIVA Eco Fibre	• Crafted from responsibly sourced viscose • Blockchain-enabled tracking ensures transparency and accountability across the supply chain • Low environmental impact with minimal greenhouse gas emissions
Recycled Materials	• Integrated GRS-certified recycled polyester into products • Reduces landfill waste, energy consumption, GHG emissions, and reliance on virgin materials • Supports a closed-loop production cycle to maximise sustainability
Better Cotton Initiative	• Collaborated with BCI to prioritise sustainable cotton sourcing • Mitigates the environmental impact of conventional cotton production • Addresses challenges of chemical and water-intensive cultivation • Enhances global cotton production for the well-being of growers, the environment, and the industry's future
Leather Working Group	• Global network of brands, retailers, suppliers, and manufacturers focused on sustainable leather sourcing • Audits and certifies tanneries to determine environmental and social impact • Louis Philippe imports shoes from a Gold Rated Tannery certified by LWG

Responsible Chemical Management

We are committed to responsible chemical management across our supply chain, ensuring compliance with global standards to minimise environmental impact. While our manufacturing facilities are limited to tailoring, we actively collaborate with wet processing suppliers to reduce the overall chemical footprint.

To guide safe practices, we have published a Chemical Management Manual, and a Substances of Concern (SoC) guideline aligned with global regulations. We assess wet processing units using our Chemical Management System (CMS) Checklist on a regular basis and identify improvement opportunities in lower-rated units. Each unit establishes chemical management teams responsible for inventorisation, risk assessment, and safe storage. Suppliers conduct periodic end-product testing, with corrective actions taken for any deviations, and chemical compliance in fabric mills is ensured through OEKO-TEX® certifications. Through structured audits, assessments, and risk management, we reinforce strict chemical control and responsible supply chain operations.

Training is provided through ZDHC programmes, and 28 tier-1 wet processing units have been integrated into the ZDHC Gateway for real-time chemical monitoring.

Water Management

At ABFRL, we are committed to responsible water stewardship, implementing innovative strategies to optimise consumption and reduce our impact on freshwater resources. Our Environmental Policy and the Aditya Birla Group's Water Stewardship Policy guide our efforts in conservation, recycling, and reuse. Our goal is to achieve water positivity across all owned facilities by 2025.

Raising awareness on responsible water usage is a key focus, and we conduct training programmes for employees and surrounding communities to promote best practices and collective responsibility in managing water resources. Furthermore, water assessments are conducted to identify opportunities for increasing water use efficiency.

To strengthen efficiency, we have deployed an advanced IoT and cloud-based tool that monitors and helps reduce water consumption, providing real-time insights for optimisation. Water-efficient fixtures, artificial recharge systems, and automated treatment technologies further help reduce wastage across operations.

Our primary sources of water withdrawal include surface water, groundwater, and third-party suppliers. Additionally, we have implemented rainwater harvesting systems to reduce reliance on freshwater supply. In the reporting period, water discharge has increased due to increase in the scope of the reporting boundary as the new facilities included are yet to install sewage treatment plants (STPs).



▲ Fashion Craft rainwater harvesting

Water Footprint (KL)

	2022-23	2023-24	2024-25		
			ABLBL	De-merged ABFRL	Total
Surface Water Withdrawal	12,287	8,903	9,270	-	9,270
Ground Water Withdrawal	1,58,713	1,61,920	1,38,025	17,534	1,55,559
Third-Party Water Withdrawal	27,783	28,050	36,303	3,459	39,762
Total Water Withdrawal	**1,98,784**	**1,98,873**	**1,83,598**	**20,993**	**2,04,591**
Rainwater Harvested (not included in freshwater consumption)	64,934	55,730	-	-	64,008
Total Water Discharged	**8,005**	**3,033**	**-**	**12,655**	**12,655**
Total Water Consumption	**1,90,778**	**1,95,840**	**1,83,598**	**8,338**	**1,91,936**
Water Consumption Intensity (KL / ₹ Crore)	16.25	15.9	-	-	12.82
PPP-adjusted Water Consumption Intensity (KL / Rupee adjusted for PPP)	-	32.76*	-	-	26.48
Output-based Water Consumption (KL / Lakh Goods Sold)	156.38	161.4	-	-	166.18

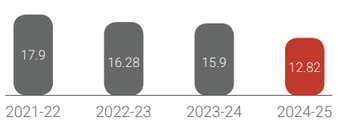
*We have restated the PPP adjusted intensity data for FY 2023-24 as per the calculation methodology provided in the Industry Standards Note on BRSR Core. The PPP adjusted water intensity decreased vis a vis the previously reported values for FY 2023-24 due to revised calculation methodology.

Water consumption at retail stores is excluded from the scope of reporting.

Water is only discharged from the facilities of the following businesses: Pantaloons (2 facilities), Jaypore, S&N, Sabyasachi, TCNS, Tasva. Water discharged is assumed to be 80% of water withdrawn at these facilities.

Water consumption intensity per rupee of turnover has consistently decreased over the past four years by 28%, reflecting our commitment to efficient resource management and sustainability.

Water Consumption Intensity (KL/ ₹ Crore)



Real-Time Water Management and Monitoring System

The Digital Water Monitoring System (DWMS) enhances industrial water management through real-time monitoring and AI-driven insights. By continuously tracking water consumption, it helps facilities identify inefficiencies, reduce waste, and optimise usage. This centralised system provides 24/7 visibility into the water flow and levels, ensuring timely corrective actions with prescriptive alerts for leaks and excess consumption.

Built on advanced technology, DWMS integrates water sensors, IoT-enabled wireless communication, and cloud-based analytics, allowing seamless data transmission and processing. AI-powered algorithms provide actionable insights via interactive dashboards, enabling industries to improve efficiency and sustainability.

With its ability to mitigate water-related risks and enhance operational resilience, DWMS supports long-term sustainability while reducing costs. By fostering data-driven decision-making, it helps industries ensure responsible water consumption, aligning with environmental goals and regulatory compliance. This innovative system drives meaningful impact, enabling industries to navigate water challenges with precision and efficiency.

Water Discharge

We manage water discharge efficiently, ensuring minimal environmental impact while maintaining responsible water stewardship. Since our operations focus solely on apparel manufacturing and do not involve fabric production, the wastewater we generate consists only of domestic sewage.

The majority of our facilities are now equipped with sewage treatment plants (STPs) to improve wastewater quality and recycle water effectively. Currently, discharge occurs only from a few remaining plants where STPs are yet to be installed, and we are actively working toward full implementation, significantly improving wastewater quality and enabling greater reuse. In the past two years water has been discharged without treatment. During the reporting period, we successfully recycled 69% of the water withdrawn, adhering to the Aditya Birla Group's technical standard on wastewater management. We are committed to achieving Zero Liquid Discharge (ZLD), ensuring that 100% of treated wastewater is reused for toilet flushing and landscaping, preventing any discharge beyond site boundaries.

We rigorously monitor water quality in compliance with state pollution control guidelines, adhering to all national, regional, and local air and water consent requirements. Regular testing of physical, chemical, and biological parameters ensures full compliance before any treated wastewater is discharged into municipal sewers. These initiatives help us minimise freshwater withdrawals, mitigate pollution risks, and reinforce our commitment to sustainable water management.

At a business level, including manufacturing units, warehousing facilities, and offices, we consume approximately 681 KL of water per day. Despite this, our operations have not caused or contributed to any water-related impacts. In fact, we have been a water-positive organisation for the past three years, further demonstrating our dedication to responsible water stewardship and conservation.

Reducing Freshwater Consumption at Sabyasachi

Since operations began in 2022, Active Business Park relied entirely on fresh water, lacking a Sewage Treatment Plant (STP) for reuse. To address this inefficiency, an STP was installed and made operational in June 2024, significantly reducing freshwater consumption.

Flow meters were installed across the plumbing network to monitor water usage, with monthly records maintained for 17 incoming freshwater lines. Through this assessment, nine lines were identified where STP-treated water could replace freshwater. After a month-long quality evaluation, the STP was integrated into the facility, supplying treated water for toilet flushing from June 2024.

This initiative resulted in an 11% reduction in freshwater usage, improving sustainability and operational efficiency. By repurposing treated water, the facility optimises resources while minimising environmental impact, reinforcing Active Business Park's commitment to responsible water management.

Managing Water-Stressed Areas

Using the WRI Aqueduct tool, we annually assess water risks, evaluating availability, demand, and future projections to guide conservation efforts. We have identified that our factories and warehouse in Bengaluru and Gurugram fall under water-stressed locations. To reduce reliance on freshwater in these areas, we implement enhanced recycling systems, rainwater harvesting, and water-efficient technologies, reinforcing our commitment to responsible water management and sustainability.

Water Footprint from Water-Stressed Areas (KL)

	2022-23	2023-24	2024-25
Surface Water	10,262	8,333	8,404
Groundwater	1,07,281	1,14,196	1,27,514
Third-Party Water	11,451	10,738	16,861
Total Water Withdrawal	**1,28,994**	**1,33,267**	**1,52,779**
Total Water Consumption	**1,27,680**	**1,30,234**	**1,41,386**
Water Consumption Intensity (KL / ₹ Crore)	10.88	10.47	9.44
Total Water Discharge	**3,098**	**3,033**	**11,393**

During the reporting period, water discharge has increased due to the expansion of our reporting boundary to include all subsidiaries.



▲ Little England Apparels

Waste Management & Circular Economy

Strategic waste management is vital for reducing environmental impact, conserving resources, and enhancing operational sustainability. We have established clear guidelines and Standard Operating Procedures (SOPs) for different waste types, ensuring proper segregation, handling, and disposal. These protocols enable safe and sustainable waste management across our operations.

We aim to achieve zero waste to landfill with 100% traceability across all owned operations and facilities by 2025, minimising waste generation.

Investing in innovative technologies has been instrumental in reducing waste. Through research and development, we have deployed automated cutting and marking tools that optimise material use and significantly minimise fabric scrap generation. Additionally, employee training is integral to our waste management efforts. We conduct awareness programmes to educate employees on effective waste reduction techniques, reinforcing responsible practices that drive long-term sustainability.

These comprehensive waste reduction strategies, including the Reduce-Reuse-Recycle approach, waste diversion from landfills, recycling, co-processing, and composting systems have led to our achievement of the third-party certified "Zero Waste to Landfill" certification, awarded by USGBC True Zero Gold and Bureau Veritas. These recognitions affirm our commitment to circularity and sustainable resource management.

THESE COMPREHENSIVE WASTE REDUCTION STRATEGIES, INCLUDING THE REDUCE-REUSE-RECYCLE APPROACH, WASTE DIVERSION FROM LANDFILLS, RECYCLING, CO-PROCESSING, AND COMPOSTING SYSTEMS HAVE LED TO OUR ACHIEVEMENT OF THE THIRD-PARTY CERTIFIED "ZERO WASTE TO LANDFILL" CERTIFICATION, AWARDED BY USGBC TRUE ZERO GOLD AND BUREAU VERITAS.

Waste Generation (MT)**

	2022-23	2023-24	2024-25		
			ABLBL	De-merged ABFRL	Total
Total Waste generated	**5,556**	**4,842**	**4,695**	**461**	**5,156**
Total Hazardous Waste	**10**	**20**	**9.7**	**0.6**	**10**
Used Oil	2	2	2.1	-	2.1
Oil Soaked Cotton	-	-	0.07	-	0.07
Batteries (Nos)	189	77	239	736	975
E-waste	4	14	1.89	0.55	2.44
Bio-medical waste	4	4	5.67	0.06	5.73
Total Non-Hazardous Waste	**5,455**	**4,822**	**4,685**	**460**	**5,146**
Paper Waste	375	410	430	34	464
Fabric Waste	2,299	1,950	2,087	29	2,116
Metal Waste	129	30	37	0.02	37
Plastic waste	151	128	114	22	136
Carton Box	2,073	1,730	1,422	339	1,761
Wood Waste	4	11	-	-	-
Briquette Ash	394	405	392	-	392
Canteen Waste	83	101	102	31	133
Other Non-Hazardous Waste	39	57	95	4	99
Coverall	-	-	7.63	0.81	8.4
Construction and Demolition Waste	-	-	-	0.04	0.04
Waste intensity (MT/ ₹ Crore) (excludes battery waste)	0.47	0.39	7.63	0.81	0.34
PPP-adjusted Waste intensity (MT/ Rupee adjusted for PPP) (excludes battery waste)	-	0.8	-	-	0.71
Output-based Waste Intensity (MT/ Lakh Goods Sold) (excludes battery waste)	4.55	4	-	-	4.46

*We have restated the PPP adjusted intensity data for FY 2023-24 as per the calculation methodology provided in the Industry Standards Note on BRSR Core. The PPP adjusted waste intensity decreased vis a vis the previously reported values for FY 2023-24 due to revised calculation methodology.

Our Waste generation is reported as Waste disposal. In the TCNS business, we are under the process to establish a standard waste management system. Waste Generation at retail store is excluded from the scope of reporting.

Despite an increase in waste generation due to expansion in our operations, the waste intensity per rupee has decreased by 12.8% compared to the previous year.

Minimising waste generation is a key focus, especially in production and packaging, where targeted measures have reduced fabric and packaging waste. Investing in sustainable practices and operational efficiencies allows us to limit waste at its source, reinforcing our commitment to responsible resource management.

Blockchain Traceability for Fabric Waste at Fashion Craft

The Waste Traceability Pilot Project at ABFRL was designed to track fabric waste flow from the Fashion Craft facility and record waste data across the value chain. Conducted over two months (November–December 2024), the pilot aimed to improve transparency in waste management, ensuring accurate traceability at each stage. A mobile-based application enabled direct data entry, ensuring precise waste tracking.

Blockchain technology maintains an immutable and verifiable record, reinforcing data integrity for circularity reporting. The system tracked the estimated economic value of waste processed, with 48,148 kg generated and 38,518.4 kg recycled. The processed waste was valued at ₹6,98,921.21, with ₹6,93,331.20 attributed to partner contributions. The system demonstrated its efficiency in tracking and analysing waste flow, providing a reliable approach to waste traceability.

The project successfully met its waste traceability objectives, with Blockchain ensuring data integrity and the ImpactEdge platform offering a centralised interface for waste tracking. Plans include improving vendor data collection, compliance tracking for hazardous waste, and enhancing circularity reporting.

End-to-end waste traceability, conducting regular audits, and monitoring our waste disposal systems allow us to validate the safe handling practices, accurately track the quantity of waste sent to authorised recyclers, and identify opportunities for performance improvement. Biomedical and sanitary waste undergo incineration, ensuring safe treatment, while non-hazardous waste is either recycled or repurposed, ensuring zero waste sent to landfill. Food waste is composted using in-house biodigesters, converting it into bio-manure for farming. All disposal processes comply with operating regulatory requirements, and we carefully select waste disposal facilities and recyclers through a rigorous due diligence process ensuring no contamination of waste during the disposal process.

Waste Disposal (MT)

	2022-23	2023-24	2024-25		
			ABLBL	De-merged ABFRL	Total
Waste Diverted from Disposal	**5,552**	**4,838**	**4,689**	**461**	**5,150**
Waste Recycled*	3,253	2,889	2,606	432	3,034
Waste Reused	2,300	1,950	2,087	29	2,116
Waste Directed to Disposal	**4**	**4**	**5.67**	**0.06**	**5.73**
Incineration (Bio-medical waste – Without Energy recovery)	4	4	5.67	0.06	5.73

*There is reclassification of 'Composting' waste under 'Recycled' waste for previous years data, without any change in the total waste diverted from disposal.

Packaging Management

We take a holistic approach to sustainable packaging, focusing on both circularity and minimisation to reduce environmental impact. By integrating innovative design principles and optimising material use including the use of recyclable materials, we ensure our packaging aligns with sustainability goals. Our strategy includes using durable and high-quality materials, increasing the share of recyclable and reusable packaging, and phasing out single-use plastics.

We have already minimised the amount of packaging used across our value chain to the fullest extent and remain committed to maintaining this progress. In line with our target to use 100% sustainable packaging materials by 2025, we will continue optimising packaging reduction efforts and eliminate plastics for both existing and new products. Through continuous investment in research and collaboration with suppliers, we work to increase the availability of sustainable packaging and alternative solutions.

Five-Pronged Approach to Sustainable Packaging

Strategy	Our Approach
Innovative and Alternative Solutions	• Standardised packaging across product categories to reduce the packaging ratio per product and eliminated non-functional packaging items such as metal pins and product boxes • Launched the "One Garment, One Tag" initiative at lifestyle brands to minimise wastage and label expenditure • Collaborated with CAIF through the #BetterThanPlastic challenge to explore sustainable packaging solutions which led to the replacement of HDPE/PP polybags with compostable polybags made from biodegradable PLA • Replaced collar traveller and butterfly with compostable materials at lifestyle brands • Removed button-to-button spacer to maximise resource efficiency
Recyclable Packaging	• 100% recyclable plastic packaging is used across brands
Reusable Packaging	• Introduced reusable muslin bags at Jaypore to replace plastic packaging • Reused carton boxes for transportation at Pantaloons warehouses and trained employees to identify reusable boxes. In FY 2024-25 alone, 85% of cartons (13,78,541) were reused, saving ₹1.5 crore. • Deployed reusable collapsible plastic crates instead of carboard boxes at select locations
Eliminating Single-Use Packaging	• Adopted plastic-free shirt packaging at Louis Philippe Green Crest and Simon Carter • Phased out plastic carry bags and replaced them with paper bags across retail stores
Integrating Recycled Materials in Packaging Solutions	• Transitioned to recycled paper for tags at Louis Philippe • Integrated recycled plastics in M-clips, U-clips, and hangers in stores

Packaging Mix

	Total Weight (MT)	Recycled Material (% of total weight)
Wood and Paper	13,189	81%

From Waste Management to Packaging Solutions at Sabyasachi

The sublimation print process produces paper scrap containing confidential designs, which cannot be discarded or sold. As accumulation grew, it consumed floor space and posed fire hazards, necessitating a disposal solution. To address this, we installed a shredder capable of processing both paper and fabric waste while ensuring secure destruction.

Housekeeping staff were trained in its operation, and a designated room was selected to maintain indoor air quality. The shredded material was then evaluated for its suitability as a packaging buffer. This streamlined the disposal process, enabling direct transfer from the printing floor to the shredder, and eliminating storage constraints.

This initiative mitigates fire risks, enhances workplace safety, and ensures confidential designs remain protected. Additionally, logistics operations now utilise shredded paper for packaging, reducing procurement costs. By integrating waste management with resource optimisation, we have transformed process scrap into a sustainable packaging solution, reinforcing operational efficiency and environmental responsibility.



▲ Simon Carter

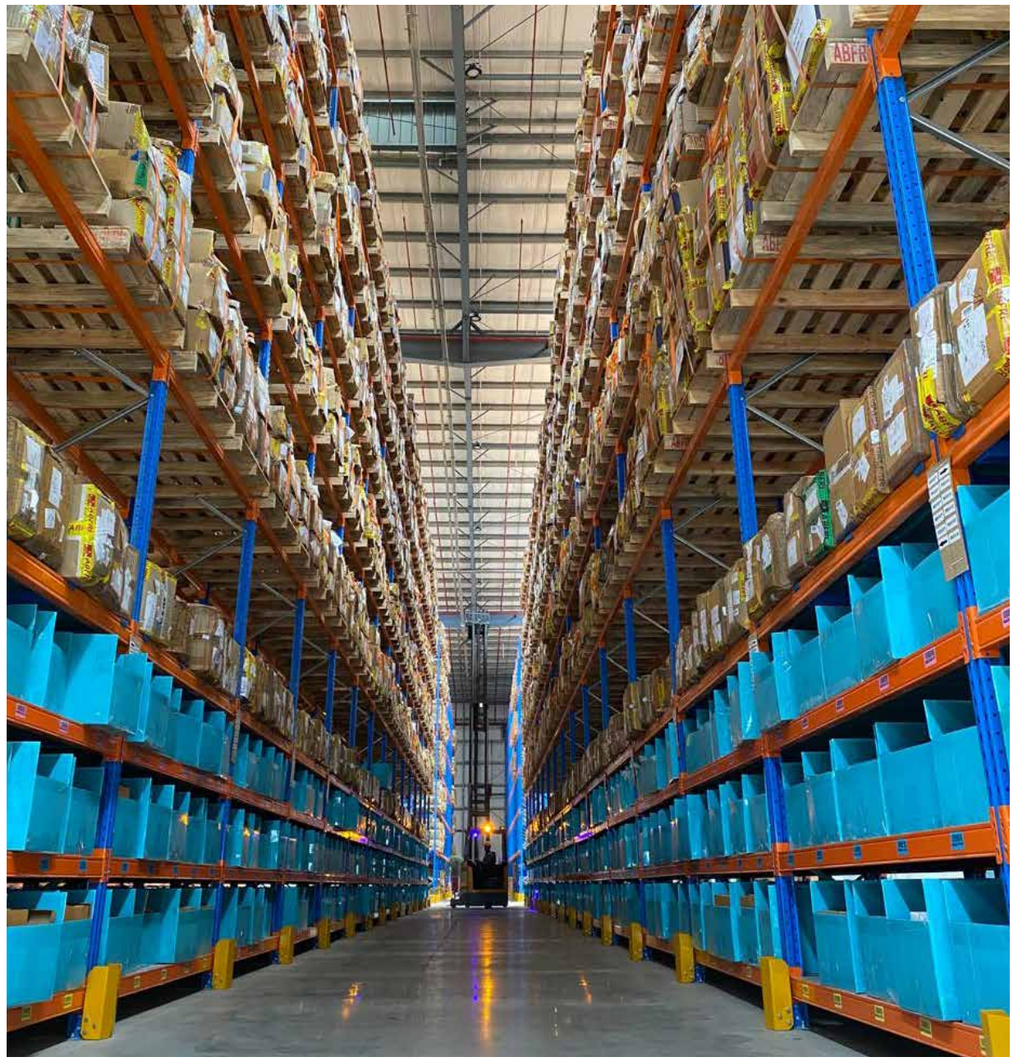
Extended Producer Responsibility

At ABFRL, we ensure responsible recycling of packaging waste through stringent compliance and monitoring. As a registered Brand Owner under the Plastic Waste Management Rules, 2022, with the CPCB, we uphold rigorous recycling standards.

In FY 2024-25, we met our EPR target by collecting and recycling 974 MT of pre & post-consumer plastic waste.

To ensure that packaging gets recycled, we conduct thorough due diligence before selecting authorised recyclers, verifying compliance through background checks and obtaining EPR Credits.

Our waste collection strategy aligns with EPR requirements and has been formally submitted to the CPCB.



▲ Pantaloons East Warehouse

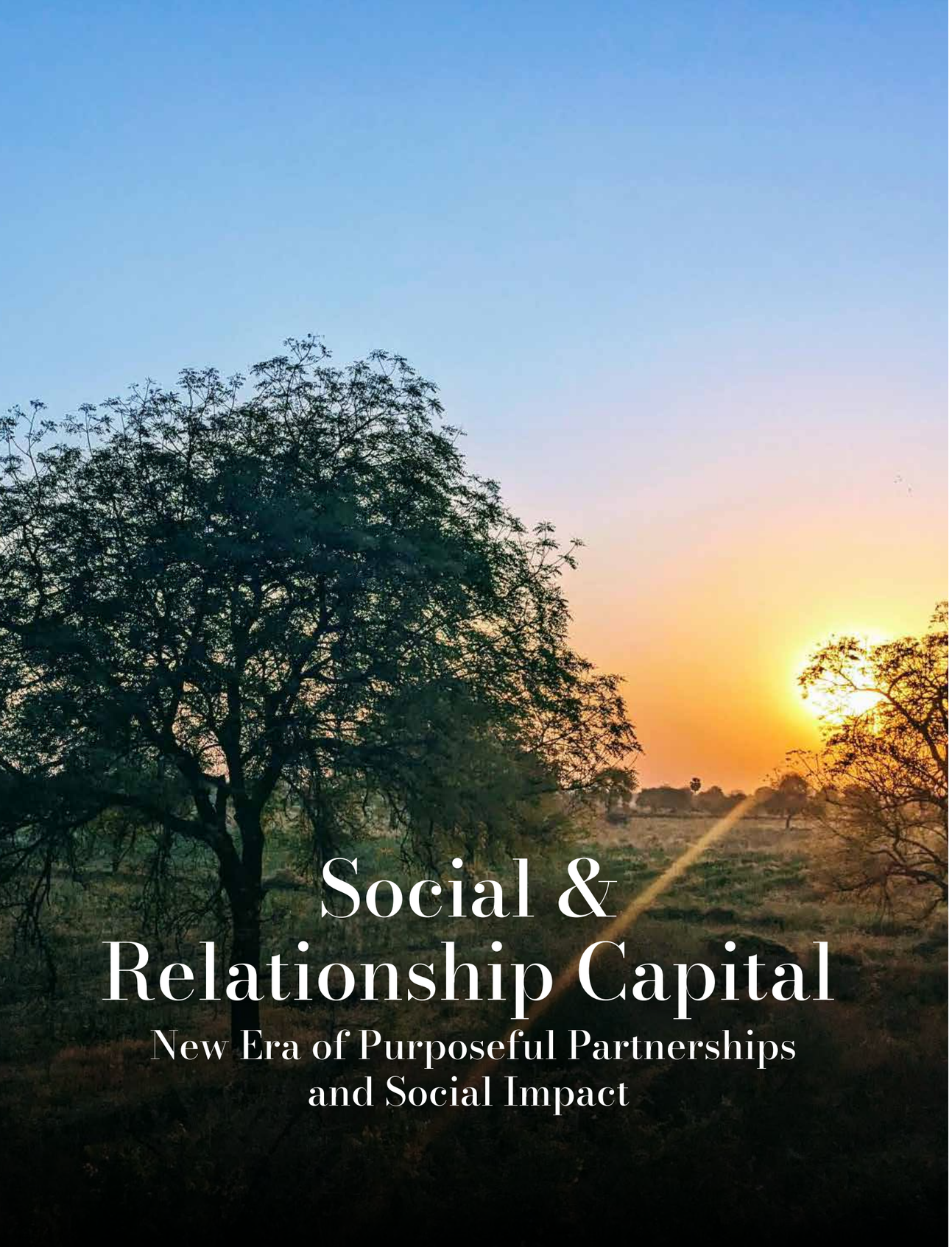
Plastic Packaging			
	2022-23	2023-24	2024-25
Total Weight of Plastic Packaging (MT)	1,238	1,267	2,199
% of recyclable plastic packaging	100%	100%	100%
% of compostable plastic packaging	18%	47%	46%
% of recycled content within plastic packaging	-	2%	9%

Product Sustainability

We integrate sustainability into product design by using responsibly sourced fabrics, recycled fibres, and biodegradable materials. Our optimised production processes minimise waste while enhancing durability and recyclability.

To assess environmental impact, we conduct comprehensive Lifecycle Assessments (LCA) from cradle to grave, evaluating energy use, GHG emissions, water consumption, and waste generation. LCA helps identify key hotspots, including Scope 3 GHG emissions, guiding innovation in sustainable product development. We have identified ten impact categories and continuously refine our practices to reduce our footprint while meeting growing consumer demand for sustainability. We have successfully completed LCA studies for casual and formal shirts, T-shirts, and denim jeans, covering 40% of our turnover. We have provided a list of the key risks identified as per the LCA and the respective mitigating actions.

Description of the risk/concern	Action Taken
High energy consumption at yarn spinning and fabric processing stages.	Presently, we are collaborating with a tier 1 supplier; however, these processes fall under our tier 3 supplier category.
Usage of chemicals during fabric processing and auxiliary materials used in cutting and sewing.	Collaboration with ZDHC to use better and safer chemicals in the dyeing process, implementation of Restricted Substance List (RSL).
High energy consumption for washing and ironing during the product use phase.	Collaboration with industry partners.
High blue water consumption and toxicity in the agricultural phase.	Collaboration with Better Cotton Initiative (BCI), increasing the recycled content in raw material.
Usage of corrugated board, plastic paper, polyethene foam, and paper for packaging.	Increasing usage of compostable polybags for packaging, reducing packaging requirements.



Social & Relationship Capital

New Era of Purposeful Partnerships and Social Impact

Focus Areas

- Empowering Communities
- Crafting Unique Customer Experiences
- Responsible Value Chain

Key Highlights

₹4.20 crore CSR Spend	**1,95,834** Lives Impacted through CSR activities	**61,456** Employee Volunteering Hours
89% NPS Score for Pantaloons business	**100** significant suppliers assessed through Supplier Sustainability Index	**94.7%** Tier-1 vendors audited for Vendor Code of Conduct

Contribution to SDGs



Capital Linkage



Material Topic Linkage

Corporate Social Responsibility	Product Quality and Safety	Customer Satisfaction and Relationship Management
Data Privacy and Security	Sustainable Supply Chain	Stakeholder Engagement and Management

Fostering Inclusive Growth through Meaningful Relationships

At ABFRL, we believe that nurturing enduring relationships with our stakeholders is central to our purpose. As a responsible business, we value our surrounding communities, customers, vendors, and business partners. Our commitment to inclusive growth is grounded in empathy, inclusivity, and transparency. We strongly believe in co-creating long-term value and uplifting the ecosystems we are a part of. By actively listening to the concerns and aspirations of those we serve, we deepen trust and drive progress that resonates far beyond our operations. We acknowledge the contribution of the local communities as the value chain partners in our success.

Our CSR Strategy

As a responsible business, we recognise that our actions have a profound impact on the world around us. We believe that by prioritising social responsibility, we can create a positive impact that benefits the wider community. Through our CSR interventions, we aim to make a meaningful difference in the lives of our community members.

Inspired by the visionary leadership of Mrs. Rajashree Birla, Chairperson of Aditya Birla Centre for Community Initiatives and Rural Development, and guided by Dr. (Mrs.) Pragnya Ram, Group Executive President - CSR, Legacy Documentation & Archives, we unwaveringly uphold the Aditya Birla Group's CSR Policy.

At ABFRL, we continue to focus on creating sustainable and impactful CSR programmes aligned with the Group's CSR Vision. We undertake CSR interventions across the states of Delhi NCR, Karnataka, Tamil Nadu, Maharashtra, Odisha, and Andhra Pradesh through an independent entity called Aditya Birla Fashion and Retail Jan Kalyan Trust (ABFR Jan Kalyan Trust).

Our CSR initiatives are focused on five key pillars: Education, Health and Sanitation, Sustainable Livelihood, Water and Watershed, and Digitalisation. These pillars are the guiding thematic areas for the projects, including the Girl Child Education Project, the Village Development Project, the Education Project Delhi NCR, and the Kaushalya Project. School Transformation, Gyanarjan and KGBV school programmes primarily focus on girl students and these programmes are implemented under the ambit of the Girl Child Education Project. Furthermore, at ABFRL, we strongly encourage voluntary employee participation in CSR activities and have a policy in place to facilitate employee volunteering.

Mission

To make a meaningful impact on the lives of individuals in communities around us by developing model villages through our focus on Education, Health & Sanitation, Sustainable Livelihood, Water & Watershed, and Digitalisation.

To facilitate a culture of caring in the organisation through employee volunteering.

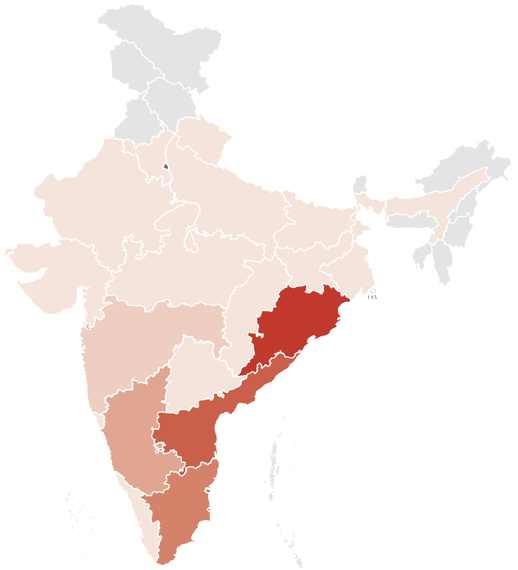
Our Group CSR Vision

"To actively contribute to the social and economic development of the communities in which we operate and beyond. In sync with the UN SDGs our endeavour is to lift the burden of poverty weighing down the underserved and foster inclusive growth. In doing so, build a better, sustainable way of life for the weaker, marginalised sections of society and enrich lives. Be a force for good."

- Mrs. Rajashree Birla,
Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development



Our CSR Presence



CSR PRESENCE
- Presence through Employee Volunteering in 19 States
- CSR Programme presence in 5 States and 1 Union Territory

Maharashtra
- School Transformation Project (Girl Child Education Project)

Karnataka
- Village Development Project
- KGBV Support (Girl Child Education Project)
- Gyanarjan (Girl Child Education Project)
- Project Kaushalya

Tamil Nadu
- Village Development Project

Andhra Pradesh
- Village Development Project

Odisha
- Village Development Project
- Promotion and sustenance of art and art forms in Odisha

NEW DELHI
- Education Project in Delhi NCR

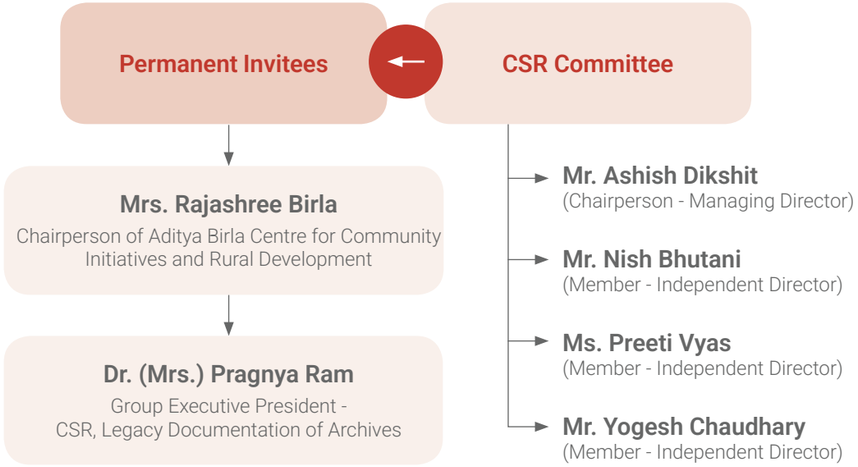
Total CSR Spend (₹ Crore)

	2020-21	2021-22	2022-23	2023-24	2024-25
Community Expenditure	1.91	3.09	3.55	4.10	4.20

CSR spending on focus areas and beneficiaries in FY 2024-25 (₹ Crore)

Focus area	Education	Health & Sanitation	Sustainable Livelihood	Digitalisation	Water & Watershed	Other Initiatives
CSR Spend	1.70	0.41	0.48	0.17	0.24	1.20
Beneficiaries	22,844	83,336	1,518	27,837	43,787	16,512

CSR Policy and Governance



Board of Directors	Oversees the CSR activities of the company and monitors the compliance of the CSR Policy	• Approve the CSR Policy • Ensure that the activities included in the CSR policy are undertaken by the company • Ensure the Company spends in every financial year, at least two percent of the average net profits of the company made during the three immediately preceding financial years
CSR Committee	CSR Committee reports on the progress on CSR activities to the Board	• Ensure compliance of CSR Initiatives with the law of the land • Provide strategic direction for CSR initiatives • Approve the CSR plan and monitor its progress
ABFRL MANCOM	MANCOM and Aditya Birla Fashion and Retail Jan Kalyan Trust work parallely under the CSR Committee	• Ensure alignment of CSR initiatives to ABG's CSR policy • Provide direction and funds • On-board new partners and ensures execution as per the Board approved CSR plan
Aditya Birla Fashion and Retail Jan Kalyan Trust		• Ensure the alignment of CSR activities with its stated mission and objectives • Ensure compliance with applicable trust laws and regulations • Oversee the financial management of the trust, and ensure transparency and accountability in all decision-making processes • Seamless cross - functional deliverables • Periodically review CSR initiatives • Provide guidance and direction in programme implementation
CSR Team	Reports Progress to MANCOM	• Ensure execution of the CSR plan • Monitor CSR partners • Formulate MOUs with partners (in consultation with Legal and Finance teams)

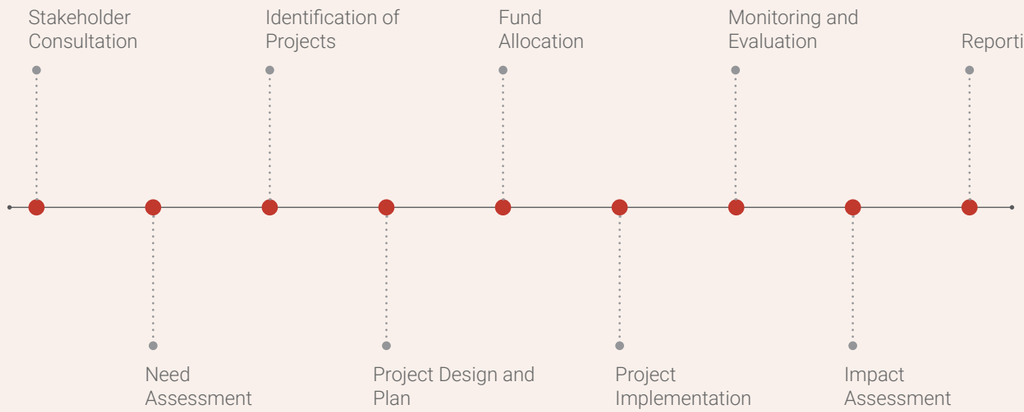
Community Consultation and Engagement Process

Community Engagement Process

At ABFRL, we believe that meaningful community development begins with inclusive dialogue. Our CSR initiatives are grounded in participatory planning, where we engage directly with local communities to understand their unique challenges and aspirations. Through structured needs assessments and consultative discussions with village panchayats and key stakeholders, we identify and prioritise interventions that resonate with local expectations.

Each year, we formulate a comprehensive Annual Action Plan that outlines specific activities, timelines, responsibilities, and resource allocations. This strategic plan ensures that our interventions are targeted and impactful. Projects are executed in collaboration with community members and relevant partners, and their progress is tracked through continuous monitoring mechanisms.

Impact assessments are conducted regularly to evaluate outcomes, and the insights gained are transparently shared via our corporate website, annual reports, internal publications, and media platforms. Every operational location integrates a structured community engagement and development programme with clear impact metrics. Importantly, during the reporting period, there were no notable adverse impacts on the communities where we operate.



Community Relations and Grievances

Engaging with our communities is a continuous and evolving dialogue. We maintain regular interactions through site visits, public consultations, workshops, satisfaction surveys, and feedback sessions. These forums help us remain attuned to local sentiments and community needs. To ensure community concerns are swiftly and fairly addressed, we have instituted a robust grievance redressal mechanism. This system enables transparent and timely resolution of issues raised by community members. Notably, there were no grievances reported in the current reporting period, reflecting the strength of our community relations and proactive engagement practices.

Our CSR Programmes

Our CSR Programmes have reached numerous people from the financial year 2013-14 to 2024-25. The total number of people reached in each thematic area as follows:

2,29,000+ Education	**15,28,000+** Health and Sanitation	**20,000+** Sustainable Livelihood
2,67,000+ Water and Watershed	**1,58,000+** Digitalisation	**3,05,000+** Other initiatives, including Promotion and Sustenance of Art and Art Forms

We have instituted multiple CSR projects, and the beneficiaries are provided below. 100% of beneficiaries are from vulnerable and marginalised groups.

Details of Beneficiaries of CSR Projects

	2023-24	2024-25
School Transformation Project, Panvel	1,941	2,012
Gyanarjan Project, Karnataka	1,883	1,760
KGBV Support, Karnataka	1,181	846
Village Development Project, Karnataka and Tamil Nadu	2,52,392	1,47,602
Village Development Project, Odisha	33,113	33,029
Village Development Project, Andhra Pradesh	11,213	10,176
Kaushalya Project, Karnataka	375	379
Education Project, Delhi NCR		30

Village Development Project

Our Village Development Project represents a holistic approach to rural empowerment. Anchored in five strategic focus areas; Education, Health & Sanitation, Sustainable Livelihoods, Water & Watershed, and Digitalisation, the initiative aims to transform rural settlements into self-sustaining, resilient communities.

Since its inception in 2017, the project has expanded to various regions across India. As of FY 2024-25, it is being implemented across villages in Karnataka, Tamil Nadu, Odisha, and Andhra Pradesh. Designed in alignment with the Sansad Adarsh Gram Yojana (SAGY) framework, the initiative seeks to blend the essence of rural heritage with access to modern infrastructure and opportunities.

A number of villages under the project have made significant strides toward model village status, with 10 model villages achieving 100% of relevant attributes as per Sansad Adarsh Gram Yojana (SAGY), National Urban Livelihood Mission (NULM)/Smart City guidelines. Recognition has also come from reputed institutions, with villages like Sollepura of Tamil Nadu, Madiwala of Karnataka and Uttrarmundamunha of Odisha has been rated as Platinum Green Villages and Basavanapura of Karnataka rated as Gold Green Village by the Confederation of Indian Industry (CII)- Indian Green Building Council (IGBC) as per Green Village Guideline.

Impact of the flagship initiative 'Village Development Project' at a glance:

18,226 Education	**83,336** Health and Sanitation	**1,518** Sustainable Livelihood
43,787 Water and Watershed	**27,837** Digitalisation	**16,482** Other initiatives, including Promotion and Sustenance of Art and Art Forms

25 villages across Karnataka, Tamil Nadu, Odisha, and Andhra Pradesh serve as a 'Hub' to nearby 'Spoke' villages which caters to 75 villages.

25 Villages Mapped with 10 Factories



Coverage : Additional 50 Spoke Villages
Total population of 75 Villages : 2,61,534

Village Development Project Karnataka and Tamil Nadu

In FY 2024-25, we touched the lives of 1,47,602 community members through the Village Development Project, Karnataka and Tamil Nadu

4,017
Notebooks distributed to 1,006 students through 'Help Vidya Write'

90
Students benefitted through scholarship programmes

19,100
Community members benefitted through water ATMs

520
Students benefitted through academic support centres

65,298
Community members benefitted through health awareness programmes

8 Villages
Achieved 100% relevant attributes as per SAGY, NULM/Smart City guidelines

3
Villages certified as green villages by CII – IGBC as per the 'Green Village Guideline'

11
Eye camps organised, benefitting 1,945 community members

17
Community libraries established in the 17 villages

The Project was launched in eight villages around our factory locations in Karnataka and Tamil Nadu to expand ongoing initiatives and introduce new ones that support village development. These villages serve as a 'Hub' to seven nearby 'Spoke' villages, collectively serving a total of 65 villages. In the journey to become a Model Village, eight villages achieved 100% relevant attributes as per SAGY, NULM/ Smart City Guidelines as of March 2025.

Village Development Project – Odisha

In FY 2024-25, we touched the lives of 28,851 community members through the Village Development Project, Odisha.

2 Villages
Achieved 100% relevant attributes as per SAGY guidelines

7,245
Community members benefitted through the digitalisation programme

11,583
Community members benefitted through health awareness programme

380
Self-help groups (SHGs) empowered women

6,682
Community members benefitted through water and watershed programme

268
Students benefited through smart classrooms

Based on a comprehensive need assessment in Janla Gram Panchayat, located in the Khordha district of Odisha, the village development project was initiated in three villages. These project interventions have created a positive impact not only in the selected villages but also in neighbouring communities. On the journey to become a Model Village, two villages achieved 100% relevant attributes as per SAGY Guidelines as of March 2025.



Village Development Project Andhra Pradesh

In FY 2024-25, we touched the lives of 10,176 community members through the Village Development Project, Andhra Pradesh.

In FY 2023-24, we launched our CSR programmes in Pullivendula, Andhra Pradesh to address the critical needs of the seven mandals in the Pulivendula Division of YSR Kadapa district. Our project is designed to tackle the most pressing issues in these areas and provide meaningful support to the local community. YSR Kadapa district is recognised as an aspirational district by the Government of India and is widely regarded as one of the most underdeveloped districts in Andhra Pradesh.

6,455
Community members benefitted through health awareness programme

385
Students benefitted through the community library

1,785
Community members benefitted through water and watershed programme

249
Self-help groups (SHGs) empowered women

CSR Spend in Aspirational Districts (in ₹)

State	Aspirational District	2023-24	2024-25
Andhra Pradesh	YSR Kadapa	30,05,072	18,73,983



Employee Volunteering - Beach Cleaning activity



Focus Area:

Education

We believe that education is the key to unlocking the full potential of individuals and communities. At ABFRL, we recognise that education is not just a fundamental right, but a powerful tool for empowering people to break free from cycles of poverty and inequality. We are thus committed to supporting initiatives that promote access to quality education. Our education programmes provide skills, knowledge, and confidence, to students in the communities to succeed in their academic pursuits and beyond.

34
Libraries established in government schools

4,017
Notebooks distributed to 1,006 students through 'Help Vidya Write'

90
Students received scholarships

752
Students benefitted through academic support centres

268
Students benefited through smart classrooms

4,500
Students participated in talent hunt programmes

During the reporting year, we undertook various educational programmes, including notebook and school uniform distribution, library programmes, smart classrooms, academic support centres, cluster-level competitions, music classes, educational trips, teacher training and the project impacted 22,844 students.

Empowering Education through Green Energy: The Solar Power School Project

In rural Karnataka, ABFRJKT supported the Solar Power School Project at government schools in Billawaradahalli and Jakkur Layout to tackle electricity challenges. This initiative aimed to meet the schools' energy needs, educate children about green energy, and promote sustainable living.

With the support of community stakeholders and school authorities, solar panels were installed on school rooftops, generating an estimated 7,200 kWh of renewable energy annually. The Karnataka Electricity Board (KEB) purchases surplus energy at ₹4.50 per unit, enabling each school to earn an additional ₹9,000–₹12,000 per year, contributing to both sustainability and financial resilience for the schools.

The savings from surplus solar energy are used to support educational activities, enabling schools to conduct various programmes. The initiative also sets a strong example of sustainable practice for other institutions.







▲ CSR

Health and Sanitation

We understand that good health is essential for overall well-being and productivity. Unfortunately, many communities around us face significant health challenges due to limited access to quality healthcare, sanitation, and hygiene facilities. At ABFRL, we are thus undertaking continual efforts to promote health and sanitation in rural areas and improve accessibility to healthcare services.

During the reporting period, we undertook several healthcare initiatives, including health camps, cancer and eye camps, vaccination drives, village cleanliness drives, and solid waste management. We also undertook health awareness programmes on preventive health measures and resilience-building techniques.

9

Cancer camps organised, reaching 599 rural women

8

Anganwadis (ICDS Centres) supported by providing teaching aids and play materials

57,182

People reached through awareness programmes

19

Eye camps organised, benefitting 3,133 people

8,074

People benefitted through solid waste management initiatives

Sustainable Livelihood

We believe that every person deserves the right to a dignified life, free from the constraints of poverty. We thus, support initiatives that promote sustainable livelihoods, particularly among rural women. Through our CSR initiatives, we strive to create income-generating opportunities that enable individuals and communities to break the cycle of poverty and build a brighter future.

In FY 2024-25, we provided livelihood opportunities through skill development training and revolving fund in rural areas to start livelihood activity, especially the marginalised and vulnerable groups.

1,549

women empowered through 99 Self-help Groups







Empowering Women SHGs

Empowering women through economic independence, we extend financial support to Self-Help Group (SHG) members, enabling them to pursue sustainable livelihoods. One such story is that of Mrs. Shivajyothi, a member of the Sri Anjaneya Mahila Sangam SHG in Krishnamvaripalli, Pulivendula.

With seed capital provided by the ABFRJKT, she purchased a buffalo and launched her own milk business. Her enterprise now generates a monthly income of ₹9,000, making a meaningful contribution to her family's financial well-being.

Water and Watershed

Our integrated watershed programme endeavours to effectively manage and utilise runoff water, bolster groundwater reserves, increase agricultural productivity in watershed areas and uplift the socio-economic status of farmers.

In FY 2024-25, the watershed programme facilitated the conservation of approximately 76,654 kl of water, benefitting 43,787 people.

Digitalisation

The digital era brings with it opportunities and challenges. Specifically in rural areas, while technology offers a substantial scope for advancement, limited access can exacerbate existing disparities. To address this issue, we have set up Village Information Centres (VICs) in 11 villages across Odisha, Karnataka, and Tamil Nadu. These centres aim to enhance digital literacy for both youth and adults, bridging the digital divide and fostering inclusive progress.

During the reporting period, the VICs provided services to 27,823 community members in these states. Additionally, around 40 neighbouring villages avail services from these 11 VICs.

Other Initiatives:

- Solar Street Lights: We installed 60 solar streetlights in two villages of Karnataka, namely Rajapura and Sollepura. These lights will reduce CO_2 emissions over their lifecycle and benefit 2,400 community members.

- Park Development: We developed a park in Rampura Doddi village, providing a recreational space for the community. This initiative benefits 1,500 community members by offering a green open area for relaxation, social gatherings, and physical activities, thereby enhancing the overall quality of life in the village.

Promotion and Sustenance of Art and Art Forms, Odisha

Odisha's rich artistic heritage, spanning 2,500 years, is showcased in its vibrant traditions of music, dance, and crafts. Among these, Pattachitra and Pothichitra, rooted in temple paintings, stand out as ancient art forms. To sustain and promote these art forms, we initiated a CSR intervention in Nayak Patana and Danda Sahi villages in the Puri District.

During this financial year we organised Pothichitra and Pattachitra Art Exhibition at the All-India Fine Art and Craft Society Delhi, conducted eye camps, supported RO drinking water facility and solar streetlights benefitting to 4,078 community members.



Promoting Odisha's Heritage: The Pattachitra and Pothichitra Initiatives

Odisha's rich artistic heritage, spanning over 2500 years, is reflected in its vibrant traditions of music, dance, and crafts. Among these, Pattachitra and Pothichitra, rooted in temple paintings, stand out as ancient art forms. Despite challenges, efforts to preserve them continue, particularly in villages such as Raghurajpur, Nayak Patana, and Danda Sahi in the Puri district.

To sustain and promote Pothichitra and Pattachitra art forms, we launched a CSR intervention in the villages of Nayak Patana and Danda Sahi. In FY 2023-24, a one-and-a-half-month training programme on Pothichitra was conducted to build the artistic capacity of community members, followed by an exhibition to showcase their work and generate market opportunities. In FY 2024-25, another exhibition was organised at the All-India Fine Art and Craft Society (AIFACS), Delhi, where artists from Nayak Patana and Danda Sahi showcased their work.

Beyond promotion and sustenance of art and art forms, we supported a range of initiatives aimed at transforming these villages into model villages. These included establishing Academic Support Centres, Village Information Centres, RO drinking water systems, solar street lights, and eye camps, along with a pond renovation, tree plantation, and dustbin support. These initiatives not only draw the interest of art enthusiasts but also contribute to the marketing and long-term sustainability of traditional art forms. At the same time, they play a vital role in driving inclusive community development, blending cultural preservation with social progress.





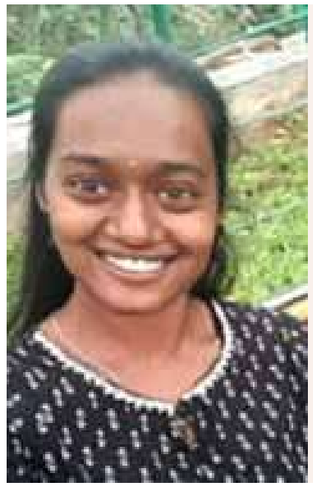
Education Project, Delhi NCR

As our business grows, it's imperative that our CSR efforts expand beyond our factories, particularly in our new ventures and the regions we are entering. Hence, we have started implementing an Education Project in Delhi NCR, aiming to create a better learning environment for children.

Kaushalya Project:

Project Kaushalya, a cornerstone of our initiatives under the focus area of sustainable livelihood, strives to equip rural youth with employable skills and foster sustainable livelihood opportunities. Based on market demand, we provide skill training on Self-Employed Tailoring, Data Entry Operations, & Retail Sales Associates. Since its inception in FY 2014-15, the initiative has trained and certified 3,926 rural youths. Of these, 77% have been linked to sustainable livelihood opportunities.

In FY 2024-25, 383 youth enrolled in Project Kaushalya, 379 were trained and certified, while 310 youth benefitted from job placements.



Digital Empowerment: Shashi's Journey

Shashi, a 22-year-old from Anekal, faced significant professional hurdles due to her limited digital skills. Working as an assistant to an advocate, her limited computer proficiency restricted her efficiency and growth opportunities, resulting in a modest monthly income of ₹5,000.

To enhance her skills, Shashi enrolled in the Data Entry Operator course at the Kaushalya centre. The programme equipped her with essential computer skills, including typing, document formatting, and the use of MS Office tools. Practical, hands-on training and guidance from experienced trainers boosted her confidence in using digital technologies.

After completing the course, Shashi secured a new job with a monthly income of ₹15,000. This financial uplift significantly enhanced her well-being and provided greater economic stability.

Girl Child Education

Under Girl Child Education, we aim to empower girl students by providing them with access to quality education, creating a better learning environment, enabling them to pursue higher studies and fostering financial independence. Our interventions, including the School Transformation Project, Gyanarjan and Kasturba Gandhi Balika Vidyalaya (KGBV) exemplify our commitment to an intensive programme aimed at Girl Child Education. Over the years, we have supported 1,31,125 girls across three states in realising these objectives.

School Transformation Project, Panvel, Maharashtra:

In 2017, we partnered with Panvel Municipal Corporation (PMC) to transform the education landscape in 11 primary-education schools. Our shared goal is to create a nurturing atmosphere for young learners and hone their essential skills. To achieve this, we appointed qualified teachers and conducted classes for the English language, special academics, art and martial arts. We also organised children's fair, art classes, and yoga and nutrition sessions. During FY 2024-25, the project positively impacted 2,012 students.

Gyanarjan:

Project 'Gyanarjan' is a rural education initiative aimed at empowering underprivileged girls in Karnataka. The programme provides quality coaching for students from grades 10th to 12th in core subjects, preparing them for competitive exams like NEET and CET.

Since its inception, Gyanarjan has supported 12,051 female students, including 1,370 students during the reporting period. Our students achieved impressive results in the FY 2023-24 Board Exams with pass rates of 76.69% for the 10th grade and 90.16% for the 12th grade.



Shreya's Rise with Gyanarjan

Shreya Ganesh Iyer, an 18-year-old from Mysore, was raised in a modest household. As the only daughter in her family, she was driven by a single goal: securing a high rank to gain admission to a prestigious Government Engineering College. However, financial constraints and limited access to expert guidance posed major obstacles to her academic aspirations.

Gyanarjan classes, sponsored by ABFRJKT, provided free, high-quality coaching to students who could not afford private tuition. Shreya eagerly enrolled in these classes, where instructors made learning simple, inclusive, and engaging. The initiative offered KCET coaching and specialised study materials, that complemented her regular college coursework.

With the guidance and support of Gyanarjan classes, Shreya achieved an outstanding 99% in her PU Board examination in 2024 with an impressive 6th rank, paving her way to pursue a Bachelor of Engineering degree in Computer Science.

12,051

Students benefitted since the inception of Gyanarjan Project

Kasturba Gandhi Balika Vidyalaya (KGBV)

Under the 'Sarva Shiksha Abhiyan' initiative, we encourage underprivileged girls in Karnataka and Tamil Nadu to pursue higher educational opportunities and resist societal pressures to drop out. During the reporting period, we supported 846 students from seven Kasturba Gandhi Balika Vidyalaya (KGBV) schools. These include special coaching classes in core subjects, value addition programmes such as personality development and safety workshops, and enhancing industry exposure through the know-how of unit operations, stock management, logistics, etc.

We have introduced the visionary 'Model School' initiative in two phases at KGBV schools in Gollapalli, Bollupalli and Chinnabennagur, Tamil Nadu. As a part of the programme, we offered finance to the schools for the installation of necessary resources like smart class equipment, rainwater harvesting systems, smart kitchen facilities and sports equipment.

7,962

Rural girls benefitted the since inception of KGBV Support Initiative

Employee Volunteering: A culture of Compassion

We view our employees as ambassadors of change. Our structured employee volunteering policy encourages participation in community programmes, instilling a culture of social responsibility and empathy within our workforce. This not only deepens our stakeholder engagement but also strengthens employee pride and purpose.

We acknowledge the significant impact that employees can have on the community and are thus, dedicated to providing them with volunteering opportunities. Since FY 2016-17, our employees have actively participated in volunteering activities, amassing a total of 2,33,670 volunteering hours from 45,367 employees.

Our employees engage in various initiatives such as teaching English, delivering guest lectures, conducting soft skill sessions, mentoring women entrepreneurs, providing career guidance to rural youth, paintings, organising retail exposure and mock interviews for students, distributing notebooks, supporting library programmes, and participating in drives such as blood donations, cleanliness, health and safety awareness and Pulse Polio, and more.

Road Safety Campaign: Our CSR team at ABFRL, supported by employee volunteers across Brand Stores and Distribution Centres (DCs), successfully conducted a Road Safety Awareness Campaign. In collaboration with local organisations and police authorities, we organised impactful awareness rallies, distributed informative pamphlets, and held engaging awareness sessions at the community level.

Dengue Awareness Campaign: We organised a dengue awareness campaign in the Ramanagara and Bangalore urban districts near manufacturing units. The campaign covered 35 peripheral villages, with core volunteers trained to disseminate information to employees. Employees distributed dengue awareness pamphlets and visited nearby houses, covering 15-20 families each. A total of 4,087 employees contributed 20,435 volunteering hours to spread awareness in the community.

In FY 2024-25, over 9,570 employees from more than 50 cities across the country participated in volunteering activities, contributed a total of 61,456 hours.

Kartavya

"Kartavya" is a dynamic web application designed to enhance employee volunteering and promote social responsibility within the organisation. This platform transforms our CSR efforts into a more collaborative, engaging, and tech-enabled experience, empowering employees to contribute meaningfully. Kartavya is proof of the incredible change we can create when we unite with a purpose. It embodies our collective commitment to becoming a true "force for good".

The application is accessible on both mobile and laptop devices. Once logged in, employees can explore various volunteering opportunities available across the locations. On Kartavya, employees can seamlessly explore and sign up for onsite, online, and solo volunteering opportunities. The app shares relevant communication, resources, and schedules, while offering access to CSR materials like SOPs, case studies, and newsletters. Employees can track their volunteering journey through a personal dashboard and also download certificates, raise help requests, and share feedback, all in one place.

Social Impact Assessment

Every three years, we carry out impact assessments for our CSR projects in order to identify gaps and implement corrective measures. Our Social Impact Assessment was conducted in FY 2024-25 with NAVGRAAM Development Consulting LLP. The impact assessment adopts a mixed-methods approach, incorporating both quantitative (primary and secondary) and qualitative (primary) data collection techniques. The secondary data analysis related to programme outputs/numbers has also been covered using data sourced from CSR programme records.

With a score of 8 out of 10 (80%), the project achieved a 'Very Good' rating (meeting the 75% threshold).

IN FY 2024-25, OVER 9,570 EMPLOYEES FROM MORE THAN 50 CITIES ACROSS THE COUNTRY PARTICIPATED IN VOLUNTEERING ACTIVITIES, CONTRIBUTED A TOTAL OF 61,456 HOURS.

Customer Relationship Management

At ABFRL, we share unwavering commitment to proactively meet our customers' needs and preferences. We endeavour to consistently deliver high-quality products and services, and offer a positive customer experience, thereby maintaining our position as the preferred choice. To achieve this, we continuously innovate and incorporate customer feedback to better cater to the evolving needs of our customers through the following customer engagement and retention mechanism:

Mission Happiness	Quality Care Cell
Take Back Programmes	Customer Voice Response System

Mission Happiness Post Purchase

Mission Happiness Initiative was introduced at the lifestyle brands in 2014 to standardise procedures for addressing customer complaints and ensuring a consistent, positive experience. This initiative has been instrumental in collecting, sharing, and implementing customer feedback. We gather customer feedback at the point of purchase through iPads (in stores), SMS (shared with the customer), and surveys on our web pages. Through the feedback and surveys, we uncover all aspects of the customer experience, including website order confirmation surveys, post-delivery experience surveys, refund experience surveys, and post-day product purchase surveys. We meticulously monitor and analyse feedback received and train our employees to respond promptly. Additionally, our robust Customer Relationship Management (CRM) strategies, including loyalty cards and a streamlined complaint resolution mechanism, aid us in serving our customers more effectively. By integrating these customer-centric practices, we strive to set new standards in the industry, ensuring that our customers always feel valued and heard.

Customer Voice Response System

We prioritise transparency and efficiency in managing customer grievances through our Customer Voice Response System (CVRS).

Customer Complaints Redressal Mechanism

We have a dedicated toll-free number, email ID or chatbot system wherein customers can raise complaints. All the complaints received are then centrally managed and resolved through the 'D-365' platform.



▲ Van Heusen

Consumer Complaints

	2023-24			2024-25		
	Received during the year	Pending resolution at end of year	Remarks	Remarks Received during the year	Pending resolution at end of year	Remark
Data privacy	0	-	-	0	0	
Advertising	0	-	-	0	0	
Delivery of essential services	0	-	-	0	0	
Restrictive Trade Practices	0	-	-	0	0	
Unfair Trade Practices	8	27	27 cases were carried forward from the previous year. 8 cases were resolved during the year and the rest are pending in consumer courts.	3	19	Total – 19 cases are pending in consumer courts at various stages (16 cases are carry forwarded from previous FY. 3 new were received in FY 2024-25. 11 cases were resolved during the year FY 2024-25).
Others	0	-	-	0	0	

Revolutionising E-commerce with Hyperlocal Capability

We continue to reshape the digital retail experience through our integrated Super App. It unifies multiple customer touchpoints into a single seamless platform. At the heart of this digital transformation is the hyperlocal capability, known as the Express Delivery, a solution designed to enhance convenience and responsiveness in today's on-demand environment.

The Express Delivery model empowers customers to browse and shop from nearby stores, with orders fulfilled locally to ensure swift deliveries. This location-based capability is accessible across several brands, offering personalised, efficient service that aligns with modern shopping behaviours. Unlike traditional e-commerce models that rely on extensive logistics networks, this approach streamlines order fulfilment and reduces the ecological footprint by cutting down transportation costs and emissions.

The hyperlocal model is currently active on platforms like The Collective and ABFRL's Super App, featuring leading fashion labels such as Louis Philippe, Van Heusen, Peter England, and Allen Solly. Plans are underway to expand this feature across more cities and additional brands, reinforcing our position as a digital-first, customer-centric retail leader.

Reducing Product Returns

A key benefit of the hyperlocal model is its ability to reduce return rates through improved purchase accuracy. Customers can connect directly with store staff via the app or website, receiving real-time guidance on size, fit, and product attributes. This personalised assistance enables better purchase decisions, significantly lowering return rates and resulting in cost savings related to manpower, logistics, and fuel consumption.

We also have a structured process in place to prevent and address defective products before they reach customers, thereby minimising the risk of product recalls. The process begins with rigorous quality checks on incoming raw materials and trims to ensure they meet the required standards. Pre-Production Meetings (PPMs) are conducted to align all stakeholders on quality expectations and potential risks. During manufacturing, inline inspections are carried out at various stages to detect and correct defects early. A final quality check is performed before dispatch to ensure only top-quality products are delivered. Additionally, post-delivery audits at stores and customer feedback are captured through the Post Purchase Mission Happiness (PPMH) initiative. Any complaints received are thoroughly analysed, and improvement projects are initiated to prevent recurrence and enhance overall product quality.

Internal Audit Mechanism

Internal audits are conducted at regular intervals as per a defined schedule. These audits are led by trained internal auditors and focus on evaluating compliance with QMS procedures at both factory and functional levels. They cover all critical processes to ensure consistent adherence to quality standards and help identify areas for improvement.

Quality Management

Our Quality Management System is independently audited and certified by reputed third-party agencies such as Bureau Veritas. The manufacturing facilities are compliant with international standards and hold valid certifications for ISO 9001:2015 (Quality Management Systems), ISO 14001:2015 (Environmental Management Systems), and ISO 45001:2018 (Occupational Health & Safety Management). These certifications ensure that global benchmarks for process excellence, environmental responsibility, and workplace safety are consistently met. Inspections are conducted based on Acceptance Quality Limit (AQL) which is accepted internationally by all fashion brands with repute.

Customer Satisfaction

At ABFRL, understanding customer sentiment is essential to refining experiences and enhancing brand loyalty. We conduct annual customer satisfaction surveys and gather real-time feedback to identify improvement areas across channels. During FY 2024-25, our customer engagement efforts yielded impressive Net Promoter Scores (NPS): 86% for lifestyle brands, 89% for Pantaloons, and 73% for VH Innerwear, indicating strong consumer advocacy and trust. We deliver exceptional customer experiences by leveraging advanced technologies and data-driven insights to personalise offerings, enhance service quality, and stay ahead of fashion trends. We ensure every interaction reflects trust, innovation, and style. Simultaneously, the company fosters a responsible and ethical value chain by embedding sustainability, transparency, and fairness into supplier engagements, sourcing practices, and operational processes. Through robust compliance systems, stakeholder dialogue, and partnerships with responsible vendors, we ensure long-term value creation while reinforcing our commitment to social responsibility and ethical business conduct.

Omnichannel Expansion

In alignment with our digital-forward strategy, we have continued to scale our omnichannel infrastructure. Our "Buy Online, Ship from Store (BOSS)" model strengthens inventory utilisation across the retail network, improving fulfilment speed and reducing logistical redundancies. The Pantaloons business has expanded its reach with the launch of a dedicated mobile application, enhancing access and engagement. As a result, 14% of our total revenue during FY 2024-25 was generated from direct online sales, signalling a robust digital presence.

Customer Health and Safety

We uphold the highest standards of consumer health and safety, adhering strictly to OSHA guidelines and product-specific compliance standards. Our products are rigorously tested for quality and safety during the design and development stages.

At Pantaloons, about 27% by option and 35% by volume of our kids wear portfolio is tested for parameters such as pH and Formaldehyde. As a safety measure, in addition

to option level testing of pH & Formaldehyde for kids category (this is done for all options), all garments are passed through needle detector to ensure there is no metal contamination when goods are being made/ packed (this is validated for 100% garments made in kids category). At lifestyle brands, denim, which accounts for 5-6% of our product, is tested for pH parameter through random checks while select jewellery items are tested for lead, nickel, and corrosion resistance. Our ceramic products undergo checks to ensure microwave safety and the absence of leachable toxic substances.

Additionally, every product is tagged with clear care and cautionary instructions to ensure safe handling. We continue to monitor market feedback and regulatory updates to address potential issues proactively. In FY 2024-25, there were no incidents of product recalls, fines, penalties, and non-compliance with voluntary code of health and safety regulations.

Marketing and Labelling

We are dedicated to ethical, transparent, and consumer-centric marketing practices. Further, we are also committed to providing accurate and balanced information about our products to our customers. Our Responsible Marketing and Advertising Commitment ensures that our content is fair, honest, and aligned with consumer rights (protect vulnerable market segments, and never compromise customers' privacy). For 100% of our products, we refrain from comparative advertising including exaggerated claims about the social and environmental impact of our products and guarantee that all product claims are accurate, verifiable, and non-deceptive. We abstain from disinforming customers on any competitors' products. Customers are educated on the safe and responsible usage of products, including guidelines for product handling (wash care, drying, and ironing instructions for all our apparel products). Additionally, key product such as raw materials, finishes, or other significant attributes are disclosed beyond mandatory requirements through hangtags, exemplified by labels like LIVA and Giza Cotton.

Our apparel labels adhere to the 16 CFR 423 standard, clearly mentioning:

- Country of Origin
- Style and Product Details
- Date of Manufacture
- Manufacturer Code
- Fibre Content (in order of predominance)
- Care Instructions
- Cautionary Details
- Disposal Guidelines for Packaging

Over the past few years, there has been a significant increase in amendments under the Indian Legal Metrology Act and Rules, along with enhanced scrutiny by the authorities through inspections and issuance of notices. In light of this, and to ensure strict compliance while avoiding substantial penalties, the Legal team has taken proactive steps.

Multiple training sessions have been conducted for the relevant Sourcing and Brand teams to build awareness and reinforce understanding of the legal requirements relating to price tags and declarations on products. Additionally, the Legal team has developed a comprehensive, category-wise ready reference document that includes sample tags for various product categories. This document has been shared with all concerned teams for easy reference and implementation.

During FY 2024-25, 20 incidents of non-compliance related to labelling standards were reported, resulting in a penalty of ₹8 lakhs. There were zero incidents of non-compliance, fines, and penalties concerning marketing communications, reaffirming our integrity in customer engagement.

We provide comprehensive information about all our brands on our company website (https://www.abfrl.com). In addition, each of our brands maintains its own website, where updates on offerings are regularly shared. We also actively leverage various social media and digital platforms to engage with consumers and disseminate relevant updates.



▲ Louis Philippe



▲ Pantaloons East Warehouse

Supply Chain Management

In the dynamic world of fashion and retail, a resilient and sustainable supply chain forms the backbone of our value creation. We adopt an integrated approach to supply chain management, balancing efficiency, ethics, and environmental responsibility. By embedding sustainability principles across our sourcing network, we aim to reduce risks, manage costs, and enhance brand equity; while ensuring that our products meet the highest standards of quality, safety, and responsibility.

Supplier Network at ABFRL

Our diverse and expansive supplier base operates across more than 10 countries, consisting of 1,246 Tier-1 suppliers. As of FY 2024-25, we identified 200 Tier-1 suppliers as significant and 25 non-Tier 1 suppliers as significant. Significant suppliers are defined as those with considerable business relevance to ABFRL. Suppliers are evaluated based on business relevance, operational importance and potential environmental, social, and governance (ESG) risks.

Promoting Sustainable Sourcing

Our Sustainable Supply Chain and Procurement Policy outlines our commitment to responsible sourcing practices. We prioritise local procurement to reduce logistics-related emissions and empower regional economies. By fostering supplier partnerships that are both performance-driven and sustainability-oriented, we aim to build a responsible procurement ecosystem that supports long-term environmental and social goals.

Breakdown of procurement spend by region (2024-25)	
India	81.35%
International suppliers	18.65%

Breakdown of Input Material Sourced from Suppliers	2023-24	2024-25
Directly sourced from MSMEs/ Small Producers	16.65%	57.9%
Directly from within India	0.1%*	81.35%

* Directly sourcing from neighbouring districts

Vendor Code of Conduct

We maintain rigorous ethical and legal standards through its Vendor Code of Conduct. All suppliers must formally acknowledge this policy, which is structured with reference to Indian labour laws, ILO conventions, SA 8000, and WRAP standards. The Code covers legal & statutory compliance, workplace safety, fair wages, anti-discrimination policies, and anti-harassment mandates. In FY 2024–25, 94.7% of Tier-1 suppliers complied with the Vendor Code of Conduct and adhered to all specified requirements, including safeguards against sexual harassment, workplace discrimination, child labour, forced or involuntary labour, as well as ensuring fair wages, health and safety measures, and acceptable working conditions. No significant risks or concerns were observed during the reporting period, reflecting strong compliance and a stable supply chain environment.

Supplier ESG programmes

Our Supplier ESG Programme is led by senior management and focuses on systematically identifying and mitigating ESG risks within our supply chain. This includes:

- Regular ESG risk assessments and audits
- Training and capacity-building for sustainability improvements and compliance with industry standards
- Alignment of purchasing practices to review alignment with the Vendor code of conduct

We have established a set of minimum ESG requirements in the Vendor Code of Conduct Manual that suppliers must adhere to participate in our tenders and be considered for contract awarding. Suppliers who meet all the requirements and compliances will be eligible for contract consideration and suppliers who demonstrate high ESG performance are prioritised during evaluations. A dedicated grievance mechanism allows suppliers to report issues, and our team monitors and acts on concerns raised. Notably, no complaints were received from supply chain partners during the last two years. Additionally, internal process stakeholders oversee statutory dues, ensuring timely deduction and deposit by value chain partners through quarterly audits that enforce compliance.

Supplier Screening and Assessment

Supplier Screening

Our Social Compliance and Quality team conducts an initial audit during vendor onboarding, followed by annual surveillance audits for all active vendors to ensure continued compliance. The supplier screening process is designed to identify key suppliers within our supply chain. It evaluates environmental, social, governance, quality, and compliance parameters, along with business factors such as price competitiveness, product quality, and delivery timelines. This process also considers risks specific to country, sector, and commodities.

Through this screening, we can identify potential sustainability-related risks, which are then addressed through a detailed supplier assessment to improve visibility and risk mitigation. We have screened all 1,246 tier-1 suppliers including 200 significant tier-1 suppliers as well all 25 significant non-tier-1 suppliers. During the reporting period, we screened all newly onboarded suppliers using environmental and social criteria.

WE HAVE SCREENED ALL 1,246 TIER-1 SUPPLIERS INCLUDING 200 SIGNIFICANT TIER-1 SUPPLIERS AS WELL ALL 25 SIGNIFICANT NON-TIER-1 SUPPLIERS.

Supplier Assessment

During the year, 113 suppliers were assessed for social and environment impacts in the supply chain. Of these, 38 were identified as having significant actual or potential negative impacts, such as lack of regulatory approvals, non-payment of minimum and overtime wages, absence of wage records, and environment impact. Improvements were agreed with 38 (100%) of these suppliers, while relationships were terminated with 12 (32%) of these suppliers due to the findings. Out of 12 (32%) suppliers, 10 suppliers were terminated due to social impact and 2 suppliers were terminated due to environment impacts.

We have developed a Supplier Sustainability Index (SSI) to evaluate the social and environmental performance of Tier-1 and Tier-2 suppliers. The SSI, based on global standards and self-assessments, scores suppliers across Quality, Social, and Environmental parameters. Higher scores indicate stronger performance, lower risk of disruption, and improved supply chain resilience.

During the reporting period, 100 significant suppliers were assessed using the SSI. For the suppliers who were assessed, we did not further identify if they have any actual or potential impacts. Of the suppliers assessed, 16 were certified with Higg FEM.

Supplier Development and Collaboration

We continuously invest in the growth and education of our supplier base through:

- Corrective action support and remote guidance
- Regular monitoring and performance reviews
- Custom workshops on topics like circular fashion, chemical management, and our Code of Conduct
- Green Channel Partnership Programme
- Partner Innovation Summit

During the reporting period, we assisted 26 suppliers in implementing corrective actions. We also provided capacity-building programmes to 100% of significant suppliers (300 suppliers) identified as having significant actual and potential negative social impacts.

In FY 2024-25, we conducted seven awareness sessions with a focus on circularity, compliance, and sustainable manufacturing. All suppliers identified with high ESG risks were provided training, and many transitioned from non-compliant to fully compliant categories.

Ensuring Quality Management

Catering to the aspirations and demands of the customers, we always maintain high-quality products. Our Quality Management System (QMS) ensures consistent product excellence across all sourcing channels. We collaborate with suppliers to define detailed product specifications, and conduct audits at various checkpoints including:

- Raw material testing
- In-process audits
- Final product inspections

We utilise performance metrics like Vendor Quality Performance Index (VPQI) and Quality Index Number (QIN) to assess supplier delivery standards. At the pre-sale stage, defect rates and process maturity scores are tracked. Post-sale, customer feedback and happiness indices are analysed to ensure continual improvement.

Our Green Channel Partnership Programme has helped streamline high-performing partnerships. In FY 2024-25, 23% Fabric and 14% garment of the overall volume was sourced through Green Channel partnerships, reflecting their growing role in our supply chain.

Total number of awareness programmes held	Topics covered under the training
5	Vendor Code of Conduct (organised cluster-wise)
1	CMS Training (11 suppliers covered)
1	Supplier Sustainability Index Assessment (100 suppliers covered)

Higg Index

We have been a committed member of the Cascale community (formerly Sustainable Apparel Coalition) for over a decade, using the Higg Index as a key framework to assess sustainability across our operations. Our nine manufacturing facilities are evaluated annually through the Higg Facility Environmental Module (FEM 4.0) and Facility Social Labour Module (FSLM). Few of our facilities underwent third-party verification ensuring credibility. While FEM 4.0 covers critical areas like energy use, emissions, water, waste, and chemical management, FSLM evaluates social aspects such as worker rights, health and safety, wages, and community well-being. With all facilities scoring an average of 73 on the FEM 4.0 in self-assessment, the Higg Index continues to guide our efforts in benchmarking performance, setting clear goals, and advancing responsible practices industry-wide. At the brand level, we integrate the Higg Brand and Retail Module (BRM) to embed sustainability into design and operational decisions. Six key brands, including Louis Philippe, Van Heusen, Allen Solly, Peter England, Pantaloons, and Van Heusen Innerwear underwent self-assessment.

These tools help us drive continuous improvement and maintain accountability across our supply chain.

Logistics

Our logistics infrastructure is a key driver of supply chain agility and customer satisfaction, supporting seamless operations across inbound and outbound transportation, warehousing, and distribution. Our logistics networks are strategically structured around core business units such as lifestyle brands, Pantaloons, and Van Heusen Innerwear to ensure responsive, efficient product movement. Leveraging road, air, and maritime transport, alongside a network of strategically located warehouses, our infrastructure is built to enable high-performance delivery and market responsiveness across geographies.

Geopolitical Risks and Challenges

While FY 2024-25 witnessed stable geopolitical conditions with no significant disruptions to our logistics operations, we remained proactive in addressing regional delivery challenges. Special emphasis was placed on enhancing last-mile connectivity in the Northeast region of India, where we onboarded a local logistics vendor to streamline operations and meet service expectations.

Stakeholder Engagement in Logistics

We maintain regular communication and governance mechanisms with our logistics partners. Monthly and quarterly review meetings with senior management provide a platform for tracking key performance metrics and resolving concerns. Logistics partners are encouraged to proactively raise issues, ensuring collaborative problem-solving and continuous process improvement.



▲ Pantaloons East Warehouse

Policy Advocacy

At ABFRL, we recognise that addressing complex global sustainability challenges requires collective action. We actively engage in strategic collaborations and policy advocacy initiatives that promote circularity, sustainable sourcing, responsible material use, and low-carbon practices. By partnering with national and international stakeholders, we contribute to shaping a responsible fashion ecosystem aligned with both India's and the world's climate and sustainability agendas.

Our involvement in policy advocacy spans leading global platforms and trade associations that influence industry standards and sustainability frameworks. These partnerships empower us to benchmark our sustainability performance, adopt best practices, and co-create innovative solutions. Notable associations include:

GIZ – ABFRL DeveloPPP on public private partnership project (International)	Zero Discharge of Hazardous Chemicals (ZDHC) (International)	International Retail Association of India (RAI) (National)	National Clothing Manufacturers Association of India (CMAI) (National)	United Nations Global Compact (UNGC) (International)
Cascale (formerly known as Sustainable Apparel Collation (SAC)) (International)	International Ellen McArthur Foundation International Cotton 2040 (International)	Circular Apparel Innovation Factory (CAIF) (International)	Textile Exchange Membership (International)	
Council for Circular Economy (International)	Confederation of Indian Industry (CII) (National)	Federation of Indian Chambers of Commerce & Industry (FICCI) (National)	Indian Chamber of Commerce (ICC) (National)	

Contributions and Spending

In FY 2024-25, we contributed ₹0.59 crore to various trade associations and collaborative platforms as part of annual membership fees. The largest contributions included:

- ₹13.42 lakhs to ZDHC
- ₹13.06 lakhs to UNGC
- ₹12.62 lakhs to BCI
- ₹10.54 lakhs to Textile Exchange
- ₹10 lakhs to ICCE

No political contributions were made during the reporting period. Our advocacy initiatives are managed through a formal oversight mechanism, with accountability structures that report to the Chief Sustainability Officer (CSO) and senior leadership. All activities are reviewed periodically and disclosed in the company's public-facing reports and website.

Policy Advocacy Initiatives

We maintain a well-defined governance model for our advocacy initiatives. Our dedicated teams at various locations across India oversee execution, and the strategic direction is provided by the CSO. Regular updates on advocacy topics are shared with the Management Committee and presented to the Board. All advocacy efforts remain aligned with our climate strategy and commitment to the Paris Agreement. We expect our partners and associations to uphold similar values; in cases of misalignment, we retain the right to disengage based on our structured review framework.

Key Advocacy | Themes and Impact

Circular Fashion and Economy

develoPPP Where business meets development.	**GIZ – ABFRL DeveloPPP on public private partnership project**	The develoPPP Project aims to strengthen circular business practices in the Indian market. We are working with GIZ to develop material innovation, reduce harmful substances, increase textile-to-textile recycling, develop alternatives to plastic packaging, and promote traceability.
CIRCULAR APPAREL INNOVATION FACTORY	**Circular Apparel Innovation Factory (CAIF)**	We have collaborated with Circular Apparel Innovation Factory (CAIF) to accelerate sustainable fashion concepts and build a circular textile ecosystem. This collaboration intends to bring forth ideas and innovations that will add more strength to our pioneering work around sustainability.
ELLEN MACARTHUR FOUNDATION	**Ellen MacArthur Foundation**	We have collaborated with the Ellen MacArthur Foundation to promote a circular economy through the 'Make Fashion Circular' movement. Through this collaboration, we aspire to redesign the future of fashion by collectively raising industry targets and priority actions and reinforcing complementary initiatives to progress/advance towards the collective vision.

Materials and Hazardous Chemicals Management

SU.RE SUSTAINABLE RESOLUTION	**The Project SU.RE**	We are a signatory to the Project SU.RE (Sustainability Rating), a game-changing project that promotes sustainable fashion for the ready-made garment sector. The project was launched in 2019 by the Union Minister for Textiles along with the Clothing Manufacturers Association of India (CMAI), the United Nations in India, and IMG Reliance.
ZDHC	**Zero Discharge of Hazardous Chemicals (ZDHC)**	We are committed to transforming our value chain to deliver sustainable fashion beyond traditional approaches reducing the chemical footprint.
Textile Exchange	**Textile Exchange**	We have partnered with Textile Exchange to accelerate the adoption of alternate materials in the value chain by focusing on various sustainability traits, including emission and water reduction as part of our holistic approach to drive positive impact for the entire industry.

Climate Change

Collaboration with CII, FICCI, and ICC	Our Aditya Birla Group CSO is an active member of the CII and FICCI's Climate Change and Environment Committee. The CSO serves as the co-chair of FICCI's Circular Economy Committee and chairs the Sustainability and Climate Change Committee of the Indian Chamber of Commerce (ICC). Through this, we drive action and attention towards climate change-related aspects across multiple industries and the significance of acting in alignment with the Paris Agreement.

Policy

UNGC	We maintain an active relationship with the United Nations Global Compact (UNGC) and we operate in full alignment with the UNGC's principles, embedding them into our formal policies across human rights, labour, environment, and anti-corruption, reinforcing our commitment to responsible and sustainable business practices globally.



▲ Louis Philippe

Standards and Frameworks

▲ Louis Philippe

GRI Standards Content Index

Statement of use	Aditya Birla Fashion and Retail Ltd. has reported in accordance with the GRI Standards for the period 1st April 2024 and 31st March 2025
GRI 1 used	GRI 1: Foundation 2021

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 2: General Disclosures 2021	2-1 Organisational details	Our Story at Glance				8-13
	2-2 Entities included in the organisation's sustainability reporting	Reporting Scope and Boundary				3-4
	2-3 Reporting period, frequency and contact point	About the Report				3-5
	2-4 Restatements of information	Natural Capital				105, 107, 115, 118
	2-5 External assurance	Assurance Statement				597-611
	2-6 Activities, value chain and other business relationships	Our Story at a Glance				8-15
	2-7 Employees	Human Capital				59
	2-8 Workers who are not employees	Human Capital				59
	2-9 Governance structure and composition	Corporate Governance				246-252
	2-10 Nomination and selection of the highest governance body	Corporate Governance				253-255
	2-11 Chair of the highest governance body	Corporate Governance				246, 251, 255
	2-12 Role of the highest governance body in overseeing the management of impacts	Natural Capital				103
	2-13 Delegation of responsibility for managing impacts	Natural Capital				103

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 2: General Disclosures 2021	2-14 Role of the highest governance body in sustainability reporting	Natural Capital TCFD Alignment				102-103
	2-15 Conflicts of interest	Corporate Governance				251-252
	2-16 Communication of critical concerns	Corporate Governance TCFD Alignment				103, 224
	2-17 Collective knowledge of the highest governance body	Corporate Governance				256
	2-18 Evaluation of the performance of the highest governance body	Corporate Governance TCDF alignment				256
	2-19 Remuneration policies	Corporate Governance				254-255
	2-20 Process to determine remuneration	Corporate Governance				254-256
	2-21 Annual total compensation ratio	Directors Report				232
	2-22 Statement on sustainable development strategy	TCFD Alignment				2
	2-23 Policy commitments	Corporate Governance				263-264
	2-24 Embedding policy commitments	Corporate Governance				263-264
	2-25 Processes to remediate negative impacts	Corporate Governance Human Capital				84, 220
	2-26 Mechanisms for seeking advice and raising concerns	Corporate Governance				220
	2-27 Compliance with laws and regulations	Natural Capital				102

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 2: General Disclosures 2021	2-28 Membership associations	Social and Relationship Capital				151-153
	2-29 Approach to stakeholder engagement	Stakeholder Engagement				25-28
	2-30 Collective bargaining agreements	Human Capital				82
GRI 3: Material Topics 2021	3-1 Process to determine material topics	Stakeholder Engagement and Materiality Assessment				29
	3-2 List of material topics	Stakeholder Engagement and Materiality Assessment				30-35
Material Topic - Resource Management- Energy and Water						
GRI 302: Energy 2016	3-3 Management of material topics	Natural Capital				102
	302-1 Energy consumption within the organisation	Natural Capital				105
	302-2 Energy consumption outside of the organisation	Natural Capital	Omitted	Information unavailable/ incomplete	Monitoring mechanism under progress	-
	302-3 Energy intensity	Natural Capital				105
	302-4 Reduction of energy consumption	Natural Capital				105-106
	302-5 Reductions in energy requirements of products and services	Natural Capital	Omitted	Not Applicable	Our products do not consume direct energy	-
Resource Management- Energy and Water						
GRI 303: Water and Effluents 2018	3-3 Management of material topics	Natural Capital				102
	303-1 Interactions with water as a shared resource	Natural Capital				114-116
	303-2 Management of water discharge-related impacts	Natural Capital	Omitted	Not Applicable	ABFRL does not discharge to local water bodies	-

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 303: Water and Effluents 2018	303-3 Water withdrawal	Natural Capital				115
	303-4 Water discharge	Natural Capital				116
	303-5 Water consumption	Natural Capital				115
Material Topic – Climate Change						
GRI 305: Emissions 2016	3-3 Management of material topics	Natural Capital				102
	305-1 Direct (Scope 1) GHG emissions	Natural Capital				107
	305-2 Energy indirect (Scope 2) GHG emissions	Natural Capital				107
	305-3 Other indirect (Scope 3) GHG emissions	Natural Capital				108
	305-4 GHG emissions intensity	Natural Capital				107
	305-5 Reduction of GHG emissions	Natural Capital				107
	305-6 Emissions of ozone-depleting substances (ODS)	Natural Capital				109
	305-7 Nitrogen oxides (NOx), sulphur oxides (SOx), and other significant air emissions	Natural Capital				109
Material Topic - Waste Management and Circular Economy						
GRI 306: Waste 2020	3-3 Management of material topics	Natural Capital				102
	306-1 Waste generation and significant waste-related impacts	Natural Capital				117, 119, 123
	306-2 Management of significant waste-related impacts	Natural Capital				119-123
	306-3 Waste generated	Natural Capital				118
	306-4 Waste diverted from disposal	Natural Capital				119

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 306: Waste 2020	306-5 Waste directed to disposal	Natural Capital				119
Material Topic - Sustainable Product						
GRI 308: Supplier Environmental Assessment 2016	3-3 Management of material topics	Social and Relationship Capital				147
	308-1 New suppliers that were screened using environmental criteria	Social and Relationship Capital				148
	308-2 Negative environmental impacts in the supply chain and actions taken	Social and Relationship Capital				149
Material Topic - Occupational Health and Safety						
GRI 403: Occupational Health and Safety 2018	3-3 Management of material topics	Human Capital				85
	403-1 Occupational health and safety management system	Human Capital				85-86
	403-2 Hazard identification, risk assessment, and incident investigation	Human Capital				86
	403-3 Occupational health services	Human Capital				86-89
	403-4 Worker participation, consultation, and communication on occupational health and safety	Human Capital				86-89
	403-5 Worker training on occupational health and safety	Human Capital				88
	403-6 Promotion of worker health	Human Capital				86-89
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	Human Capital				86-89

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 403: Occupational Health and Safety 2018	403-8 Workers covered by an occupational health and safety management system	Human Capital				86-89
	403-9 Work-related injuries	Human Capital				87
	403-10 Work-related ill health	Human Capital	Omitted	Not applicable	Our operation involved only cutting stitching related work and our employees are not exposed to hazardous conditions that could result in work-related health issues. As a result, we do not experience work-related ill health within our operations	-
Material Topic - Sustainable Product						
GRI 414: Supplier Social Assessment 2016	3-3 Management of material topics	Social and Relationship Capital				147
	414-1 New suppliers that were screened using social criteria	Social and Relationship Capital				148
	414-2 Negative social impacts in the supply chain and actions taken	Social and Relationship Capital				149
Material Topic - Product Quality and Safety						
GRI 416: Customer Health and Safety 2016	3-3 Management of material topics	Social and Relationship Capital				145
	416-1 Assessment of the health and safety impacts of product and service categories	Social and Relationship Capital				145-146
GRI 416: Customer Health and Safety 2016	416-2 Incidents of non-compliance concerning the health and safety impacts of products and services	Social and Relationship Capital				146

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
Material Topic - Product Quality and Safety						
GRI 417: Marketing and Labeling 2016	3-3 Management of material topics	Social and Relationship Capital				146
	417-1 Requirements for product and service information and labelling	Social and Relationship Capital				146
	417-2 Incidents of non-compliance concerning product and service information and labelling	Social and Relationship Capital				146
	417-3 Incidents of non-compliance concerning marketing communications	Social and Relationship Capital				146
Other Material Topic						
Economic Performance 2016	3-3 Management of material topics	Financial Capital				38
	201-1 Direct economic value generated and distributed	Financial Capital				41
	201-3 Defined benefit plan obligations and other retirement plans	Financial Capital				41-43
	201-4 Financial assistance received from government	Financial Capital				41
GRI 202: Market Presence 2016	3-3 Management of material topics	Human Capital				58
	202-2 Proportion of senior management hired from the local community	Human Capital				59-62

GRI Standard	Disclosure	Location	Omission			Page No.
			Requirement(s) Omitted	Reason	Explanation	
GRI 413 -Local Communities 2016	3-3 Management of material topics	Social and Relationship Capital				126
	413-1 Operations with local community engagement, impact assessments, and development programs	Social and Relationship Capital				130-142
GRI 418: Customer Privacy 2016	3-3 Management of material topics	Intellectual Capital				97
	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	Intellectual Capital				99



▲ Reebok

Sustainability Accounting Standards Board (SASB)

Topic	Metric	Code	Location	Page Number
Management of Chemicals in Products	Discussion of processes to maintain compliance with restricted substances regulations	CG-AA-250a.1	Natural Capital | Responsible Chemical Management	114
	Discussion of processes to assess and manage risks and/ or hazards associated with chemicals in products	CG-AA-250a.2	Natural Capital | Responsible Chemical Management	114
Environmental Impacts in the Supply Chain	Percentage of (1) Tier 1 supplier facilities and (2) supplier facilities beyond Tier 1 in compliance with wastewater discharge permits and/or contractual agreement	CG-AA-430a.1	Social and Relationship Capital | Supply Chain Management	147-150
	Percentage of (1) Tier 1 supplier facilities and (2) supplier facilities beyond Tier 1 that have completed the Sustainable Apparel Coalition's Higg Facility Environmental Module (Higg FEM assessment or an equivalent environmental data assessment	CG-AA-430a.2	Social and Relationship Capital | Supply Chain Management	147-150
Labour Conditions in the Supply Chain	Percentage of (1) Tier 1 supplier facilities and (2) supplier facilities beyond Tier 1 that have been audited to a labour code of conduct, (3) percentage of total audits conducted by a third-party auditor	CG-AA-430b.1	Social and Relationship Capital | Supply Chain Management	147-150
	Priority non-conformance rate and associated corrective action rate for suppliers' labour code of conduct audits	CG-AA-430b.2	Social and Relationship Capital | Supply Chain Management	147-150
	Description of the greatest (1) labour and (2) environmental, health, and safety risks in the supply chain	CG-AA-430b.3	Social and Relationship Capital | Supply Chain Management	147-150

Topic	Metric	Code	Location	Page Number
Raw Materials Sourcing	(1) List of priority raw materials; for each priority raw material: (2) environmental or social factor(s) most likely to threaten sourcing, (3) discussion on business risks or opportunities associated with environmental or social factors and (4) management strategy for addressing business risks and opportunities	CG-AA-440a.3	Natural Capital | Material Management	112-113
Activity Metrics	Number of (1) Tier 1 suppliers and (2) suppliers beyond Tier 1	CG-AA-000.A	Social and Relationship Capital | Supply Chain Management	147-150



▲ Van Heusen

IFRS Standard- S2

Sr No.	Disclosure/Standard	Location	Page Number
Governance			
5	**The objective of climate-related financial disclosures on governance is to enable users of general purpose financial reports to understand the governance processes, controls and procedures an entity uses to monitor, manage and oversee climate-related risks and opportunities.**	Natural Capital | ESG Governance	103
6	To achieve this objective, an entity shall disclose information about:		
	(a) the governance body(s) (which can include a board, committee or equivalent body charged with governance) or individual(s) responsible for oversight of climate-related risks and opportunities. Specifically, the entity shall identify that body(s) or individual(s) and disclose information about:	Natural Capital | ESG Governance	103
	(i) how responsibilities for climate-related risks and opportunities are reflected in the terms of reference, mandates, role descriptions and other related policies applicable to that body(s) or individual(s);	Natural Capital | ESG Governance	103
	(iii) how and how often the body(s) or individual(s) is informed about climate-related risks and opportunities;	Natural Capital | ESG Governance	103
	(iv) how the body(s) or individual(s) takes into account climate related risks and opportunities when overseeing the entity's strategy, its decisions on major transactions and its risk management processes and related policies, including whether the body(s) or individual(s) has considered trade-offs associated with those risks and opportunities; and	Natural Capital | ESG Governance	103
	(v) how the body(s) or individual(s) oversees the setting of targets related to climate-related risks and opportunities, and monitors progress towards those targets (see paragraphs 33–36), including whether and how related performance metrics are included in remuneration policies (see paragraph 29(g)).	Natural Capital | ESG Governance	103
	(b) management's role in the governance processes, controls and procedures used to monitor, manage and oversee climate-related risks and opportunities, including information about:	Natural Capital | ESG Governance	103
	(i) whether the role is delegated to a specific management-level position or management-level committee and how oversight is exercised over that position or committee; and	Natural Capital | ESG Governance	103
Strategy			
8	**The objective of climate-related financial disclosures on strategy is to enable users of general purpose financial reports to understand an entity's strategy for managing climate-related risks and opportunities.**		

Sr No.	Disclosure/Standard	Location	Page Number
9	Specifically, an entity shall disclose information to enable users of general purpose financial reports to understand:		
	(a) the climate-related risks and opportunities that could reasonably be expected to affect the entity's prospects	TCFD report | Strategy	2
	(b) the current and anticipated effects of those climate-related risks and opportunities on the entity's business model and value chain (see paragraph 13);	TCFD report | Strategy	2
Climate-related risks and opportunities			
10	An entity shall disclose information that enables users of general purpose financial reports to understand the climate-related risks and opportunities that could reasonably be expected to affect the entity's prospects. Specifically, the entity shall:		
	(a) describe climate-related risks and opportunities that could reasonably be expected to affect the entity's prospects;	TCFD report | Strategy	2
	(b) explain, for each climate-related risk the entity has identified, whether the entity considers the risk to be a climate-related physical risk or climate-related transition risk;	TCFD report | Strategy	2
	(c) specify, for each climate-related risk and opportunity the entity has identified, over which time horizons—short, medium or long term— the effects of each climate-related risk and opportunity could reasonably be expected to occur; and	TCFD report | Strategy	2
	(d) explain how the entity defines 'short term', 'medium term' and 'long term' and how these definitions are linked to the planning horizons used by the entity for strategic decision-making.	TCFD report | Strategy	2
Business model and value chain			
13	An entity shall disclose information that enables users of general purpose financial reports to understand the current and anticipated effects of climaterelated risks and opportunities on the entity's business model and value chain. Specifically, the entity shall disclose:		
	(a) a description of the current and anticipated effects of climate-related risks and opportunities on the entity's business model and value chain; and	TCFD report | Strategy	2
Strategy and decision-making			

Sr No.	Disclosure/Standard	Location	Page Number
14	An entity shall disclose information that enables users of general purpose financial reports to understand the effects of climate-related risks and opportunities on its strategy and decision-making. Specifically, the entity shall disclose:		
	(a) information about how the entity has responded to, and plans to respond to, climate-related risks and opportunities in its strategy and decision-making, including how the entity plans to achieve any climate-related targets it has set and any targets it is required to meet by law or regulation. Specifically, the entity shall disclose information about:	Natural Capital | Energy Management Natural Capital | Emission Management	104-109
	(ii) current and anticipated direct mitigation and adaptation efforts (for example, through changes in production processes or equipment, relocation of facilities, workforce adjustments, and changes in product specifications);	Natural Capital | Energy Management	104-106
	(iii) current and anticipated indirect mitigation and adaptation efforts (for example, through working with customers and supply chains);	Manufactured Capital | Brand Sustainability	51-55
	(v) how the entity plans to achieve any climate-related targets, including any greenhouse gas emissions targets, described in accordance with paragraphs 33–36.	Natural Capital | Energy Management Natural Capital | Emission Management	104-109
Climate resilience			
22	An entity shall disclose information that enables users of general purpose financial reports to understand the resilience of the entity's strategy and business model to climate-related changes, developments and uncertainties, taking into consideration the entity's identified climate-related risks and opportunities. The entity shall use climate-related scenario analysis to assess its climate resilience using an approach that is commensurate with the entity's circumstances . In providing quantitative information, the entity may disclose a single amount or a range. Specifically, the entity shall disclose:		
	(b) how and when the climate-related scenario analysis was carried out, including:	TCFD report | Risk Management	3-6
	(i) information about the inputs the entity used, including:	TCFD report | Risk Management	3-6
	(1) which climate-related scenarios the entity used for the analysis and the sources of those scenarios;	TCFD report | Risk Management	3-6

Sr No.	Disclosure/Standard	Location	Page Number
	(2) whether the analysis included a diverse range of climate-related scenarios;	TCFD report | Risk Management	3-7
	(3) whether the climate-related scenarios used for the analysis are associated with climate-related transition risks or climate-related physical risks;	TCFD report | Risk Management	3-7
	(4) whether the entity used, among its scenarios, a climaterelated scenario aligned with the latest international agreement on climate change;	TCFD report | Risk Management	3-7
	(5) why the entity decided that its chosen climate-related scenarios are relevant to assessing its resilience to climate-related changes, developments or uncertainties;	TCFD report | Risk Management	3-7
	(6) the time horizons the entity used in the analysis; and	TCFD report | Strategy	2
Risk management			
	The objective of climate-related financial disclosures on risk management is to enable users of general purpose financial reports to understand an entity's processes to identify, assess, prioritise and monitor climate-related risks and opportunities, including whether and how those processes are integrated into and inform the entity's overall risk management process.		
25	To achieve this objective, an entity shall disclose information about:		
	(c) the extent to which, and how, the processes for identifying, assessing, prioritising and monitoring climate-related risks and opportunities are integrated into and inform the entity's overall risk management process.	TCFD report | Risk Management	3-7
Metrics and targets			
27	**The objective of climate-related financial disclosures on metrics and targets is to enable users of general purpose financial reports to understand an entity's performance in relation to its climate-related risks and opportunities, including progress towards any climate-related targets it has set, and any targets it is required to meet by law or regulation.**		

Sr No.	Disclosure/Standard	Location	Page Number
28	To achieve this objective, an entity shall disclose:		
	(a) information relevant to the cross-industry metric categories (see paragraphs 29–31);	Natural Capital | Climate Strategy	104
	(b) industry-based metrics that are associated with particular business models, activities or other common features that characterise participation in an industry (see paragraph 32); and	Natural Capital | Climate Strategy	104
	(c) targets set by the entity, and any targets it is required to meet by law or regulation, to mitigate or adapt to climate-related risks or take advantage of climate-related opportunities, including metrics used by the governance body or management to measure progress towards these targets (see paragraphs 33–37).	Natural Capital | Climate Strategy	104
Climate-related metrics			
29	An entity shall disclose information relevant to the cross-industry metric categories of:		
	(a) greenhouse gases—the entity shall:		
	(i) disclose its absolute gross greenhouse gas emissions generated during the reporting period, expressed as metric tonnes of CO2 equivalent (see paragraphs B19–B22), classified as:		107-109
	(1) Scope 1 greenhouse gas emissions;	Natural Capital | Emission Management	107-109
	(2) Scope 2 greenhouse gas emissions; and	Natural Capital | Emission Management	107-109
	(3) Scope 3 greenhouse gas emissions;	Natural Capital | Emission Management	107-109
	(ii) measure its greenhouse gas emissions in accordance with the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard (2004) unless required by a jurisdictional authority or an exchange on which the entity is listed to use a different method for measuring its greenhouse gas emissions (see paragraphs B23–B25);	Natural Capital | Emission Management	107-109
	(iii) disclose the approach it uses to measure its greenhouse gas emissions (see paragraphs B26–B29) including:	Natural Capital | Emission Management	107-109
	(1) the measurement approach, inputs and assumptions the entity uses to measure its greenhouse gas emissions;	Natural Capital | Emission Management	107-109
	(2) the reason why the entity has chosen the measurement approach, inputs and assumptions it uses to measure its greenhouse gas emissions; and	Natural Capital | Emission Management	107-109

Sr No.	Disclosure/Standard	Location	Page Number
	(3) any changes the entity made to the measurement approach, inputs and assumptions during the reporting period and the reasons for those changes;	Natural Capital | Emission Management	107-109
	(iv) for Scope 1 and Scope 2 greenhouse gas emissions disclosed in accordance with paragraph 29(a)(i)(1)–(2), disaggregate emissions between:	Natural Capital | Emission Management	107-109
	(v) for Scope 2 greenhouse gas emissions disclosed in accordance with paragraph 29(a)(i)(2), disclose its location-based Scope 2 greenhouse gas emissions, and provide information about any contractual instruments that is necessary to inform users' understanding of the entity's Scope 2 greenhouse gas emissions (see paragraphs B30–B31); and	Natural Capital | Emission Management	107-109
	(vi) for Scope 3 greenhouse gas emissions disclosed in accordance with paragraph 29(a)(i)(3), and with reference to paragraphs B32–B57, disclose:	Natural Capital | Emission Management	107-109
	(1) the categories included within the entity's measure of Scope 3 greenhouse gas emissions, in accordance with the Scope 3 categories described in the Greenhouse Gas Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard (2011); and	Natural Capital | Emission Management	107-109
	(i) a description of whether and how climate-related considerations are factored into executive remuneration (see also paragraph 6(a)(v)); and	Natural Capital | ESG Governance	103
Climate-related targets			
33	**An entity shall disclose the quantitative and qualitative climate-related targets it has set to monitor progress towards achieving its strategic goals, and any targets it is required to meet by law or regulation, including any greenhouse gas emissions targets. For each target, the entity shall disclose:**		
	(a) the metric used to set the target (see paragraphs B66–B67);	Natural Capital | Climate Strategy	104
	(b) the objective of the target (for example, mitigation, adaptation or conformance with science-based initiatives);	Natural Capital | Climate Strategy	104
	(c) the part of the entity to which the target applies (for example, whether the target applies to the entity in its entirety or only a part of the entity, such as a specific business unit or specific geographical region);	Natural Capital | Climate Strategy	104
	(d) the period over which the target applies;	Natural Capital | Climate Strategy	104
	(e) the base period from which progress is measured;	Natural Capital | Climate Strategy	104
	(f) any milestones and interim targets;	Natural Capital | Climate Strategy	104
	(g) if the target is quantitative, whether it is an absolute target or an intensity target; and	Natural Capital | Climate Strategy	104
	(h) how the latest international agreement on climate change, including jurisdictional commitments that arise from that agreement, has informed the target.	Natural Capital | Climate Strategy	104
34	An entity shall disclose information about its approach to setting and reviewing each target, and how it monitors progress against each target, including:	Natural Capital | Climate Strategy	104
	(a) whether the target and the methodology for setting the target has been validated by a third party;	Natural Capital | Climate Strategy	104
	(b) the entity's processes for reviewing the target;	Natural Capital | Climate Strategy	104
	(c) the metrics used to monitor progress towards reaching the target; and (d) any revisions to the target and an explanation for those revisions.	Natural Capital | Climate Strategy	104
35	An entity shall disclose information about its performance against each climate-related target and an analysis of trends or changes in the entity's performance.	Natural Capital | Emission Management	107-109
36	For each greenhouse gas emissions target disclosed in accordance with paragraphs 33–35, an entity shall disclose:		
	(a) which greenhouse gases are covered by the target.	Natural Capital | Climate Strategy	104
	(b) whether Scope 1, Scope 2 or Scope 3 greenhouse gas emissions are covered by the target.	Natural Capital | Climate Strategy	104
	(c) whether the target is a gross greenhouse gas emissions target or net greenhouse gas emissions target. If the entity discloses a net greenhouse gas emissions target, the entity is also required to separately disclose its associated gross greenhouse gas emissions target (see paragraphs B68–B69).	Natural Capital | Climate Strategy	104
	(d) whether the target was derived using a sectoral decarbonisation approach.	Natural Capital | Climate Strategy	104
	(e) the entity's planned use of carbon credits to offset greenhouse gas emissions to achieve any net greenhouse gas emissions target. In explaining its planned use of carbon credits the entity shall disclose information including, and with reference to paragraphs B70–B71:	Natural Capital | Emission Mangement	107-109

REPORT OF THE BOARD OF DIRECTORS

(INCLUDING MANAGEMENT DISCUSSION AND ANALYSIS)

Dear Members,

Your Company's directors hereby present the 18th Annual Report in the form of 2nd Integrated Report together with the audited financial statements of the Company for the financial year ended March 31, 2025 ("year under review/ FY 2024-25").

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

The year under review unfolded against a backdrop of moderate global economic recovery amidst inflationary pressures and geo-political instability. While inflation showed signs of easing; heightened geopolitical tensions, trade barriers, and policy uncertainties—exacerbated by major election cycles in key economies —added layers of unpredictability. Monetary policy, particularly interest rate adjustments, remained a central focus for several major economies.

According to the IMF's April 2025 World Economic Outlook, global GDP growth is projected at 2.8% for 2025 and at 3.0% for 2026, indicating a moderate but steady growth rate. Global inflation is expected to continue its downward trend, but geopolitical tensions and trade uncertainties remain significant risks to the global economy. Navigating this turbulent landscape shall demand strategic agility and resilience, and a keen focus on delivering consistent growth while adapting to shifting global currents.

Notably, India continues to outpace other major economies, reaffirming its position as the world's fastest-growing large economy amidst global headwinds. It has seen rise in consumer spending led by rate cuts, easing inflation and slew of government measures. However, discretionary spending patterns remain uneven, reflecting shifts in consumer priorities at different points in time and economic uncertainties.

Indian Economy Overview

India's economy exhibited strong resilience amid global headwinds, achieving an estimated real GDP growth of 6.5% in FY 2024–25, according to the Ministry of Statistics and Programme Implementation. Growth was primarily driven by robust expansion in the services and construction sectors, alongside a recovery in manufacturing and domestic consumption.

India's economic outlook for FY 2025–26 remains broadly positive, with growth expected in the range of 6–7%, supported by resilient domestic demand, government capital expenditure and a strong services sector.

The broader sentiment continues to be positive, despite some moderation in urban consumption and investment activity. Easing inflation, a positive monsoon outlook, and recent personal tax cuts/rebates have boosted consumer confidence, which is likely to spur household spending—a crucial driver of India's economic growth. Structural reforms and accommodative monetary policy are also expected to play a supportive role in sustaining economic momentum. In June 2025, the RBI cut the key repo rate to 5.5%, signaling a growth-oriented stance. Coupled with liquidity infusion measures, the move is aimed at boosting demand and encouraging investment. Ongoing reforms in infrastructure and labor markets, along with the government's focus on capital expenditure, are expected to support long-term growth.

Over time, rising urbanization, a growing middle class and increasing disposable incomes are expected to drive sustained consumption growth in India. Continued improvements in infrastructure, digital connectivity, and financial inclusion are expanding market access, particularly in semi-urban and rural areas. Additionally, investments in education and skill development are gradually enhancing productivity and supporting higher household incomes, laying a strong foundation for broad-based consumption-led growth.

Despite global uncertainties, India's economic outlook remains promising, supported by strategic policies, accommodative monetary measures and robust domestic demand.

Industry Review

Global Apparel Industry

The global apparel industry, valued at $1.84 trillion in 2025, demonstrated strong resilience, successfully navigating a year of economic headwinds and geopolitical uncertainties. Brands that embraced operational flexibility, diversified supply chains, and accelerated digital expansion outperformed competitors. Consumer preferences shifted towards value-for-money offerings, premiumization and multi-purpose apparel, fueling recovery across categories.

Looking ahead, the industry is projected to grow to $1.9 trillion by 2026, driven by:

- New consumption hotspots emerging in regions like South Asia, Southeast Asia, and South America
- Sustained momentum in omni-channel retail
- Rising demand for sustainable and ethically produced fashion
- Increased preference for comfort-led, versatile designs

Brands that proactively align with these trends—prioritizing innovation, supply chain agility, and customer-centric strategies—will be best positioned to capture future growth and strengthen market leadership.

Indian Apparel Industry

The Indian apparel industry experienced a moderate recovery in FY 2024–25, aided by easing inflation and a gradual uptick in consumption demand. However, the recovery remained uneven, with the sector continue to grapple with challenges such as inconsistent footfalls, reliance on occasion-driven purchases and subdued urban discretionary spending.

In response, retailers adopted a more structured approach to growth, focusing on store footprint optimization, enhancing omni-channel capabilities and tightening inventory management to preserve margins and reduce overstock risks. Consumer engagement strategies also evolved, with brands investing in personalized and narrative-driven merchandising and curated assortments to deepen brand affinity.

The Indian apparel market reached ₹9.3 lakh crore in FY 2025, registering a CAGR of 11% since FY 2019. The market is expected to surpass ₹14 lakh crore by FY 2030, fueled by rising disposable incomes, rapid urbanization, growing brand consciousness, and the continued expansion of organized retail and e-commerce—particularly across semi-urban and lower-tier cities. Technological advancements are also accelerating this growth trajectory. Innovations such as virtual try-ons, AI-driven product recommendations, and personalized shopping experiences

are reshaping consumer interactions while helping brands improve operational efficiency, reduce returns, and drive conversion rates. As digital adoption deepens and consumer expectations evolve, brands that leverage technology, invest in innovation, and build agile supply chains with robust inventory and demand management capabilities will be best positioned to capture the next wave of growth in the Indian apparel sector.

The fashion industry can be categorized into five key themes, each driven by unique factors and poised for significant growth.



1. **Western Wear:** Sustained momentum driven by urbanization, rising workforce participation and global fashion influence.
2. **Value Fashion:** Strong relevance continues due to price-conscious consumers, wider retail reach, and efficient sourcing.
3. **Ethnic Wear:** Remains central to occasion-led demand, blending traditional preferences with modern design.
4. **Luxury Fashion:** Steady growth supported by rising affluence, aspirational buying, and digital access to premium brands.
5. **Digital Fashion:** Gaining early traction as virtual platforms evolve, with long-term potential in immersive retail and brand engagement.

Key Trends in the Indian Apparel Industry

Shift to Organized Retail

Rising demand for quality, service consistency, and brand trust is accelerating the move from unorganized to organized retail, especially in Tier II & III cities. Organized players are expanding footprint aggressively, innovating better store formats, rolling outloyalty programs and driving omnichannel integration. This shift is also formalizing supply chains, improving compliance and driving higher customer lifetime value.

Gen-Z & Millennial Influence

Young consumers are driving trend-led, expressive fashion, pushing brands toward faster product cycles, influencer collaborations, and cultural relevance. They demand authenticity, inclusivity, and real-time trend adoption, reshaping how brands design and communicate. Social commerce and creator-led content are now central to brand discovery and purchase decisions.

Personalization & Experience

AI-powered recommendations, virtual try-ons, and personal shopping services are reshaping retail, offering tailored experiences and deeper loyalty. Brands are blending digital convenience with in-store personalization, creating hybrid experiences that drive engagement. Experiential retail is emerging as a differentiator, making shopping more immersive and interactive.

End-to-End Digitization

Technology is streamlining design-to-delivery with digital sampling, 3D prototyping, and demand forecasting—boosting agility and reducing waste. This enhances speed to market and minimizes inventory risk, critical in a fast-evolving fashion landscape. Data-driven merchandising is enabling smarter, more profitable decision-making at scale.

Digital-Led Brand Building

Brands are shifting from traditional marketing to story-driven, interactive digital engagement via social media, influencers and communities. Content creation is now two-way, with consumers co-creating trends and narratives alongside brands. Always-on digital marketing keeps brands relevant and constantly connected with consumers.

Sustainability & ESG

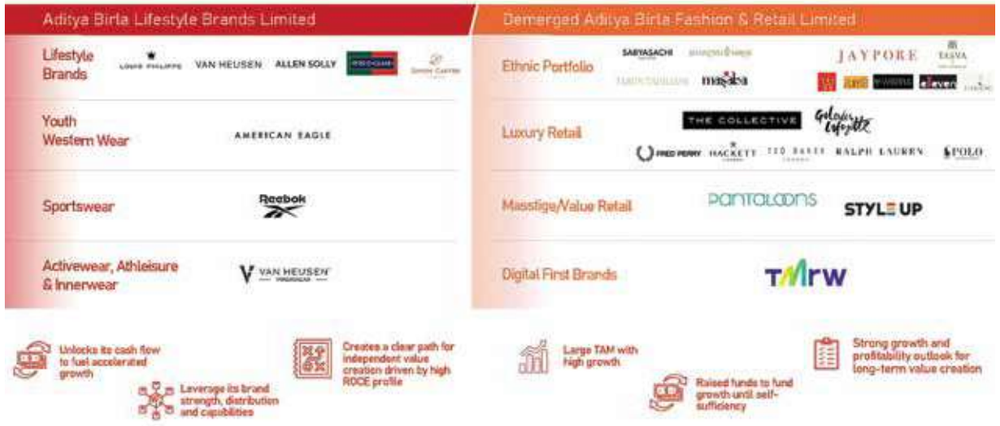
Sustainability is now a core business priority, with brands adopting eco-friendly sourcing, responsible production, and transparent ESG reporting. Consumers are actively choosing brands with visible sustainability credentials, forcing the industry to take tangible decisive steps towards sustainability.

Category Expansion

Apparel players are diversifying into innerwear, footwear, accessories, and beauty, building broader lifestyle portfolios and unlocking new growth. This strategy enhances wallet share, reduces category dependency and creates ecosystem stickiness. Cross-selling and bundling are becoming integral to driving higher transaction values and customer retention.

Business Overview

A key strategic milestone in FY 2025 was the successful demerger of Aditya Birla Lifestyle Brands Limited (ABLBL) from Aditya Birla Fashion and Retail Limited (ABFRL), effective May 1, 2025. This transformative move resulted in the creation of two independent focused entities - ABFRL and ABLBL - each enabled to pursue a clear and distinct strategy and unlock differentiated value for stakeholders.



Together, the two entities comprehensively cover the entire fashion landscape—ABLBL driving growth in the western wear category, while ABFRL expands its leadership across masstige/value retail, ethnic, luxury, and digitally-led brands. This dual-entity structure allows the Aditya Birla group to cater to diverse consumer segments, offering both established market-leading and emerging fashion brands.

Both businesses are now at a strategic inflection point, supported by a proven and successful playbook, with the following capabilities in place to drive their next phase of growth.



Aditya Birla Lifestyle Brand Limited (ABLBL)

ABLBL: Building a Lifestyle Powerhouse

Post-demerger, ABLBL operates a robust portfolio of lifestyle brands, including market-leading names such as **Louis Philippe, Allen Solly, Van Heusen, Peter England, and Simon Carter,** alongside youth-focused **American Eagle,** sportswear brand **Reebok,** and innerwear business under **Van Heusen Innerwear**. The company's strategy is centered on scaling core brands, expanding product portfolios, and deepening distribution across channels—driving sustainable, long-term growth in the premium lifestyle space.

History

In the years leading up to the 2000s, Louis Philippe, Van Heusen, Allen Solly, and Peter England established a dominant presence in India's formal and premium office wear segment. Each brand successfully carved out a unique niche, strategically catering to distinct consumer needs.

In 1999, the Aditya Birla Group (ABG) acquired Madura Garments, gaining ownership or exclusive licensing rights for all four brands. By 2004, the business transitioned from a wholesale-driven model to a retail-led strategy, rapidly expanding its exclusive brand outlet network and deepening direct consumer engagement. Over time, the brands expanded beyond their formalwear roots, entering casual wear, sportswear, kids wear, and women's apparel, broadening their relevance in everyday fashion. The group further ventured into the innerwear category with Van Heusen, building a trade-led distribution model, and later diversified into youth western wear and sportswear by adding global brands like American Eagle and Reebok to its portfolio.

A Robust, Scalable Business with Strong Fundamentals

Today, Aditya Birla Lifestyle Brands Limited (ABLBL) operates as a formidable premium lifestyle platform, participating in a large and growing total addressable market (TAM) with a proven and scalable operating model.

Over the years, the business has achieved a **leadership position,** consistently delivering:

- Steady revenue growth
- Strong and stable profitability
- Positive cash flow
- High Return on Capital Employed (ROCE)

In addition to its core categories, ABLBL has strategically expanded into high-growth segments such as innerwear, sportswear, and youth casual wear, positioning itself for continued momentum.

Post de-merger and listing, ABLBL is set for the next phase of growth, suitably funded by internal cash generation. The Company is targeting to double its size over the next five years, aiming for double-digit CAGR alongside improved profitability. Having consistently delivered positive operating cash flows (pre-Ind AS), it now aspires to become a dividend-distributing entity soon and plans to achieve a debt-free status within next 2–3 years.

A Future-Ready Premium Lifestyle Platform

ABLBL stands today as India's most formidable premium lifestyle brand platform—built on the backbone of strong operational excellence perfected over years and powered by strong brands, innovation led culture and industry leading talent.



FY25 ABLBL Performance Highlights

ABLBL continued to demonstrate a robust and profitable growth trajectory, with a marked improvement in performance during the second half of the year. The business delivered mid single-digit like-to-like retail growth, driven by consistently robust retail execution, continued product innovation, and a sharp focus on enhancing customer experience. At the same time, the company strategically rationalized low-margin channels and enhanced the overall quality of its distribution network.

ABLBL reported normalized revenue of ₹ 7,830 crores with an normalized EBITDA margin of 16.2%, a 100-bps improvement over the previous year. Full year revenue under discontinued operations stood at ₹ 7619 Cr.

As on March 31, 2025, ABLBL had a retail space spanning over 4.6 million sq.ft. across India, further a strong network of 3,253 brand stores and presence across 38,000+ multi-brand outlets and 7000+ shop-in-shop across departmental stores.

a) Lifestyle Brands

Your Company's Lifestyle Brands segment comprises four of India's most iconic apparel brands — Louis Philippe, Van Heusen, Allen Solly, and Peter England. Each brand is uniquely positioned to cater to diverse consumer preferences across formal and casual wear categories, while consistently reinforcing their distinct value propositions:

- **Louis Philippe:** Lead excellence in fashion, responsibly
- **Van Heusen:** Empower achievers to build a better world
- **Allen Solly:** Make dressing-up fun, responsibly
- **Peter England:** Make High-Quality Fashion affordable

With one of the strongest and most versatile brand portfolios in the Indian fashion industry, the Lifestyle Brands segment continues to set industry benchmarks and redefine market standards. Spanning multiple categories, price points, and consumer occasions, the brands have maintained deep-rooted consumer trust and aspirational appeal, reaffirming their salience amongst Indian shoppers.

In FY25, the Lifestyle Brands delivered a revenue of ₹6,575 crore and an EBITDA margin of 19.3%, reflecting both operational excellence and brand strength

Despite a challenging external environment, the Lifestyle Brands have retained leadership across core categories, driven by:

- Timeless design and innovation
- Consistent product upgradation with modern blends and premium finishes
- A differentiated brand identity and strong customer recall

The brands have strengthened their portfolio by catering to a broad spectrum of price points, while actively pursuing product premiumization and category expansion. This includes deeper plays in casual wear, wedding collections and non-apparel segments, ensuring relevance across evolving consumer needs.

Aligned with a strategy of profitable expansion, the Lifestyle Brands undertook multiple initiatives in FY25:

- Product premiumization to drive higher value per transaction
- Markdown management to protect margins and reduce discount dependency
- Rationalization of low-profitability channels and selective network optimization

These measures have contributed to robust like-to-like sales growth while continuously improving the profitability profile of the business.

As of March 31, 2025, the Lifestyle Brands network includes 2,900+ stores (including value stores), a franchisee-led expansion model supporting scalable growth and a robust omnichannel ecosystem, integrating offline and digital retail for seamless consumer engagement.

The Lifestyle Brands continue to stand as a testament to the Company's legacy of innovation, quality and customer-centricity. As India's fashion landscape evolves, these brands are well-positioned to lead the next phase of growth—shaping consumer preferences, redefining trends, and setting new standards for how India dresses.

Lifestyle brands (Retail KPIs)	FY19	FY20	FY21	FY22	FY23	FY24	FY25
LTL value growth	5%	5%	-20%	46%	40%	-8%	4%
No. of Stores*	1,980	2,253	2,379	2,522	2,650	2,679	2,489
Total Retail Area* (Mn. sq.ft.)	2.56	2.83	3.01	3.24	3.55	3.73	3.50

*excluding value stores



b) Emerging Brands

American Eagle has continued to strengthen its foothold in the Indian market, building on its global reputation for trend-driven, comfortable casualwear. The brand's positioning resonates deeply with India's young, aspirational demographic, quickly establishing it as one of the top choices for premium denim and casual fashion in the country. In FY25, the brand recorded impressive double-digit year-over-year growth, fueled by robust like-to-like retail performance and an expanding distribution footprint.

Today, American Eagle operates 68 stores across 30+ cities, alongside a growing presence in over 200 departmental stores and multi-brand outlets. This expanding geographic footprint reflects the brand's rising popularity and increasing traction among Indian consumers.

Reebok a globally recognized sportswear brand, continues to make strong strides in the Indian market with its high-performance footwear, apparel, and accessories. Since its acquisition in FY2022, Reebok has significantly strengthened the company's presence in the youth-oriented activewear segment, complementing the lifestyle portfolio with its rich heritage in fitness, innovation, and athleisure.

Operating on a well-established and profitable retail model, Reebok has witnessed renewed consumer interest, fueled by the rising adoption of active lifestyles and the growing focus on health and wellness across both urban and semi-urban markets. In FY25, the brand expanded its footprint by opening 25 new stores, taking its total presence to over 170 exclusive outlets nationwide.

Over the past year, Reebok has strategically diversified its product range across key categories such as walking, running, training, and lifestyle wear, while reinforcing its positioning in the fast-growing athleisure market. Innovations like MAXFOAM+, SPACEFOAM for Women, ZIGNITION, FLOATZIG, and NANOGYM have further elevated its appeal amongst India's fitness-conscious and style-driven youth.



Van Heusen Activewear, Athleisure and Innerwear

Your company's foray into the innerwear and athleisure segment through Van Heusen Innerwear & Athleisure has witnessed noteworthy success since its launch in 2016. The brand has rapidly scaled operations, driven by a sharp product strategy, continuous innovation and strong channel execution. Today, Van Heusen's innerwear and athleisure range is available across 36,500+ trade outlets and 100+ Exclusive Brand Outlets (EBOs), with an additional 1,500+ new counters added in FY25. The brand also maintains a strong presence across leading departmental stores and e-commerce platforms, driving comprehensive consumer coverage across channels.

Van Heusen Innerwear offers a thoughtfully curated collection for men, women, and kids, blending stylish designs with advanced product features that prioritize comfort, fit, and everyday wearability. The brand continues to drive growth in this segment through fabric innovation, ergonomic fits and category expansion. Key product innovations include Classic+, Vitals, Layer Zero, and Invisibles, each catering to specific consumer needs while maintaining the brand's hallmark of sophistication and quality.

Marketing efforts have been significantly scaled up, with national television campaigns and strategic collaborations with influencers to amplify brand reach and deepen consumer engagement. These initiatives are crafted to enhance Van Heusen's visibility in tis category and strengthen its connect with India's evolving lifestyle-conscious audience.

By seamlessly combining style, comfort, and functionality, Van Heusen Innerwear & Athleisure is well-positioned to capture the growing demand in India's premium athleisure lifestyle and fitness apparel market.

Aditya Birla Fashion and Retail Limited (ABFRL)

Strategic Portfolio at an Inflection Point

The demerged Aditya Birla Fashion and Retail Limited (ABFRL) is at a pivotal growth phase, with its diverse portfolio spanning both high-growth traditional categories such as ethnic and western wear, and emerging, previously underpenetrated segments like Gen Z fashion and

luxury apparel. Each business vertical is steadily scaling towards its full potential, positioning the company to capture significant market opportunities across India's evolving fashion landscape.

In its new structure, ABFRL emerges as a high-growth fashion platform with a multi-vertical architecture, targeting diverse consumer segments:

- **Masstige & Value Fashion:** Led by **Pantaloons and Style Up,** offering aspirational yet affordable fashion to a broad customer base
- Ethnic Portfolio: India's most expansive ethnic wear collection—spanning everyday wear to occasion wear—features exclusive collaborations with designers like **Sabyasachi, Tarun Tahiliani, House of Masaba, and Shantnu & Nikhil,** along with premium brands such as **TCNS, TASVA, and Jaypore**
- Luxury and Super Premium: Rapidly scaling through **The Collective,** a curated set of **luxury mono brands** and the launch of **Galeries Lafayette,** marking a significant step in building India's luxury fashion ecosystem
- **TMRW:** A pioneering **digital-first platform** nurturing a portfolio of emerging fashion and lifestyle brands, targeting digitally native, modern consumers.

Building India's Most Versatile Fashion Platform

With a sharpened brand portfolio, strong balance sheet, and consistent margin momentum, ABFRL is evolving into one of India's most versatile and dynamic multi-format, multi-brand fashion platforms.

In short span of time, we have successfully built

- The largest ethnic wear portfolio
- A leading luxury retail platform
- A dominant masstige and value retail presence
- The largest digital-first brands portfolio

The company's long-term vision is to achieve & strengthen its market leadership across all key segments in the next 5–10 years, firmly positioning itself at the forefront of India's growing fashion and lifestyle industry.



ABFRL Financial Highlights

Particulars	FY24	FY25
Revenue	13,996	7,355
EBITDA	1,703	854
EBIT	48	(312)
PBT	(829)	(880)
PAT*	(736)	(624)
EBITDA%	12.2%	11.6%
EBIT%	0.3%	-4.2%
PBT%	-5.9%	-12.0%
PAT%	-5.3%	-8.5%
Capital Employed	14,822	12,230
ROCE	0.3%	-2.6%
Net Debt Equity Ratio	0.6	(0.1)

1) * FY25 PAT includes exceptional gain of Rs. 161.55 Crs.
2) Also, please note FY24 and FY25 financials are not comparable on account of De-merger and Merger in FY24 & FY25.

Corporate Action: Fund Raise

To support its ambitious growth plans and strengthen long-term financial health, ABFRL successfully raised ₹4,239 Cr during the year. This included a preferential issue of ₹2,379 Cr, led by the promoter group and a marquee foreign investor. The promoter's participation at a significant premium underscore their strong conviction in ABFRL's value creation potential. In addition, the Company raised ₹1,860 Cr through a Qualified Institutional Placement (QIP), which saw an overwhelming response from leading domestic and international investors, with the issue being ~2x oversubscribed. This reflects investors' confidence in both India's fashion industry growth and ABFRL's distinctive leadership position. The capital is being strategically deployed to drive business expansion and reduce debt, laying a strong foundation for sustained growth.

Financial Performance in FY25

In FY25, ABFRL continued its strong growth trajectory, driven by a clear strategy of profitable scale-up across multiple business formats. Operationally, ABFRL delivered solid results in FY25, achieving revenues of ₹ 7,355 Cr, reflecting a 14% year-over-year increase. The company also reported a significant comparable EBITDA margin expansion of 220 basis points to 10.3%, despite navigating a challenging consumption environment. This improvement highlights effective cost management, operational efficiency and focused execution.

a) Masstige Value and Retail

Pantaloons has cemented its position as one of India's most trusted and dynamic brands in the masstige fashion segment, offering an extensive and diverse portfolio of apparel, accessories, and footwear for men, women, and children. For over 25 years, the brand has catered to India's growing middle-class consumers, delivering a combination of affordability, fashion-forward designs, and quality across the length and breadth of the country.

In FY25, Pantaloons segment reported revenues of ₹4,373 crore, while delivering an EBITDA margin of 16.9%, marking a robust ~400 basis point improvement over the previous year. The Pantaloons format delivered an operating margin of 18%, underscoring the success of disciplined retail execution, improved private label contribution, reduced markdowns, and stringent cost optimization. This performance reflects the brand's consistent ability to balance scale, affordability and fashion relevance in a dynamic and competitive market.

A core strength of Pantaloons lies in its robust portfolio of private labels, which span multiple categories and deliver trend-led, value-rich products. These private brands drive consumer loyalty, differentiation, and profitability, positioning Pantaloons as a one-stop destination for aspirational yet accessible fashion. The brand continues to innovate product offerings, enhance price-value propositions, and upgrade its retail identity to remain aspirational for the evolving Indian consumer.

PEOPLE · ajile · URBAN RANGER · 7alt · Living scapes
Dreamz · honey · honey Curvytude · honey glam · FOREVER Glam
Indiaroute · PEREGRINE · SF JEANS CO · AKKRITI · annabelle
RANGMANCH · pantaloons Baby · pantaloons Junior

As of March 31, 2025, Pantaloons' loyalty program boasts a 16.7 Mn member base, reflecting strong customer affinity and long-term engagement with the brand.

Pantaloons operates through a wide retail network of 405 stores across India. Over the past two years, the brand has rationalized and optimized its store network to align with evolving market dynamics, while recalibrating its growth strategy to focus on driving same-store sales growth and selective store expansion in targeted markets. Simultaneously, it has strengthened its supply chain and planning processes, resulting in improved inventory management, enhanced customer experience and better operational agility. Through digitized in-store experiences, the brand is creating a seamless, modern shopping journey focused on convenience, engagement and consumer delight.

The brand's youthful, contemporary, and vibrant imagery further reinforces its commitment to delivering accessible, stylish fashion to a broad and aspirational customer base. With its wide assortment of merchandise across private label and complimentary external brands, 16Mn+ strong loyalty members, agile supply chain, strong vendor base and best in class planning processes, Pantaloons is well-positioned to consolidate its leadership in India's masstige fashion segment.

Pantaloons (Retail KPIs)	FY19	FY20	FY21	FY22	FY23	FY24	FY25
Walk-ins (Crore)	5.4	5.7	2.3	3.6	6.2	6.0	6.6
Conversion	24.3%	26.1%	31.5%	26.2%	21.6%	22.2%	21.2%
ASP	643	665	649	727	813	801	809
ABV	1,880	2,001	2,075	2,325	2,468	2,500	2,576
Items per bill	2.9	3.0	3.2	3.2	3.0	3.1	3.2
LTL volume growth	3%	-2%	-51%	18%	32%	-3%	-1%
LTL ASP growth	-2%	5%	-2%	13%	12%	-2%	1%
LTL value growth	1%	3%	-51%	33%	48%	-5%	0%
No. of Stores	308	342	346	377	431	417	405
Total Retail Area (Mn. sq.ft.)	4.02	4.36	4.46	4.92	5.72	5.72	5.71



Style Up, your company's strategic foray into the value fashion segment, continued to gain strong traction in FY24-25, evolving into a key growth lever within ABFRL's diversified brand portfolio. Targeted at aspirational, budget-conscious consumers, the brand bridges the gap between affordability and contemporary fashion, offering trend-driven products in a market space traditionally dominated by unorganized players. By combining sharp price points, quality merchandise, and fashion relevance, Style Up aims to elevate the value shopping experience, particularly for Gen Z and young consumers.

The brand's proposition is anchored in a carefully curated product range, delivered through elevated retail formats that go beyond typical value retail environments. Style Up leverages backend integration with Pantaloons to drive operational efficiency and optimize supply chain processes, while a highly experienced team steers its execution strategy. This combination allows the brand to maintain a nimble and scalable business model focused on both customer experience and profitability.

In FY24-25, Style Up delivered a ~70% year-over-year growth, reflecting growing consumer acceptance. The brand also reported steady improvements in key performance metrics, including better sales per square foot, enhanced store-level profitability and an overall improvement in operating efficiency.

With 40–50 additional stores planned for FY26, Style Up will continue to evaluate and refine its operating model before pursuing aggressive expansion in the years following FY26.





b) Ethnic wear Brands

The ethnic wear market is India's largest apparel category, and the share of the organized segment within this market is growing rapidly. Previously dominated by unorganized players, this shift offers significant opportunities for branded players. Additionally, there is a notable transition from tailored wear to ready-to-wear garments, which is driving this segment. To capitalize on these trends, your company had implemented a clear and distinct strategy for success in each segment. Consequently, your company built the most comprehensive ethnic wear portfolio through both organic and inorganic means, catering to various key occasions and price points. This comprehensive approach will help build a strong leadership position in future.

Our ethnic wear business has firmly established itself as a powerful growth engine within ABFRL's portfolio. Today, we house the largest and most comprehensive ethnic brand portfolio in the Indian fashion industry, spanning designer led and premium segments. This scale, combined with sharp execution and deep consumer resonance, has enabled us to consistently deliver double-digit growth across quarters.



i) Designer-Led Brands

Sabyasachi continues to redefine Indian luxury by blending intricate heritage craftsmanship with contemporary design, offering a curated portfolio of bridal wear, men's wedding attire, occasion wear, jewelry, and accessories. In FY25, the brand continued its strong growth momentum, delivering solid double-digit profitability and reinforcing its dominant position in the luxury segment. The brand also celebrated its 25th anniversary, unveiling a collection of western wear, jewelry, and accessories—further evolving its portfolio with a more contemporary edge. Domestically, Sabyasachi expanded its footprint with the launch of an exclusive apparel and accessories store in Hyderabad. Internationally, the brand reinforced its global luxury presence through collaborations with the MET Gala, Printemps Doha, and Bergdorf Goodman, while also operating exclusive stores in New York and Dubai. With this momentum, Sabyasachi continues to solidify its status as a leading Indian-inspired global luxury brand, combining cultural authenticity with global aspiration.



Tarun Tahiliani, one of India's most celebrated designers, is renowned for blending rich Indian craftsmanship with contemporary silhouettes, creating timeless couture and occasion wear. ABFRL increased its stake to 51% in the brand, adding another marquee name to its luxury ethnic portfolio, reinforcing its leadership in India's premium and luxury fashion landscape. In FY25, the brand delivered ~40% revenue growth over last year, along with strong double-digit profitability, further strengthening its position in the luxury fashion segment. The couture collection is available across six exclusive stores, while the brand expanded into the affordable luxury space with the launch of its first pret label, 'OTT by Tarun Tahiliani,' store in Gurugram, capturing a broader aspirational audience.



House of Masaba a young, aspirational, and digitally native brand, is rapidly redefining the affordable luxury space across fashion and beauty. In FY25, the brand delivered 65% revenue growth. A strong digital-first strategy contributed to over 45% of total sales, while the brand's retail footprint expanded with 5 new stores, taking the total to 20. Bridal wear, launched recently, has been gaining steady traction and now accounts for an increasing portion of brand's fashion portfolio. Its beauty and personal care line, 'Lovechild', scaled to 4x over the previous year as it continued to broaden its portfolio with innovative products and significantly expanded its offline presence, being available now in 40+ outlets/kiosks nationwide. House of Masaba is growing quickly, attracting strong consumer interest and staying committed to offering trendy, affordable luxury—making it a standout name in both fashion and beauty.

Shantnu & Nikhil have established a strong presence in contemporary and luxury fashion with a portfolio that spans designer ceremonial wear for men and women, now available across 21 stores. Their couture line is complemented by S&N by Shantnu Nikhil, an affordable luxury prêt label recognized for its superior product quality and value. Further diversifying their offering, the Shantnu Nikhil Cricket Club (SNCC) introduces a unique sport-inspired lifestyle collection under the S&N brand, merging fashion with athletic influence to engage a wider audience. Together, these brands create a balanced aspirational ecosystem with clear brand and product segmentation, while leveraging multiple growth channels including e-commerce and wholesale to expand market reach. Strong brand storytelling focused on product excellence and fashion-forward aesthetics continues to reinforce Shantnu & Nikhil's position as leaders in India's contemporary and luxury fashion landscape.

ii) Premium Ethnic Wear Brands

TASVA introduced in FY22 through a strategic partnership with Tarun Tahiliani, marked your Company's foray into the premium men's ethnic wear market. The brand offers a distinctive blend of exquisite craftsmanship and contemporary design, providing high-quality ceremonial wear for Indian men at accessible price points. Since its inception, TASVA has rapidly scaled to around 70 stores across India, achieving 44% growth over last year, driven by a strong 12% like-to-like growth. In addition, TASVA has successfully established a strong foothold in the top wedding markets across major metro cities and remains focused on expanding its presence in key wedding destinations nationwide. Continuous product innovation, at the back of customer feedback and market insights, has further enhanced TASVA's value proposition. To build brand salience and deepen consumer engagement, the brand launched high-impact multimedia campaigns, invested in targeted marketing and actively collaborated with the broader wedding ecosystem. This has resulted in growing preference of the brand amongst Indian consumers.



TCNS Clothing Ltd became part of ABFRL in FY25, after ABFRL acquired a 51% controlling stake in September 2023, significantly strengthening its position in the women's ethnic and fusion wear market. TCNS houses a diverse portfolio of brands—**W, Aurelia, Wishful, Folksong, and Elleven**—that collectively cater to a broad range of consumer needs, from everyday ethnic wear to premium occasion-driven fashion. The company has also extended into adjacent lifestyle categories such as footwear, jewelry, and cosmetics, further strengthening its market relevance. Today, TCNS operates through a robust retail network of around 500 exclusive brand outlets, along with extensive distribution via large format stores, multi-brand outlets, and digital platforms. The business did face

certain operational and structural challenges during the transition; however, several of these have already been resolved. While TCNS saw a revenue decline during the year due to a planned distribution rationalization, the strategy is now nearing completion. Despite the transitional phase, the business achieved 4% like-to-like growth, signaling growing consumer acceptance for the brands. The business made a strategic pivot in product development, introducing refreshed and updated merchandise. The launch of new fusion and occasion wear collections for Spring-Summer 2025 has received a positive market response, further reinforcing brand salience. With a revitalized portfolio, optimized distribution and improving consumer momentum, TCNS is well-positioned to deliver sustainable, profitable growth, with significant EBITDA improvement expected in the years ahead.

Jaypore is India's leading premium artisanal brand, offering a curated collection of apparel, jewelry, and accessories that celebrate the country's rich and diverse cultural heritage. With a presence across 29 exclusive stores in 10+ cities, complemented by a robust e-commerce platform, Jaypore provides a seamless omnichannel shopping experience, blending tradition with modern retail convenience. In FY25, the brand delivered ~14% year-over-year revenue growth, with retail sales rising over 20%, driven by expanding consumer demand and improving store productivity. This growth, coupled with scale-driven operating leverage, has led to steady improvements in profitability. To further strengthen brand engagement, Jaypore launched influencer-led campaigns throughout the year, significantly enhancing visibility and aspiration amongst its consumers. These initiatives have reinforced Jaypore's leadership in the premium artisanal space, successfully housing heritage craftsmanship within contemporary retail environment.

c) Super Premium and Luxury Retail

The super-premium and luxury market in India continues to expand, fueled by the rising per capita, secular trend of premiumization and the rise of experience-driven consumer purchases. Despite broader market fluctuations, demand for high-end products has remained relatively resilient, as affluent consumers increasingly prioritize quality, exclusivity and immersive retail experiences.

Your company's luxury portfolio includes **The Collective,** one of India's largest multi-brand luxury and bridge-to-luxury retailers, alongside select mono-brand partnerships with global icons such as **Ralph Lauren, Fred Perry, Ted Baker, and Hackett London.** As luxury consumption matures across new geographies, the total addressable market for super premium and luxury fashion is poised for significant expansion.

The Collective continues to deliver sustainable and profitable growth, offering a curated selection of exclusive global brands under one roof, supported by a best-in-class retail experience. The brand's e-commerce platform, thecollective.in, is fast evolving into a leading online destination for luxury and bridge-to-luxury fashion, expanding accessibility and catering to a wider, digitally savvy audience. A comprehensive collection of accessories—including watches, shoes, ties, belts, bags, wallets, jewelry, and sunglasses—further enriches the portfolio, offering customers a complete luxury lifestyle experience.

In FY25, the super-premium and luxury segment grew by 13% year-on-year, driven by strong e-commerce momentum (15%+ growth) and expansion into new cities and markets, taking the total store count to 41. Strategic investments in novelty styles, womenswear, and accessories have further strengthened the brand's relevance and growth.

Your company remains focused on delivering exceptional customer experiences, from the discovery and trial journey to personalized service and relationship-building, reinforcing loyalty in this high-value segment.

ABFRL's partnership with Galeries Lafayette marks a significant new chapter in its luxury strategy playbook. The upcoming flagship store in Mumbai, currently under development, will feature over 200 global luxury brands, establishing itself as a world-class destination for luxury shopping in India. The store is set to open to customers by the end of the year.



d) TMRW: A portfolio of digital-first brands

The Indian e-commerce market is on track to reach USD 350 billion by FY30, driven by robust fundamentals such as a growing affluent consumer base, rising internet and smartphone penetration fueled by low data costs, and cost-effective logistics infrastructure. Further accelerating this growth are digital payments, easy credit access, and the convenience of online shopping, all of which have led to the rise of numerous digital-first brands across categories.

To capitalize on this rapidly expanding market, your company launched TMRW in April 2022, with the vision of building digital-native consumer brands tailored for Gen Z and millennials. TMRW operates on a 'Brand Builder' model, leveraging proprietary data science-led technology to provide centralized growth platform for its brands. This platform delivers end-to-end support in design, product innovation, operations, sourcing, branding, marketing, and community building, ensuring that each brand is well-positioned for scale and long-term success.



The TMRW portfolio not only targets large, established categories but also focuses on emerging high-growth segments such as athleisure, activewear, expressive wear, and accessories. In FY25, the portfolio achieved 55% growth year-over-year. The growth was fueled by category and channel expansion, premiumization of offerings, and high-impact marketing campaigns and collaborations.

A key growth driver has been the scaling of offline presence in select, curated locations. Brands like Bewakoof, The Indian Garage Co (TIGC), and Nobero expanded into physical retail. TMRW now operates 16 stores across 7 cities. Additionally, this year TMRW added WROGN to its portfolio through a minority stake, diversifying its brand portfolio.

Operational excellence remains at the core of TMRW's strategy, with a tech-led on-ground execution model driving continuous improvements in supply chain efficiency, sales performance metrics, and customer experience. These efforts are gradually building a scalable, next-generation platform poised to create dynamic, youth-centric brands that cater to the evolving preferences of India's digital-first consumers.



Business Strategy

ABLBL

1. **Accelerate growth of core brands and expand market share**

   Our Lifestyle Brands continue to execute a multi-pronged growth strategy, expanding across diverse product categories and consumer segments. While men's wear remains the core, we've made strong strides into casual wear, women's wear, kids wear, wedding wear, accessories, and non-apparel, broadening our portfolio to attract new consumers and enhance customer lifetime value. A key focus remains on expanding into untapped and high-potential markets, complemented by efforts to deepen consumer engagement through compelling storytelling and community-building initiatives. Simultaneously, investments in strengthening brand.com platforms with hyperlocal, personalized experiences are set to elevate the digital journey, enabling stronger consumer connections and driving sustained growth.

2. **Build Powerful Brands in targeted New High Growth Segments**

   Our strategic approach is aimed towards building a leadership position in large total addressable markets and high growth segments through strong and distinct brands. We have identified key growth areas including innerwear, sportswear and denim wear, where we have already established a meaningful presence via brands Van Heusen, Reebok and American Eagle.

   Reebok is set to drive rapid retail expansion in India while continuously innovating in high-performance products. American Eagle will prioritize expanding its distribution network through Exclusive Brand Outlets (EBOs) and Large Format Stores (LFS). Van Heusen Innerwear will continue to expand its trade network while scaling a profitable retail model.

We are well-positioned to have a significant play in casual wear segment through our diverse brand portfolio of leading brands.

3. **Expand our Distribution Footprint**

We have built a comprehensive and robust distribution network that spans both offline and online channels, ensuring widespread accessibility of our brands across the country. Our offline presence is among the largest in the western branded apparel space, with a growing number of exclusive brand outlets strategically located nationwide. As of March 2025, our retail network includes 3250 stores, covering ~4.6 Mn sq.ft. Additionally, our brands are present in various multi-brand outlets and shop-in-shops within large-format departmental stores, enabling deep market penetration and visibility.

Having established a strong footprint in our core markets, we are now focused on expanding into newer geographies, particularly those with rising fashion aspirations and growing consumer spending. Our brand equity, combined with high customer recall and loyalty, serves as a strong foundation as we enter untapped regions. Tier II and III cities represent a significant growth opportunity. These markets are benefiting from steady improvements in infrastructure, lifestyle and digital adoption, making them increasingly relevant to India's consumption story.

4. **Continue to Focus on Product Innovation and Upgradation in Established and Emerging Categories**

We continue to place strong emphasis on product innovation and enhancement to ensure our offerings remain high-quality, trend-right, and aligned with evolving consumer expectations. This focus spans both our well-established categories and high-growth emerging segments, supported by consistent investments in research and development to create functional, stylish, and comfort-driven products.

Our Lifestyle Brands are leading the way in introducing new, trend-forward product extensions. For instance, Indo-fusion collections offer a fresh, modern reinterpretation of traditional wedding attire—bridging the gap between ethnic aesthetics and contemporary styling. Peter England has ventured into sports-inspired collections, seamlessly blending athletic functionality with everyday fashion. Reebok, known for its performance-driven apparel, continues to push boundaries with innovative gear tailored for both fitness enthusiasts and casual wear. Van Heusen Innerwear's 'Air Series' emphasizes lightweight, breathable comfort. Across all our brands, there is a strong focus on youth-centric designs, ensuring they remain relevant and appealing to today's fashion forward consumers.

From occasion wear to casual and formal apparel, every brand under ABLBL is committed to offering something unique and tailored to its target market, ensuring they maintain a leadership position across diverse fashion segments.

5. **Technology and Digital-Led Continual Improvement in Operating Efficiency**

A core pillar of our growth strategy is the continued deployment of technology-driven solutions to enhance operational efficiency and improve customer experience across both retail and e-commerce ecosystems.

By leveraging predictive analytics and AI, we are automating critical functions such as Assortment planning, Buying decisions and Markdown and pricing optimization. We are investing in Product Lifecycle Management (PLM) systems to streamline operations, reduce lead times, and improve supply chain agility. Our demand-driven auto-replenishment models and next-generation warehouse management systems support the scalable growth of offline & online operations and ensure prompt, omnichannel fulfillment.

We are scaling initiatives such as Buy Online, Ship-from-Store and multi-warehouse fulfillment optimization, building a faster, more reliable and cost-effective delivery network.

Through this ongoing digital transformation, we are creating a tech-enabled, customer-centric retail organization that is agile, scalable and well-positioned to thrive in the rapidly evolving fashion and retail landscape.

ABFRL

1. **Scale the well-crafted portfolio across key fashion consumption themes**

We have established a strong presence across key themes in the fashion industry—masstige and value fashion, digital, luxury and ethnic wear—each offering distinct opportunities for growth. Backed by a diverse portfolio of brands and retail formats, we are uniquely positioned to cater to a wide spectrum of consumer preferences and needs.



The time is now to capitalize on the strength of the portfolio and leverage the unique growth drivers within each segment. By building market leadership across these themes, we can unlock sustained growth, improve profitability and achieve higher market multiples.

2. **Accelerate Growth of established brands within the portfolio**

In the masstige segment, Pantaloons continues to be a powerful growth engine, serving the evolving needs of aspirational and value-conscious consumers. The brand's refreshed retail identity and the introduction of new private labels have further sharpened its appeal, while its commitment to delivering trend-led, quality fashion at affordable price points reinforces its position as a modern and accessible fashion destination for India's growing middle class. Looking ahead, Pantaloons will focus on strategic store expansion, delivering a seamless and distinctive store experience to elevate consumer engagement and strengthen brand loyalty. At the same time, the brand is focused on optimizing processes across the value chain, refining its revenue-cost model, and building a sustainable and efficient business model poised for long-term success.

Our acquisition of TCNS Clothing has bolstered our leadership in premium women's ethnic wear, where brands like W and Aurelia command strong consumer recall and distribution strength. Following the acquisition, the business is undergoing a strategic transformation aimed at building a strong foundation to unlock substantial growth opportunities in the future.

3. Build Powerful Brands and Retail Concepts in Identified New High Growth Segments

Our growth strategy is anchored in building a strong presence across large, high-growth addressable markets, backed by a portfolio of distinct and purpose-led brands. We are actively expanding into key segments such as luxury fashion, ethnic wear, value retail and the direct-to-consumer (D2C) ecosystem — all of which represent compelling long-term opportunities.

- **Ethnic and Occasion Wear**

  Ethnic wear accounts for approximately 27% of India's total apparel market, with the organized segment expected to grow significantly faster than the overall category (Source: Wazir Report). Our diversified ethnic wear portfolio is well-positioned to capitalize on this trend. Through strategic partnerships with renowned Indian designers and in-house brands, we are capturing demand across premium and value formats.

  - Our designer brands are well positioned to take advantage of the large and growing luxury wedding and occasion wear market through its product offerings across apparel, accessories, jewelry and beauty.
  - Brands like Wishful, Folksong and Elleven within the TCNS portfolio are currently focused on evaluating their respective markets and establishing a stable foundation. Once this is achieved, they plan to scale and expand beyond their current footprint.
  - TASVA is poised for aggressive expansion with plans to reach 250+ stores by 2030, with a compelling value proposition centered on refined products offered in an elevated retail environment. The brand is set to scale rapidly, aiming to capture a significant share of the wedding and festive wear markets.

- **Value Segment**

  India's value segment is undergoing rapid formalization, driven by urbanization, rising incomes, aspirational consumption and a growing preference for branded apparel, where consumers increasingly seek premium design at accessible price points.

  Style Up, our play in value fashion space, is gaining traction and is positioned for faster scale-up. Our distribution capabilities, planning processes, focus on quality and strong customer loyalty programs reinforce our ability to make branded fashion accessible to millions across India.

- **TMRW: Direct to Consumer (D2C)**

  IThrough TMRW, we are building a house of digital-first brands that address both emerging and large online-first categories in the fashion space. TMRW's portfolio spans diverse consumer needs, with each brand sharply focused on evolving fashion needs of young consumers.

  TMRW's portfolio brands are expected to drive the next phase of growth through continued channel and category expansion. The brands will scale further across both D2C platforms and online marketplaces, complemented by a widening offline retail presence. Growth will also be fueled by the launch of new product categories and a premiumization strategy, focusing on high-value offerings to enhance brand equity and margins.

  To support this expansion, TMRW is expected to raise external funding ensuring it is well-capitalized to meet the growth ambitions of both the platform and its portfolio brands.

- **Luxury and Super Premium Fashion**

  India's luxury market is witnessing robust growth, led by increasing disposable incomes and a shift in lifestyle aspirations. Our premium and luxury portfolio has emerged as one of our **fastest-growing verticals,** driven by both online and offline expansion.

  - Our multi-brand retail format, The Collective, along with select mono-brand stores, has achieved consistent double-digit growth with improved profitability. Growth will be driven by the expansion of womenswear and accessories, a stronger e-commerce presence and deepened consumer connections.
  - To further strengthen our luxury presence, we have entered into a landmark partnership with Galeries Lafayette, the iconic French department store chain. This collaboration will see the launch of flagship stores in premium locations across India, offering a curated multi-brand experience spanning fashion, accessories, beauty and lifestyle.

  Our strategic focus across these high-opportunity segments — supported by targeted brand positioning, retail innovation and omnichannel engagement — reinforces our ambition to build category-leading platforms and future-ready fashion businesses at scale.

4. Expand our Distribution Footprint

We have a robust distribution network spanning both offline and online channels. As of March 2025, the de-merged ABFRL network comprises 451 Masstige and Value Retail Stores, 659 Ethnic Brand Stores, 41 Luxury Retail Stores and 16 TMRW Brand Stores (excluding WROGN stores). In addition to these formats, the company maintains a significant presence through 1,632 shop-in-shop counters in departmental stores and 276 multi-brand outlets (MBOs). ABFRL's total retail footprint has expanded to 7.3 million sq. ft., reflecting its continued growth and strong presence across diverse retail formats.

Several of our brands are in the early stages of their growth journey and are poised for expansion into new markets and geographies. These upcoming brands will be strategically scaled to capture growth opportunities in both existing territories and untapped regions.

Following the completion of its distribution rationalization, TCNS is set to embark on its next phase of expansion. The focus will be on strengthening its presence in the right

locations within current core markets, while also venturing into new markets, particularly in semi-urban and lower-tier cities, to broaden its consumer base.

Similarly, both Style Up and TASVA are gearing up for accelerated growth. With rising consumer traction and increasing brand loyalty, both brands are preparing for aggressive store expansion to deepen market penetration and cater to evolving customer demand. TMRW brands are gearing up for strategic offline expansion, with a focused approach to entering key markets through select retail formats, aimed at deepening consumer reach and strengthening brand presence across high-potential regions.

Additionally, our portfolio of designer and luxury brands will continue to expand their footprint both in domestic and international markets, focusing on key high-potential locations to reinforce their luxury positioning and capture global demand for Indian luxury fashion.

5. Leverage Synergies from our Portfolio

The strength of our portfolio lies in the seamless integration of interconnected capabilities, enabling us to build a more agile and efficient operational framework. By harnessing synergies across business divisions, we drive enhanced sourcing efficiency, cross-utilization of manufacturing facilities, streamlined planning, and stronger negotiation leverage—allowing us to achieve cost-effectiveness and precision at scale. Additionally, by leveraging enriched customer insights from a unified data ecosystem, we can make smarter, real-time decisions and deliver personalized consumer experiences that foster deeper engagement and long-term brand loyalty. This synergy-driven approach positions us to deliver superior value, drive sustainable growth, and maintain a competitive edge in an increasingly dynamic retail and fashion environment.

6. Strategic capital allocation

De-merged ABFRL operates in multiple high-growth segments, featuring brands that are still in the early stages of development. These emerging brands will require significant capital investment to fuel their growth, scale operations, navigate the competitive landscape and achieve their full potential. The objective is to nurture these brands through, providing them with the resources needed to accelerate their growth journey. By investing strategically in these high-growth opportunities, the goal is to transform these developing brands into robust, cash-generating assets in the future. This balanced capital allocation strategy not only will support the sustained growth of mature brands, but also ensures that emerging brands are positioned to contribute significantly to the portfolio's long-term financial health and value creation plans.

Road Ahead

A challenging consumption environment, our businesses have demonstrated strong resilience, delivering on our strategy of driving profitable growth. With the demerger now complete, we stand as two focused, well-capitalized entities, each strategically positioned to embark on its own high-growth journey.

We remain highly optimistic about the future of India's fashion and apparel sector, supported by a robust economic outlook, rising per capita GDP, growing discretionary spending, and the accelerated shift from unorganized to organized retail. These powerful tailwinds will continue to drive sustained sectoral growth in the years ahead.

Our "where to play" strategy is now fully in place, executed through a combination of organic and inorganic initiatives, and centered around five high-growth consumption themes. We have built a comprehensive portfolio that includes:

- The largest western wear portfolio in India
- The largest ethnic wear portfolio
- A leading luxury retail platform
- A dominant masstige and value retail presence
- The largest digital-first brands portfolio

With meaningful presence across key strategic fashion spaces, our focus is now on "how to win." This entails driving organic growth, maintaining a strong balance sheet and improving operating performance while reinforcing the foundational competitive strengths that will help us create long-term value.

ABLBL, backed by a robust brand portfolio, a network of 3,200+ stores, and healthy free cash flows, is well-positioned to double in scale and expand margins over the next few years.

Simultaneously, ABFRL, with a well-diversified brand portfolio, a comprehensive presence across all key high-growth segments, and a gross cash balance of ₹2,350 crores, is set to unlock its next phase of growth over the next five years.

Digital Transformation Roadmap

ABFRL continued on its overall digital and technology transformation roadmap during the current FY25. The major projects include:

- Consolidation of the Pantaloons earlier version of SAP instance along with the ABLBL SAP instance into a single instance of S4 Hana Fashion Vertical Business (FVB) across ABFRL, hosted on public cloud environment. This now enables the base platform to streamline and optimize various supply chain and finance processes across the company
- Completion of the systems standardization across all designer-wear subsidiaries on a common ERP/ POS platform
- D365 Point-of-sale (POS) is being implemented across all the newly added businesses such as Reebok and TCNS
- Ethnic wear brands Jaypore and Tasva launched their Ecommerce business with own website and in marketplaces, on the ABFRL E-commerce platform

Building extensive data analytics and AI capabilities remains a top priority, with initiatives including:

- Implementing demand forecasting models to enhance merchandise planning and sourcing efficiency.

- Enhancing the markdown management system across brands to optimize discounting strategies
- Leveraging Generative AI models to assist designers in rapidly developing new product designs, fostering greater design diversity and reducing time-to-market.
- Automating attribute data generation and product descriptions for e-commerce catalogues using Visual AI and Generative AI Language models.
- Launching clienteling tools for store associates to engage effectively with customers, leveraging insights into their profiles, past purchases, and personalized product recommendations.

The focus going forward will be on leveraging the new generation technology platforms to drive business process automation and optimization with focus on delivering business value. The key initiatives planned include

- Setting up the ERP/ POS/ E-commerce systems for the launch of the Galeries Lafayette business with implementation of a new Product Life Cycle management and Supply Chain management tools in the ABLBL business
- Scaling down legacy on-premise data centre along with migration to public cloud and scaling down support services
- Enhancing omnichannel capabilities by enabling in-store services like hyperlocal quick-commerce and self-service checkout
- Focus on E-commerce growth and cost optimization by leveraging analytics, marketing automation
- Implementation of RFID for merchandise management in Pantaloons and international business

Human Resources Strategy

Driven by the Group Purpose of building trust and enriching lives, our vision is **"to passionately fulfil consumer needs in fashion, style, and value across wearing occasions in apparel and accessories through solid brands and a high-quality consumer experience, with the ultimate purpose of delivering superior value to all our stakeholders".**

The corner stone of delivering the vision is to build an organisation and culture wherein people are obsessed with delivering value to all stakeholders and live by the ABG Values.

Our People Vision is – **'To nurture a trust and impact led culture that enriches lives'.** This vision inspires us to build a workplace where trust is the foundation, individuals feel empowered, and every contribution drives meaningful impact. We are deeply committed to building a workplace where talent thrives, ideas flourish, and individuals are empowered to grow.

Key Impact Areas of HR

1. **Talent Management and Career Growth**
   - **Internal Talent Mobility:** Several of our employees transitioned to new roles & open positions, reflecting our commitment to nurturing internal talent
   - **Young Talent Development:** In line with our vision of nurturing emerging talent, we welcomed 70 Striders on 24th June 2024 through our Stride Young Talent Management Training Programme
   - **Talent Councils:** These forums actively review our talent pipeline, succession plans, and development interventions to ensure robust leadership development.

2. **Learning and Development**
   - At ABFRL, we are deeply committed to nurturing the potential of our people by fostering a culture that prioritises employee experience, well-being, and continuous learning. As part of this commitment, we follow Aditya Birla Group's dedicated Continuing Education Policy (CEP) that supports our employees through continuous learning. This initiative reflects our Employee Value Proposition offering "A World of Opportunities" to our managerial cadre.
   - **Capability Building Academy:** Mentorship at ABFRL is structured as a developmental journey, offering guided growth experiences for employees. Learning is further anchored by our internal capability-building ecosystem. Our internal academy supports learning through programs like ACE (Aligning Career Aspirations with Functional Development) and Digital Academy (focusing on digital marketing, SEO, and AI). These platforms host a variety of leadership development programmes tailored to different career stages.

3. **Rewards and Recognition**
   - **Total Rewards Approach:** We maintain a balanced approach to compensation and benefits, incorporating fixed pay, variable incentives, long-term benefits and recognition programs. Our performance appraisal process is supported by two dedicated HRMS platforms, each tailored to the needs of distinct employee groups.
   - **Non-Discrimination:** Ensuring fairness in pay decisions based on performance, potential, and market standards, with specific measures for scenarios like maternity leave and talent mobility.
   - **Employee Recognition** Celebrating success through platforms like the Aditya Birla Awards, ABFRL Awards and business specific awards, recognizing outstanding contributions across the organization

4. **Enrich Your Life**
   - **Work-Life Balance:** Policies such as flexible work arrangements, work-from-home options, and supportive leave policies contribute to a healthy work-life balance.
   - **Employee Wellness:** Initiatives under the ABFRL Wellness Studio (ABW) promote physical, mental and financial well-being. The ABW app 'Multiply' offers a

comprehensive suite of wellness solutions such as Wellness Saver Cards, Active Age programmes, stress assessments, free counselling services with doctors, and complimentary gym memberships.

5. **Communication and Engagement**
   - **Social Media Engagement:** Achieved 700k followers on LinkedIn and 24k on Instagram (@lifeatabfrl), enhancing our digital presence and employee engagement
   - **Internal Communication:** Utilizing platforms like town halls, internal journals, and surveys to foster open communication and gather employee feedback

These initiatives underscore our commitment to creating a supportive and enriching workplace environment at ABFRL, where every employee can thrive and contribute to our shared success. Through continuous improvement and strategic HR initiatives, we aim to sustain our growth momentum and reinforce our position as an employer of choice in the industry.

Sustainability Strategy

As a responsible consumer-centric organisation guided by the Aditya Birla Group's key principles since its inception, sustainability has been deeply ingrained in your company business strategy and is fundamental to ABFRL's endeavours. As the market leader, your company prioritises meeting consumer demands by striving to deliver products with better environmental and social footprints.

Your company believes that economic growth must be achieved in synergy with environmental and societal interests. Thus in 2013, your company embarked on a structured sustainability programme, 'ReEarth for our Tomorrow' which comprised of 10 Missions namely Energy, Carbon Footprint, Green Building, Water, Waste, WASH Pledge, Safety, CSR, Packaging and Sustainable Products with annual targets, clear responsibilities and timelines. ReEarth is a movement to give back more than we take from the ecosystem.

After achieving significant milestones in 2021, your company embarked on 'ReEarth 2.0', shifting focus from being process-led to product-led with a 2025 agenda that emphasises product design and development, customer-centricity, and supply chain sustainability.

Your company has put in place a strong governance mechanism that effectively oversees its sustainability agenda and goes beyond just meeting compliance requirements. The Management Committee periodically reviews sustainability strategy and initiatives, while the Risk Management and Sustainability Committee (RMSC) monitors and reviews the risk management plan and other delegated functions related to sustainability. Organisational risk and governance practices are mapped in-line with the Task Force on Climate-related Financial Disclosures (TCFD) and Committee of Sponsoring Organisations (COSO), globally accepted climate risk framework and Enterprise Risk Management framework respectively.

Your company is committed to transition to sustainable fashion by building adaptable and flexible high-performance business models, promoting life cycle thinking, sourcing responsibly, embracing circular economy principles, and ultimately mitigating or eliminating negative impacts on the environment caused by the use of fossil fuels. 'Zero Waste to Landfill' has been achieved across operations and going forward, your company is exploring innovative ways to reuse production line waste in inhouse products, thereby reducing ever increasing demand for raw materials. ABFRL maintained the water positive status across our own operations and 75% of water recycled in own facilities. In Occupational health and safety your company archive zero fatality and successfully conducted 19,549 man-days of safety trainings. In Product stewardship your company achieved 94% sustainable packaging and 93% of garments have at least one sustainability attribute.

Your company also participates in and collaborates with various global platforms and ESG indices, such as CAIF, UNEP, SAC, ZDHC, SU.RE, CII, FICCI, IACC, and S&P Global. These strategic collaborations and participations have helped your company stay relevant by ensuring alignment with global as well as national sustainability agendas.

Across the years, your company's sustainability journey has been widely appreciated and has garnered global recognition and accolades. This year too, your company received accolades from prominent forums and organisations. Some of the notable instances include:

- Integrated Reporting: Released first Integrated Annual Report (IR), showcasing commitment to transparency as per national and international standards. The IR undergo third-party type II (Moderate) assurance of non-financial data through British Standards Institution in line with Assurance Standard (AA1000AS) and Business responsibility and Sustainability Report (BRSR) core with reasonable assurance.
- S&P Global CSA Score: Achieved an S&P Global - DJSI CSA Score of 83, ranking highest in India and 4th globally in the retail sector.
- MSCI ESG rating upgraded from BBB to AA rating.
- Circularity Leadership: Released a Circular Guideline and Manifesto through the GIZ-ABFRL develoPPP project, focusing on sustainable textiles in India.
- SBTi target Validation: Became the first Indian retail company with validated near-term carbon reduction targets via SBTi.
- ABFRL sustainability case study published in Harvard Business Publishing Education 'Aditya Birla Fashion and Retail: Stitching Sustainability'.
- Green Initiatives: Received CII–IGBC Gold Score for green village model

Transitioning to achieve net-zero emissions is an essential component of your company's 2030 and 2050 agenda. Over the years, adopting various initiatives across Scope 1 & 2 emissions and initiating dialogues with stakeholders to mitigate Scope 3 emissions across the ecosystem has been the prime focus.

Vision 2030 and Sustainability 3.0

Your company is near the conclusion of 2025 goals, the next phase is a future-facing, impact-led framework designed to meet the scale and urgency of today's challenges. It sharpens the strategic intent, deepens the ESG integration, and aligns transformation journey with global imperatives. It will encourage to use sustainability thinking to explore opportunities, improve operations, and support long-term value creation.

As your company transition to Sustainability 3.0, we are redefining boundaries, setting ambitious goals, and embracing our responsibility to shape a sustainable future. Our vision for 2030 isn't just aligned with global climate goals—it is a bold declaration of our intent to lead

with purpose and impact, focusing on below key areas: Net-Zero & decarbonisation, Circularity by design, empowered communities, Health safety & well-being, Technology & Digitisation.

At ABFRL, sustainability and fashion are not a paradox, and over the years, sustainability has been integrated into the brand and embedded in the business core. Your company is committed to maintain its unwavering focus on sustainable fashion and plans to leverage innovation and technology as catalysts for the journey ahead.

Risk management

Your Company recognizes the importance of a robust governance structure and effective risk management in ensuring sustained performance and growth. An integrated approach has been adopted, combining the COSO framework with the Task Force on Climate-related Financial Disclosures (TCFD), to strike a balance between financial, social, and environmental priorities. This approach aligns risk management with performance and strategy, delivering long-term value to stakeholders.

To oversee the identified risks and mitigation plans, a dedicated Risk Management and Sustainability Committee (RMSC) has been established. The committee, supported by the Chief Risk Officer, Head of Sustainability, and Risk Management Committees, continuously monitors and evaluates risks from strategic, operational, financial, environmental, and compliance perspectives. Internal and external business environments are carefully monitored to identify potential risks and opportunities.

Periodic assessments by the established committees and internal functions ensure ongoing evaluation of risks. Mitigation plans are implemented to manage key risks and minimize residual risks, safeguarding the company's interests. This proactive risk management approach provides the foundation for effective decision-making and resilience in the face of evolving challenges.

1. **Navigating through a low demand phase**

   Fluctuations in domestic demand, coupled with inflationary pressures and rising household debt, have impacted consumer sentiment and purchasing behavior.

   Despite these headwinds, your company's diversified portfolio—spanning occasions, categories, and price points—allows it to serve a wide customer base. Continuous innovation and trend-driven designs keep offerings relevant and engaging, helping to retain or grow market share even in a subdued economic environment.

2. **Adapting to Evolving Consumer Behavior**

   Changing consumer preferences, driven by shifting lifestyles and technological advancements, are reshaping purchasing habits. The growing fashion consciousness across diverse socio-economic segments is poised to significantly influence future consumption trends.

   In response, your company has expanded its portfolio by launching new product lines and category extensions, tailored to different use-cases, consumer segments, and price brackets—ensuring relevance across a wide spectrum of shoppers.

3. **Ensuring Data Security and Resilience**

   Greater reliance on digital technologies introduces risks such as cyberattacks, data breaches, system downtime and other vulnerabilities, posing both financial and reputational threats.

   To mitigate these risks, your company has implemented robust measures including Disaster Recovery (DR), Business Continuity Planning (BCP), Data Loss Prevention (DLP), and Security Information and Event Management (SIEM) systems. Ongoing monitoring, employee training, and a strong incident reporting framework further reinforce cybersecurity.

4. **Building and Retaining a Thriving Workforce**

   As the company scales across multiple verticals—design, retail, marketing, e-commerce, and more—there is an increasing need for skilled talent. In India's competitive fashion retail sector, attracting and retaining top professionals is a key challenge.

   To address this, your company has embraced industry-leading HR practices and developed a structured talent strategy. Through focused retention programs and leadership development initiatives, the company nurtures future leaders while maintaining a motivated workforce.

5. **Managing Retail Space Constraints and Costs**

   The availability of premium retail spaces is increasingly constrained due to rising demand from other retail sectors. This has led to higher rental costs and tougher negotiations.

   Your company proactively builds strong partnerships with mall owners and developers to secure long-term leases. Additionally, efforts to revamp retail identity, refresh stores and improve customer navigation contribute to an enhanced in-store experience and better space utilization.

6. **Competing in a Highly Dynamic Market**

   India's fashion market is characterized by intense competition from both domestic and international brands, leading to pricing pressure, heavy discounting, and risks of market share erosion.

   To stay ahead, your company focuses on continuous product innovation, delivering differentiated customer experiences, and strengthening brand equity. These efforts, tailored to consumer needs, help build long-term relationships and secure a competitive edge in the market.

Financial Performance and Analysis

(Amount in ₹ Crore)

Particulars	Standalone		Consolidated	
	Year Ended March 31, 2025	Year Ended March 31, 2024	Year Ended March 31, 2025	Year Ended March 31, 2024
Continuing Operations				
Revenue from Operations	**5,609**	5,202	**7,355**	6,441
EBITDA [1]	**958**	642	**854**	520
Finance Costs	**447**	454	**567**	552
Depreciation	**924**	814	**1,166**	1,017
Profit/ (Loss) Before Tax [1]	**(413)**	(625)	**(880)**	(1,048)
Current Tax	**-**	-	**33**	35
Deferred Tax Charge/(Credit)	**(109)**	(139)	**(127)**	(176)
Net Profit/ (Loss) After Tax [1]	**(304)**	(487)	**(785)**	(907)
Discontinued Operations				
Revenue from Operations	**7,636**	7,565	**7,619**	7,554
Profit/ (Loss) Before Tax *	**336**	225	**329**	219
Tax expense/ (credit)	**61**	50	**63**	48
Net Profit/ (Loss) After Tax*	**275**	175	**267**	171

** Includes other income of ₹ 77 Crore (Previous year: ₹ 100 Crore) in standalone Financial Statements ("FS") and ₹ 78 Crore (Previous year ₹ 100 Crore) in consolidated FS and excludes exceptional items in both.*

Standalone performance

(Amount in ₹ Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Net Working Capital [2] (A)	**2,925**	2,519
Net Fixed Assets (including Capital work-in-progress) (B)	**2,170**	3,190
Deferred Tax Asset (C)	**104**	146
Capital Employed (D = A + B + C)	**5,199**	5,855
Investments [3] (E)	**2,327**	1,811
Right-of-use assets (F)	**2,175**	3,692
Goodwill [4] (G)	**1,995**	2,687
Total Capital Employed (H = D + E + F + G)	**11,695**	14,045
Net Worth	**8,298**	5,653
Debt	**758**	3,836
Lease Liability	**2,639**	4,555

Notes:

(1) Includes other income of ₹ 198 Crore (Previous year: ₹ 121 Crore) in standalone FS and ₹ 196 Crore (Previous year: ₹ 138 Crore) in consolidated FS and excludes exceptional items in both.

(2) Net working Capital

(Amount in ₹ Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Inventory	**1,776**	3,954
Trade Receivables	**148**	1,022
Cash and Bank Balances	**734**	306
Other Assets	**2,853**	3,583
Less: Trade Payables	**1,839**	3,780
Less: Other Liabilities	**747**	2,566
Net Working Capital	**2,925**	2,519

(3) Investments includes ₹ 2,302 Crore towards investments in Subsidiaries and Joint Venture (Previous year: ₹ 1,790 Crore).

(4) As on March 31, 2025, goodwill (after testing for impairment in accordance with the Ind AS - 36 issued by the Institute of Chartered Accountants of India) stands at ₹ 1,995 Crore.

(5) In current year, Assets and Liabilities relating to discontinued operations have been transferred to Aditya Birla Lifestyle Brands Limited. Hence, current year numbers are not comparable with previous year.

Revenue

During the financial year, your Company reported revenue of ₹ 5,609 Crore from Continuing Operations (previous year ₹ 5,202 Crore), recording a growth of ~8% over the previous year.

Earnings before interest, tax, depreciation and amortization ("EBITDA")

The EBITDA of the Company from Continuing Operations is ₹ 958 Crore (previous year ₹ 642 Crore). The EBITDA margin for the Company improved from 12.35% to 17.08% during the year.

Finance cost

The average borrowing cost for the Company increased to 7.55% (prior to demerger) as compared to 7.42% in the previous year. The finance cost of the Company is ₹ 447 Crore (previous year ₹ 454 Crore), marginal decline on account of repayment of borrowing towards the end of financial year.

Dividend

In view of accumulated losses, your Directors have not recommended payment of any dividend for the year under review.

Borrowings

Borrowings have decreased from ₹ 3,836 Crore in the previous year to ₹ 758 Crore. The Company has raised ₹ 3,160 Crore through fresh borrowings and have repaid borrowings of ₹ 5,387 Crore

during the year. The Company has transferred ₹ 851 Crore to Aditya Birla Lifestyle Brands Limited ("ABLBL") during the year (pursuant to the Scheme of Arrangement between the Company and ABLBL) with average borrowing cost at 7.55% (prior to demerger).

Credit Ratings

CRISIL Limited and ICRA Limited has assigned a new credit rating i.e. CRISIL AA+ and ICRA AA+ respectively, on Non-Convertible Debentures. The details of Credit rating as on March 31, 2025 are disclosed in the 'General Shareholder Information' forming part of this Integrated Annual Report.

Non-Convertible Debentures ("NCDs")

Redemption	Redeemed Series 8 NCDs of ₹ 400 Crore (Rupees Four Hundred Crores only).
Allotment	Issued and allotted 50,000 Listed, Unsecured, Rated, Redeemable Non-Cumulative, NCDs at face value of ₹ 1,00,000 (Rupees One Lakh only) each aggregating to ₹ 500 Crore (Rupees Five Hundred Crores only) with the coupon rate 7.86% p.a. on Private Placement Basis.
Buy Back	Buy Back of NCDs Series 11 of ₹ 500 Crore (Rupees Five Hundred Crore only) from the open market.
Transfer to ABLBL	After end of the financial year, pursuant to the effectivenss of Scheme of Arrangement between the Company and ABLBL, the Company has transferred Series 9 NCDs of ₹ 500 Crores to ABLBL.

The details of outstanding NCDs as on March 31, 2025 are disclosed in the 'General Shareholder Information' forming part of this Integrated Annual Report.

Standalone Key financial ratios

Particulars	As at March 31, 2025	As at March 31, 2024
Debtors Turnover Ratio (times)	**22.63**	13.75
Inventory Turnover Ratio (times)	**4.62**	3.31
Interest Coverage Ratio (times)	**0.51**	(0.13)
Current Ratio (times)	**2.19**	1.15
Debt Equity Ratio (times)	**NA***	0.42
EBITDA Margin (%)	**17.08**	12.35
Operating Profit Margin (%)	**4.90**	2.96
Net Profit Margin (%)	**-0.96**	-2.44
Return on Net Worth	**-1.83**	-6.60
Return on Average Capital Employed (%)	**5.80**	3.22

*Company has excess liquid Investment and cash over Its debt.

**For the purpose of calculating ratios for the periods upto March 31, 2025, all relevant amounts pertaining to continuing and discontinued operations have been considered.

The formulae used in the computation of the above ratios are as follows:

Ratio	Formula
Debtors Turnover Ratio	Revenue from Operations/Average of opening and closing Trade Receivables
Inventory Turnover Ratio	Revenue from Operations/Average of opening and closing Inventories
Interest Coverage Ratio	Earnings Before Interest* and Tax/Finance Costs*
Current Ratio	Current Assets/Current Liabilities (excluding Lease Liabilities accounted as per Ind AS 116)
Debt Equity Ratio	Debt#/(Net Worth+ Lease Liabilities – Right of use assets)
EBITDA Margin	EBITDA/Revenue from Operations
Operating Profit Margin	Earnings Before Interest and Tax/Revenue from Operations
Net Profit Margin	Profit After Tax/Revenue from Operations
Return on Net Worth	Profit After Tax/Average net worth
Return on Average Capital Employed	Earnings Before Interest and Tax/Average Capital Employed

Finance cost/interest comprise of interest expense on borrowing and excludes interest on lease liabilities and interest charge on fair value of financial institution.

#Debt = Borrowings (excluding Lease Liabilities accounted as per Ind AS 116) - Cash and Bank Balance (includes FD) - Liquid Investments.*

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in the key financial ratios:

Debtors Turnover Ratio, Inventory Turnover Ratio, Interest coverage ratio, Current Ratio, EBITDA Margin, Operating Profit Margin, Net profit margin, Return on net worth, Return on average capital employed has significantly changed due to variation in debt and profitability on account of Scheme of Arrangement.

Consolidated performance

At consolidated level, your Company reported a revenue of ₹ 7,355 Crore (previous year ₹ 6,441 Crore) and EBITDA of ₹ 854 Crore with EBITDA margin at 11.62% (previous year ₹ 520 Crore with EBITDA margin at 8.08%) from Continuing Operations.

DIRECTORS' RESPONSIBILITY STATEMENT

The audited financial statements of your Company for the year under review ("financial statements") are in conformity with the requirements of the Companies Act, 2013 read with the rules made thereunder ("Act") and the Indian Accounting Standards. The financial statements reflect the form and substance of transactions carried out during the year under review and present your Company's financial condition and results of operations, fairly and reasonably

Your directors confirm that:

a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b) accounting policies selected have been applied consistently and reasonable & prudent judgments and estimates were made, so as to give a true and fair view of the state of affairs of your Company as at the end of the year under review and the loss of your Company for the year under review;

c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;

d) the annual accounts of your Company have been prepared on a 'going concern' basis;

e) adequate internal financial controls were laid down & followed by your Company and such internal financial controls were operating effectively;

f) proper systems have been devised by your Company to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively and

g) the Company has been in Compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

SHARE CAPITAL

Equity share capital		₹ in Crore
At the beginning of the year as on April 1, 2024		**1,015.01**
Changes during the year:		
Type of issuance	**₹ in Crore**	
ESOP	0.48	
Scheme of Amalgamation TCNS & ABFRL	55.74	**205.25**
Qualified Institutional Placement	68.58	
Preferential Issue	80.44	
Total	205.25	
At the end of the year as on March 31, 2025		**1,220.26**

Preference share capital*	₹ in Lakhs
At the beginning of the year as on April 1, 2024	**1.20**
Change during the year: Nil	-
At the end of the year as on March 31, 2025	**1.20**

**Redemption date March 27, 2029*

DISCLOSURES IN TERMS OF THE PROVISIONS OF THE ACT & SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI Listing Regulations")

A. Board of Directors ("Board")

(i) Number of meetings

The Board met 7 (Seven) times during the year under review. The details of such meetings are disclosed in the Section 'The Board of Directors' of the 'Corporate Governance Report' forming part of this Integrated Annual Report.

(ii) Appointments and resignations

a) Appointments/Re – appointments/Cessation

Change in Directors during the year and as on the date this report:

Name of Director	Effective Date	Appointment/ Re-appointment/Cessation
Ms. Sukanya Kripalu (DIN: 06994202)	October 12, 2024	Ceased as Independent Director (Completion of tenure).
Mr. Venkatesh Mysore (DIN: 01401447)	October 13, 2024	Appointed as Independent Director.
Mr. Sunirmal Talukdar (DIN: 00920608)	March 11, 2025	Re-appointed as Independent Director.
Mr. Nish Bhutani (DIN: 03035271)	June 5, 2025	Re-appointed as Independent Director.
Mr. Vishak Kumar (DIN: 09078653)	April 30, 2025	Consequent to effectiveness of the scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited ("ABLBL") w.e.f. May 1, 2025, Mr. Vishak Kumar, a Whole-time Director ("WTD") who was an employee of the Company has been transferred to ABLBL and accordingly, his position as WTD stands relinquished in the Company from closure of business hours of April 30, 2025.

b) Resignations/Retirement by Rotation

(i) During the year under review, no Director has resigned.

(ii) In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Pankaj Sood, Non-Executive (Nominee) Director (DIN: 05185378) and Ms. Ananyashree Birla, Non-Executive Director (DIN: 06625036) are due to retire by rotation at the ensuing 18th Annual General Meeting and being eligible, has offered themseleves for re-appointment.

Resolution seeking their re-appointment alongwith their profiles as required under Regulation 36(3) of SEBI Listing Regulations form part of the Notice of 18th Annual General Meeting.

(iii) Annual evaluation

During the year under review, the Board undertakes an annual evaluation of its own performance, the performance of individual Directors, and the effectiveness of its Committees in Complaince with Act and SEBI Listing Regulations and the Nomination Policy of the Company, as amended from time to time. The evaluation of Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. Furthermore, the performance of the Chairman of the Board is assessed, taking into account the views expressed by the Executive Director, Non-Executive Director and Independent Directors.

The evaluation process consisted of:

Board as a whole	The function of the Board as a whole is evaluated by all the Board Members including its experience, qualification, its structure, effectiveness, strategic guidance to management, long term interest, sustainability strategy and vision etc.
Individual Directors	The evaluation of Individual Director is done by Board members, excluding the Director who is being evaluated including the individual investing his/her time invested in Company, contribution, attendance, decision making, action-orientation, external knowledge Knowledge etc.
Chairman	The evaluation of Chairman of the Company is done by Board members considering his invaluable leadership role and encourangement to Board members.
Committees	The evaluation of Committee is done by Board members considering their mandate, composition, decision-making support and contribution to the Board's functioning etc.

The above evaluation is submitted to the Chairman of the Nomination and Remuneration Committee and subsequently to the Board. Thereafter, the Board at its meeting discussed the performance of the Board, as a whole, its Committees and Individual Directors. The Board expressed satisfaction on the overall functioning of the Board and its Committees. The Board was also satisfied with the contribution of the Directors, in their respective capacities, which reflected the overall engagement of the Individual Directors.

Further, pursuant to the applicable provisions of the Act, the performance evaluation criteria for the Independent Directors is disclosed in the Section 'Directors Details as on March 31, 2025, of the Corporate Governance Report forming part of this Integrated Annual Report.

(iv) Declaration of independence

The Company has received necessary declaration from each Independent Director of the Company stating that:

(i) they meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations ("said declarations").

(ii) they have registered their names in the Independent Directors' Databank.

Based on the said declarations received from the Directors, the Board confirms, that the Independent Directors fulfill the conditions as specified under Schedule V of the SEBI Listing Regulations and are independent of the management.

B. Committees of the Board

The Board has constituted 5 (five) Statutory Committees, viz. Audit Committee, Corporate Social Responsibility Committee, Risk Management and Sustainability Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and is authorised to constitute other functional Committees, from time to time, depending on business needs.

Details of all the Committees, along with their charters, composition and meetings held during the year, are provided in the Section 'The Board Committees' of the Corporate Governance Report forming part of this Integrated Annual Report.

C. Corporate Social Responsibility ("CSR")

Pursuant to the Section 135 of the Act and Companies (Corporate Social Responsibility Policy) Rules, 2014, Company has constituted Corporate Social Responsibility Committee with a vision "to actively contribute to the social and economic development of the communities in which your Company operates and in doing so, build a better, sustainable way of life for the weaker sections of society and raise the country's human development index, Be a force for good". Company has adopted a CSR Policy which is available on the website of the Company i.e. www.abfrl.com

The scope of the CSR Policy is as under:

i. Planning Project or programmes which the Company plans to undertake falling within the purview of Schedule VII of the Act and

ii. Monitoring process of such project or programmes.

The CSR Policy of the Company *inter alia* includes the process to be implemented with respect to the identification of projects and philosophy of the Company, along with key endeavours and goals i.e.

- **Education** - to spark the desire for learning and knowledge;
- **Health care** - to render quality health care facilities to people living in the villages and elsewhere through our hospitals;
- **Sustainable livelihood** - to provide livelihood in a locally appropriate and environmentally sustainable manner;
- **Infrastructure development** - to set up essential services that form the foundation of sustainable development and
- **Social cause** - to bring about the social change we advocate and support.

CSR initiatives taken during the year

Your Company's CSR activities are mainly focused towards Education, Health and Sanitation, Water, Digitisation, Sustainable livelihood, Institutional Building and Social Causes. An annual report on CSR activities of the Company for the financial year 2024-25 is annexed as **Annexure I** to this Report.

D. Key Managerial Personnel ("KMP")

Pursuant to Section 203 of the Act, the KMPs of the Company as on March 31, 2025 are as follows:

a. Mr. Ashish Dikshit, Managing Director;

b. Ms. Sangeeta Tanwani, Whole-time Director;

c. Mr. Vishak Kumar, Whole-time Director*;

d. Mr. Jagdish Bajaj, Chief Financial Officer and

e. Mr. Anil Malik, Company Secretary and Compliance Officer

**his position as Whole-time Director of the Company stands relinquished from closure of business hours of April 30, 2025 pursuant to Scheme of Arrangement between the Company and ABLBL.*

E. Remuneration of Directors and Employees

Disclosure comprising particulars with respect to the remuneration of Directors and employees, as required to be disclosed in terms of the provisions of Section 197(12) of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure II** to this Report, containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under the Act. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary.

F. Employee Stock Option Scheme (ESOS), Restricted Stock Units (RSU), and Stock Appreciation Rights (SAR)

ESOS and RSU

Your Company regards employee stock options as instruments that would enable the employees to share the value they create for the Company in the years to come. Accordingly, in terms of the provisions of applicable laws and pursuant to the approval of the Board and the Members of the Company, the Nomination and Remuneration Committee ("NRC") has duly implemented the:

a. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 ("Scheme 2017")

b. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 ("Scheme 2019")

c. Aditya Birla Fashion and Retail Limited -TCNS Division Employee Stock Option Scheme 2024 ("Scheme 2024")

to grant the stock options, in the form of Options and RSUs, to the employees of the Company.

All the Schemes of the Company i.e. Scheme 2017, Scheme 2019 and Scheme 2024 are governed by the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") and in terms of the approvals granted by the Shareholders of the Company, the NRC inter alia administers, implements and monitors the aforesaid schemes, thereby governing the grant of share based benefits to its employees, in the form of Options and RSUs.

The above Schemes are in line with the SEBI SBEB & SE Regulations. The details as required to be disclosed under the SEBI SBEB & SE Regulations and the copy of above Schemes can be accessed at www.abfrl.com.

A certificate from the Secretarial Auditor of the Company, confirming that the aforesaid schemes have been implemented in accordance with the SEBI SBEB & SE Regulations and will be open for inspection at the ensuing 18th Annual General Meeting.

In terms of of the provisions of Regulation 14 and Part F of Schedule I of the SEBI SBEB & SE Regulations, details of the aforesaid schemes is available on the website of the Company i.e. www.abfrl.com.

SAR

Your Company has instituted Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2019 ("SAR Scheme 2019") in the year 2019 and Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2024 ("SAR Scheme 2024") in the year 2024.

The SAR Scheme 2019 and SAR Scheme 2024, do not give rise to any right towards any equity share of the Company and hence, they are not covered under the provisions of SEBI SBEB & SE Regulations. On exercise of the SARs granted under the said plan/scheme, the employee exercising the SARs becomes entitled to receive cash, in terms of the SAR Scheme 2019 and SAR Scheme 2024.

G. Related Party Transactions ("RPTs")

All RPTs entered into during the year under review were approved by the Audit Committee, from time to time and the same are disclosed in the financial statements of your Company for the year under review. Pursuant to the provisions of the Act and the SEBI Listing Regulations, the Board has, on recommendation of its Audit Committee, adopted a Policy on RPT. During the year under review, the said policy was reviewed and amended pursuant to the SEBI Listing Regulations, by the Board upon recommendation of the Audit Committee. The updated policy is available on the website of the Company i.e. www.abfrl.com.

Further, in terms of the provisions of Section 188(1) of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI Listing Regulations, all contracts/arrangements/transactions entered into by the Company with its related parties during the year under review were:

- in "ordinary course of business" of the Company,
- on "an arm's length basis" and
- not "material".

All transactions with related parties are in accordance with the policy on RPT formulated by the Company.

Accordingly, Form No. AOC-2, prescribed under the provisions of Section 134(3)(h) of the Act and Rule 8 of the Companies (Accounts) Rules, 2014, for disclosure of details of RPTs, which are "not at arm's length basis" and also which are "material and at arm's length basis", is not applicable and hence does not form part of this Report.

H. Dividend Distribution Policy

In terms of Regulation 43A of the SEBI Listing Regulations, your Company has formulated a Dividend Distribution Policy, with an objective to provide the dividend distribution framework to the Stakeholders of the Company. The policy sets out various internal and external factors, which shall be considered by the Board in determining the dividend pay-out. The policy is annexed as **Annexure III** to this Report and is also available on the website of the Company i.e. www.abfrl.com

I. Strategic Initiatives and significant development

AMALGMATION OF TCNS CLOTHING CO. LIMITED ("TCNS") WITH COMPANY

Event Date	Matters
June' 2024	• The Scheme of Amalgamation between the Company and TCNS ("TCNS Amalgamation Scheme"), the joint company petition was filed with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").
August' 2024	• The TCNS Amalgamation Scheme was sanctioned by the NCLT on August 2, 2024, and the certified copy of the order was received on August 16, 2024.
September' 2024	• The TCNS Amalgamation Scheme became effective on September 1, 2024 and consequently TCNS Clothing Co. Limited stood amalgamated into and with Company and dissolved without being wound up. • The Company fixed Tuesday, September 3, 2024, as the record date to determine eligible shareholders of TCNS who shall be entitled to receive fully paid-up equity shares of Company, in accordance with the TCNS Amalgamation Scheme. • On September 5, 2024, the Company allotted 5,57,43,053 fully paid-up equity shares of face value ₹ 10 each to TCNS shareholders as on record date in the approved share exchange ratio as set out in TCNS Amalgamation Scheme i.e 11 equity shares of the Company for every 6 equity shares of TCNS of face value ₹ 2 each.

DEMERGER OF MADURA FASHION AND LIFESTYLE BUSINESS

Event Date	Matters
April' 2024	• Board approved the Scheme of Arrangement amongst the Company and Aditya Birla Lifestyle Brands Limited ("Demerger Scheme"), subject to necessary statutory and regulatory approvals. • The Company made an application to the Stock Exchanges for its "No Observation letter".
October' 2024	• BSE Limited and National Stock Exchange of India Limited vide its No Observation letter dated October 30, 2024 and October 28, 2024, respectively approved the Demerger Scheme.
Novemeber' 2024	• The Company and Aditya Birla Lifestyle Brands Limited Jointly filed Company Application with Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").
January' 2025	• Demerger Scheme was approved by the majority of equity shareholders of the Company on January 21, 2025 and joint petition was subsequently filed with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT").
March' 2025	• Demerger Scheme was sanctioned by NCLT on March 27, 2025.

FUND RAISING - QUALIFIED INSTITUTIONAL PLACEMENT

Event Date	Matters
January' 2025	• On January 15, 2025, the Board approved the the fund raising proposal through Qualified Institutional Placement ("QIP") aggregating to an amount up to ₹ 2,500 crore. • On January 16, 2025, QIP Committee of the Board of Directors approved the opening of issue date, Floor price ₹ 271.28 per equity share and preliminary placement document. • On January 21, 2025, QIP Committee of the Board of Directors approved the closure of issue date, allocation of 6,85,83,059 equity shares at an issue price of ₹ 271.30 per equity share and placement document. • On January 22, 2025, QIP Committee of the Board of Directors approved the issue and allotment of 6,85,83,059 Equity Shares to eligible qualified institutional buyers at the issue price of ₹ 271.30 and Company has received listing approval from BSE Limited and National Stock Exchange of India Limited on QIP.

FUND RAISING - PREFERENTIAL ISSUE

Event Date	Matters
January' 2025	• On January 15, 2025, Board approved the the fund raising proposal through issuance of equity shares on a preferential basis to Non-Promoter and Promoter Group category aggregating to an amount up to ~ ₹ 2,378.75 crore ("Preferential Issue"), subject to the shareholders approval at its Extra-Ordinary General Meeting to be held on February 13, 2025.
February' 2025	• On February 12, 2025, Company received In-principle approval from BSE Limited and National Stock Exchange of India Limited on Preferential Issue. • On February 13, 2025, shareholders approved the Preferential Issue by passing Special Resolutions. • On February 24, 2025, Preferential Issue Committee of Board of Directors approved the allotment of 4,08,33,990 fully paid-up equity shares of the Company at face value of ₹ 10 each at issue price of ₹ 317.75 (includes premium of ₹ 307.75) under promoter group category and 3,96,09,127 fully paid up equity shares of the Company for at face value of ₹ 10 at issue price of ₹ 272.98 (includes premium of ₹ 262.98) each under non-promoter category.
March' 2025	• Company received Listing approval on Preferential Issue from BSE Limited and National Stock Exchange of India Limited on March 6, 2025 and March 7, 2025, respectively. • Company received Trading approval on Preferential Issue from BSE Limited and National Stock Exchange of India Limited on March 12, 2025.

J. Proceeds from Qualified Institutional Placement, Preferential Issue and Non-Convertible Debentures:

The utilization of funds raised have been mentioned hereunder:

(Amount ₹ in Crore)

Mode	Object	Amount allocated	Amount utilized
Qualified Institutional Placement	Prepayment and / or repayment, in full or in part, of all or a portion of certain of the outstanding borrowings(including interest thereon) availed for the Remaining Business of our Company	1,400.00	1,304.77
	General corporate purpose	428.66	409.26
Preferential Issue	Prepayment or repayment, in full or part, of all or a portion of certain of the outstanding borrowings availed by Demerged ABFRL as per their repayment schedule.	1,185.00	1,014.06
	Investment towards capex and opex across high growth businesses within proposed Demerged ABFRL in business segments of Value Retail (Pantaloons & Style Up), Ethnic (designer led & premium ethnic wear brands) and luxury retail (The Collective & Galeries Lafayette)	600.00	-
	General corporate purposes	593.75	-
Non-Convertible Debentures	Refinancing of existing debt and General corporate purpose	500.00	500.00

During the year under review, there has been no deviation in the use of proceeds of the Qualified Institutional Placement, Preferential Issue and Non-Convertible Debentures ("aforesaid Issues") from the objects stated in the respective Offer documents as per Regulation 32 of SEBI Listing Regulations. The Company has been disclosing on a quarterly basis to the Audit Committee, the uses/application of proceeds/funds raised from the aforesaid Issues and also filed with the Stock Exchanges on a quarterly basis, as applicable.

K. Subsidiaries, Joint Ventures, Associate Companies

During the year under review:

- On April 9, 2024, Aditya Birla Lifestyle Brands Limited, wholly owned subsidiary of the Company was incorporated for the purpose of vertical demerger of Madura Fashion & Lifestyle business from the Company;
- On July 11, 2024, Goodview Fashion Private Limited became subsidiary of the Company;
- On September 1, 2024, TCNS Clothing Co. Limited was amalgamated into and with Company and dissolved without being wound up pursuant to effectiveness of TCNS Amalgamation Scheme and
- On October 16, 2024, Wrogn Private Limited (formerly known as Universal Sportsbiz Private Limited) became Associate Company of Aditya Birla Digital Fashion Ventures Limited, a wholly owned subsidiary of the Company.

Pursuant to the provisions of Section 129(3) of the Act, read with the Companies (Accounts) Rules, 2014 and in accordance with applicable accounting standards, a statement containing the salient features of financial statements of your Company's subsidiaries and associate in Form No. AOC-1 is annexed as **Annexure IV** to this Report.

In accordance with the provisions of Section 136 of the Act and the amendments thereto and the SEBI Listing Regulations, the audited financial statements, including the

consolidated financial statements and related information of the Company and financial statements of your Company's subsidiaries, joint ventures/associate companies have been placed on the website of your Company viz. www.abfrl.com.

Your Company has formulated a Policy for determining Material Subsidiaries. The said policy is available on the website of the Company i.e. www.abfrl.com. However, the Company does not have any material subsidiary as defined under Regulation 16(1)(c) of the SEBI Listing Regulations.

L. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Your Company consciously makes all efforts to conserve energy across all its operations. A report containing details with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, required to be disclosed in terms of Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014, is annexed as **Annexure V** to this Report.

M. Vigil Mechanism

The Board, on recommendation of its Audit Committee, has adopted a Vigil Mechanism/ Whistle Blower Policy and the details of which are provided in the 'Corporate Governance Report' forming part of this Integrated Annual Report.

Adequate safeguards are provided against victimization to those who avail the mechanism and direct access to the Chairperson of the Audit Committee is provided to them. The details of establishment of Vigil Mechanism is also available on the website of the Company i.e. www.abfrl.com

N. Risk Management

Your Company has framed and implemented a Risk Management Policy in terms of the provisions of Regulation 21 of the SEBI Listing Regulations, for the assessment and minimization of risk, including identification therein of elements of risk, if any, which may threaten the existence of the Company.

The policy is reviewed periodically by the Risk Management and Sustainability Committee along with the key risks and related mitigation plans. More details on risks and threats have been disclosed hereinabove, as part of the Management Discussion and Analysis.

Further, in view of the ever-increasing size and complexity of the business operations, your Company is exposed to various risks emanating from frauds. Accordingly, the Board, on recommendation of the Audit Committee, has adopted an Anti-Fraud Policy and a Whistle Blower Policy, to put in place, a system for detecting and/or preventing and/or deterring and/or controlling the occurrence of frauds.

O. Nomination Policy and Executive Remuneration Policy/Philosophy

In terms of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Board of your Company, on recommendation of the NRC, had adopted a Nomination Policy, which *inter alia* enumerates the Company's policy on appointment of Directors, KMPs and senior management. Further, the Board, on recommendation of NRC, had also adopted a policy entailing Executive Remuneration Philosophy, which covers remuneration philosophy covering the Directors, KMPs, senior management and other employees of the Company.

Both the aforesaid policies, as amended from time to time pursuant to the amendments in the applicable regulatory provisions, are available on the website of the Company i.e. www.abfrl.com

Salient features of the aforesaid policies are as under:

(a) Nomination Policy

The Nomination Policy is enacted mainly to deal with the following matters, falling within the scope of the NRC to:

- institute processes which enable the identification of individuals who are qualified to become Directors and who may be appointed as key managerial personnel and/or in senior management and recommend to the Board of Directors their appointment and removal from time to time;
- devise a policy on board diversity;
- review and implement the succession and development plans for Managing Director, Executive Directors and officers forming part of senior management;
- formulate the criteria for determining qualifications, positive attributes and independence of Directors;
- establish evaluation criteria of Board, its committees and each Director and
- recommend the Board, all remuneration, in whatever form, payable to senior management.

(b) Executive Remuneration Policy/Philosophy

This Policy supports the design of programmes that align executive rewards - including incentive programmes, retirement benefit programmes, promotion and advancement opportunities - with the long-term success of the Stakeholders of the Company.

The executive remuneration program of the Company is designed to attract, retain, and reward talented executives who will contribute to our long-term success and thereby build value for our shareholders and intends to:

- provide for monetary and non-monetary remuneration elements to our executives on a holistic basis and
- emphasize "Pay for Performance" by aligning incentives with business strategies to reward executives who achieve or exceed Group, business and individual goals.

P. Business Responsibility and Sustainability Report

Your Company's sustainability initiatives are aligned with the Aditya Birla Group's sustainability vision and Sustainable Business Framework, we at ABFRL embarked on our sustainability journey with the launch of the sustainability 1.0 programme 'ReEarth - For Our Tomorrow' in FY13.

Building on our commitment to foster a sustainable tomorrow and deliver sustainable fashion, we have leapfrogged in our ReEarth programme with sustainability 2.0 and defined milestones for 2025.

As your company transform to the journey Sustainability 3.0, we are redefining boundaries, setting ambitious goals, and embracing our responsibility to shape a sustainable future. Our vision for 2030 isn't just aligned with global climate goals—it is a bold declaration of our intent to lead with purpose and impact, focusing on below key areas: Net-Zero &

decarbonization, Circularity by design, empowered communities, Health safety & well-being, Technology & Digitisation.

In accordance with our sustainability vision and in terms of Regulation 34(2)(f) of the SEBI Listing Regulations, a 'Business Responsibility and Sustainability Report' forms part of this Integrated Annual Report.

Q. Auditors and Auditors Report

Auditor	Auditors Report
Statutory Auditor	• Price Waterhouse & Co Chartered Accountants LLP (FRN: 304026E/E-300009), were appointed as the Statutory Auditors of the Company at the 14th Annual General Meeting ("AGM"), for a term of five consecutive years, till the conclusion of the 19th AGM to be held in the year 2026. • Further, the Auditors' Report "with an unmodified opinion", given by the Statutory Auditors on the financial statements of the Company for financial year 2024-25, forms part of this Integrated Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Statutory Auditors in their Report for the year under review. • The notes to the financial statements are self-explanatory and do not call for any further comments.
Secretarial Auditor	• The Board of Directors of the Company at its meeting held on May 23, 2025, based on the recommendation of Audit Committee, approved the appointment of BNP & Associates, Company Secretaries (Firm registration no: P2014MH037400), as secretarial auditor of the Company to hold office for a term of 5 (five) consecutive years, i.e. from the ensuing 18th Annual General Meeting ("AGM") until the conclusion of the 23rd AGM of the Company, subject to the approval of shareholders at ensuing AGM, as per Section 204 of the Act read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the SEBI Listing Regulations. • The Secretarial Audit Report for financial year 2024-25 given by M/s. Dilip Bharadiya & Associates, Secretarial Auditor of the Company is annexed as **Annexure VI** to this Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditor in his Report for the year under review.
Cost Auditor	• During the year under review, your Company was not required to maintain cost records under Section 148(1) of the Act. Hence, the provisions related to appointment of Cost Auditor is not applicable on the Company.

Details in respect of frauds reported by auditors under Sub-Section (12) of Section 143 of the Act

During the financial year under review, the Statutory Auditors have not reported any instances of fraud committed against the Company by its officers or employees to the Central Government under Section 143(12) of the Act.

R. Material changes and commitment affecting financial position of the Company which have occurred between the end of the Financial year, to which the financial statement relates, and the date of the Report

- On April 22, 2025, the Company received the certified copy of NCLT order dated March 27, 2025, sanctioning Demerger Scheme;
- On May 1, 2025 Demerger Scheme became effective, being first day of the month following the month in which all conditions precedents are satisfied. Appointed Date as per the Demerger Scheme is April 1, 2024;
- With effect from May 1, 2025, Mr. Vishak Kumar, a Whole-time Director ("WTD") and Key Managerial Personnel ("KMP"), who was an employee of the Company has been transferred to Aditya Birla Lifestyle Brands Limited and accordingly, his position as WTD and KMP of the Company stand relinquished from closure of business hours of April 30, 2025;
- With effect from May 1, 2025, Board of Directors of Aditya Birla Lifestyle Brands Limited approved the appointment of Mr. Ashish Dikshit as its Managing Director (in addition to his current position as Managing Director of the Company);
- Aditya Birla Garments Limited ceased to be a wholly owned subsidiary of the Company pursuant to the effectiveness of the Demerger Scheme;
- The Company fixed Thursday, May 22, 2025, as the "Record Date" for the purpose of ascertaining the equity shareholders of the Company who will be entitled to be issued equity shares of ABLBL pursuant to the Demerger Scheme and
- Pursuant to the Demerger Scheme, ABLBL shall issue & allot its equity shares to the equity shareholders of the Company. As a result of this allotment, ABLBL will no longer remain a wholly-owned subsidiary of the Company.

S. Other Disclosures

In terms of the applicable provisions of the Act and SEBI Listing Regulations, your Company additionally discloses that, during the year under review:

- there was no change in the nature of business of your Company;
- there was no revision in the financial statements;
- it has not accepted any fixed deposits from the public falling under Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014. Thus, as on March 31, 2025, there were no deposits which were unpaid or unclaimed and due for repayment, hence, there has been no default in repayment of deposits or payment of interest thereon;
- it has not issued any shares with differential voting rights;
- it has not issued any sweat equity shares;
- no significant or material orders were passed by the regulators or courts or tribunals which impact the going concern status operations of your Company in future;

- it does not engage in commodity hedging activities;
- it has not made application or no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 and
- it has not made any one-time settlement for the loans taken from the Banks or Financial Institutions.

It is further disclosed that:

- there is no plan to revise the financial statements or directors' report in respect of any previous financial year;
- particulars of the loans, guarantees and investments as required under Section 186 of the Act are disclosed in the financial statements of your Company for the year under review and
- details pertaining to unclaimed shares demat suspense account of your Company are disclosed in the 'Shareholders' Information' forming part of this Integrated Annual Report.

CORPORATE GOVERNANCE

Your Company is committed to maintain the highest standards of Corporate Governance and adheres to the Corporate Governance requirements set out by the SEBI. The report on Corporate Governance as stipulated under the SEBI Listing Regulations forms part of this Integrated Annual Report.

Your Company has duly complied with the Corporate Governance requirements as set out under Chapter IV of the SEBI Listing Regulations and M/s. Dilip Bharadiya & Associates, Company Secretaries, vide their certificate dated May 23, 2025, have confirmed that the Company is and has been compliant with the conditions stipulated in the Chapter IV of the SEBI Listing Regulations. The said certificate is annexed as **Annexure VII** to this Report.

ANNUAL RETURN

Pursuant to the provisions of Sections 92(3) and 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, the Annual Return in Form no. MGT-7 is available on the website of the Company i.e. www.abfrl.com

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has put in place adequate internal control systems that are commensurate with the size of its operations. Internal Control system comprise of policies and procedures are designed to ensure sound management of your Company's operations, safekeeping of its assets, optimal utilisation of resources, reliability of its financial information, and compliance.

DISCLOSURES PURSUANT TO THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has in place a policy on Prevention of Sexual Harassment at Workplace, which is in line with requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). The objective of this policy is to provide an effective complaint redressal mechanism if there is an occurrence of sexual harassment.

This policy is applicable to all employees, irrespective of their level and it also includes 'Third Party Harassment' cases i.e. where sexual harassment is committed by any person who is not an employee of the Company.

Your Company has also set up an Internal Complaints Committee at each of its administrative office(s) which is duly constituted in compliance with the provisions of the POSH Act. Further, the Company also conducts interactive sessions for all the employees, to build awareness amongst employees about the policy and the provisions of POSH Act.

The details of complaints related to sexual harassment, during the financial year 2024-25:

Sr. no.	Particulars	Pending as on March 31, 2024	Received during the year	Disposed off during the year	Pending for more than 90 days	Pending as on March 31, 2025
1	Employees (On roll)	-	17	15	1	2
2	Others (Off roll/3rd party)	-	14	12	2	2
	Total	-	31	27	3	4

AWARDS AND RECOGNITIONS

Your Company has been a proud recipient of many awards and recognitions during the year under review and significant ones amongst them are as under:

Sustainability Leadership	Brand & Marketing Accolades
ABFRL was recognized as a leading sustainable company at the 4th Edition of 'India's Most Sustainable Companies' for its significant strides in environment and social impact.	LoveChild Masaba wins the 'Beauty and Wellness Retailer of the Year' award at the Industry of Retail and eCommerce (IReC) Awards 2024.
ABFRL received CII-ITC Award for Significant Achievement in Social Impact/ CSR domain.	TASVA wins Gold at the BW Excel Awards 2024 for 'Integrated PR Marketing Campaign' and the Campaign of the Year' for its partnership with the Olympic Association (IOA) as the 'Official Ceremonial Dress Partner' for Team India at the Paris Olympics 2024.
ABFRL awarded Sustainable Business of the Year in Financial Express – Green Darathi Awards.	TASVA wins Silver at the ET Kaleido Awards 2024 for their campaign 'TASVA Toh Banta Hai' in the 'Fashion, Beauty and Lifestyle category.
ABFRL received ICC Social Impact Award 2025 under the category of Rural Development HAL and FCL certified for LEED – Zero Water Facility by USGC.	Jaypore wins Bronze at the ET Kaleido Awards 2024 for their campaign 'Reclaim Your Roots' in the 'Fashion, Beauty and Lifestyle category.
ABFRL participated and Top Performance in S&P – Dow Jones Sustainability Index CSA Score of 83 and secured a position in the 99th Percentile.	Jaypore's 'Reclaim Your Roots, campaign won bronze at the Agency Reporter's PR & Communications Excellence Awards 2024.

Sustainability Leadership	Brand & Marketing Accolades
Transformative Movement in MSCI (Morgan Stanley Capital International) ESG Rating. Upgraded from BBB to AA Rating.	Louis Philippe has been honoured with one of the most prestigious retail awards for excellence in Visual Merchandising. We received the award for Innovation in Visual Merchandising for our ground breaking Kinetic Window Display, showcased across our exclusive Louis Philippe stores.
Completed GIZ-ABFRL Joint project DeveloPPP. Prepared and released 'Circular Guideline & Manifesto' for textile and apparel industries in Bharat Tex 2025.	At the 11th DCX Conference presented by Salesforce & Locobuzz, Louis Philippe stood out among 300+ entries across industries, winning Best Customer Retention Strategy and Best Customer Experience Strategy. These awards recognise our end-to-end customer approach that brings together data, design, and service to deliver stronger relationships and better experiences.
ABFRL's sustainability case study published by Harvard Business Publishing Education "Aditya Birla Fashion and Retail: Stitching Sustainability" – well received case study in HBS nd Ivey Publishing.	Retail & Apparel Recognition: ABFRL honoured as 'Omnichannel Retailer of the Year' at ET Retail's Great India Summit 2024. ABFRL named 'Fashion Retailer of the Year' at the Industry of Retail and eCommerce (IReC) Awards 2024.
ABFRL's 3D Coffee Table Book, 'Fashionabling Earth: A Decade of Sustainability' won Gold at the 14th PRCI Excellence Awards 2024.	Employee Well-being & Safety: ABFRL won Platinum Score in Arogya World Healthy Workplace Award 2024.
ABFRL's 3D Coffee Table Book, 'Fashionabling Earth: A Decade of Sustainability' won Gold at the FE Brandwagon's Ace Awards 2024.	PR & Communication Excellence: ABFRL's Internal Newsletter 'InTouch' won third prize at the PRSI National Awards 2024. ABFRL's Internal Newsletter 'InTouch' won Silver at the Agency Reporter's PR & Communications Excellence Awards 2024. ABFRL won SAP ACE Award 2024 in the 'Game Changer' category for the successful implementation of the S4 FVB project at MFL.

ACKNOWLEDGEMENT

We take this opportunity to thank all the customers, members, investors, vendors, suppliers, business associates, bankers and financial institutions for their continuous support. We also thank the Central and State Governments and other regulatory authorities for their co-operation.

We acknowledge the patronage of the Aditya Birla Group and above all, we place on record our sincere appreciation for the hard-work, solidarity and contribution of each and every employee of the Company in driving the growth of the Company.

For and on behalf of the Board of Directors

	Ashish Dikshit	**Sangeeta Tanwani**
Place : Mumbai	Managing Director	Whole-time Director
Date : May 23, 2025	DIN: 01842066	DIN: 03321646

Disclaimer:

Certain statements in the "Management's Discussion and Analysis" may not be based on historical information or facts and may be "forward looking statements" within the meaning of applicable securities laws and Regulations, including but not limited to those relating to general business plans and strategy of the Company, its future outlook and growth prospects, future developments in its businesses, its competitive and regulatory environment and management's current views and assumptions, which may not remain constant due to risks and uncertainties. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, stock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government Regulations, tax regimes, competitor's actions, economic developments, within India and the countries within which the Company conducts business and other factors such as litigation and labour negotiations. The Company assumes no responsibility to publicly amend, modify or revise any statement, on the basis of any subsequent development, information or events, or otherwise. The "Management's Discussion and Analysis" does not constitute a prospectus, offering circular or offering memorandum or an offer to acquire any shares and should not be considered as a recommendation that any investor should subscribe for or purchase any of the Company's securities. The financial figures have been rounded off to the nearest Rupee One Crore.

ANNEXURE I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FINANCIAL YEAR 2024-25

1. Brief outline on CSR Policy of the Company:
   - To actively contribute to the social and economic development of the communities in which the Company operates. In doing so, build a better, sustainable way of life for the weaker sections of society, to contribute effectively towards inclusive growth and raise the country's human development index.
   - Projects of the Company focus on education, healthcare & sanitation, sustainable livelihood, water and digitization epitomising a holistic approach to inclusive growth.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation/ Nature of Directorship*	Meeting during the year	
			Held	Attended
1.	Mr. Ashish Dikshit	Chairperson / MD	1	-
2.	Mr. Nish Bhutani	Member/ ID	1	1
3.	Ms. Preeti Vyas	Member/ ID	1	1
4.	Mr. Yogesh Chaudhary	Member/ ID	1	1

** MD: Managing Director; ID: Independent Director*

Permanent Invitees: Mrs. Rajashree Birla, Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development and Dr. (Mrs.) Pragnya Ram, Group Executive President.

3. Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company as mentioned below:
   - (i) Composition of CSR Committee : www.abfrl.com/corporate-governance/
   - (ii) CSR Policy : https://www.abfrl.com/wp-content/uploads/2025/03/CORPORATE-SOCIAL-RESPONSIBILITY-POLICY.pdf
   - (iii) CSR Projects https://www.abfrl.com/csr/

4. 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 for the financial year under review**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **NIL** (*The Company has spent in excess of the mandatory requirement under the Companies Act, 2013 but the same is not proposed to be set off)*
6. Average net profit/(loss) of the company as per section 135(5): **₹ (121.16) crore**
7. (a) Two percent of average net profit of the company as per section 135(5): **Nil**
   (b) Surplus arising out of the CSR projects or Programmes or activities of the previous financial years: **Nil**
   (c) Amount required to be set off for the financial year, if any: **Nil**
   (d) Total CSR obligation for the financial year (7a+7b- 7c): **Nil**
8. (a) CSR amount spent or unspent for the financial year:

Total Amount spent for the Financial Year (₹ in Cr)	Amount Unspent (₹ in Cr)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
4.20	Not Applicable				

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

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) ((in ₹)	Mode of Implemen-tation- Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
Not Applicable												

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

Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Crore)	Mode of implemen-tation- Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	School Transformation Project	(ii) & (iii)	Yes	Maharashtra	Raigad	0.32	No	Aditya Birla Fashion and Retail Jan Kalyan Trust	CSR00005147
2.	Gyanarjan			Karnataka	Ramanagara, Mysuru and Bengaluru	0.43			
3.	Kasturba Gandhi Balika Vidyalaya			Karnataka and Tamil Nadu	Ramanagara and Krishnagiri	0.20			
4.	**Village Development Project, Karnataka and Tamil Nadu ("Project")**								
4.1	Education	(ii) & (vii)		Karnataka and Tamil Nadu	Bengaluru, Ramanagara and Krishnagiri	0.64			
4.2	Health & Sanitation	(i)				0.25			
4.3	Sustainable Livelihood	(ii) & (iii)				0.06			
4.4	Water & Watershed	(iv)				0.07			
4.5	Digitalization	(X)				0.12			
4.6	Others1	(X)				0.69			

Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ in Crore)	Mode of implementation- Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
5.	Village Development Project, Odisha ("Project")								
5.1	Education	(ii)	Yes	Odisha	Khordha	0.06	No	Aditya Birla Fashion and Retail Jan Kalyan Trust	CSR00005147
5.2	Health and Sanitation	(i)				0.13			
5.3	Sustainable Livelihood	(ii) & (iii)				0.10			
5.4	Water & Watershed	(iv)				0.13			
5.5	Digitalization	(X)				0.02			
6.	Promotion and Sustenance of Art and Art Forms, Odisha ("Project")								
6.1	Promotion and Sustenance of Art and Art Forms	(V)	Yes	Odisha	Puri	0.35			
7.	Village Development Project, Andhra Pradesh ("Project")								
7.1	Education	(ii)	Yes	Andhra Pradesh	YSR Kadapa	0.04			
7.2	Health and Sanitation	(i)				0.03			
7.3	Sustainable Livelihood	(ii) & (iii)				0.04			
7.4	Water & Watershed	(iv)				0.04			
7.5	Digitalization	(X)				0.03			
8	Education Project, Delhi NCR ("Project")								
8.1	Education Project	(ii), (iii) & (vii)	Yes	Haryana	Gurugram(Delhi NCR)	0.11			
9	Kaushalya Project ("Project")								
9.1	Kaushalya Project	(ii)	Yes	Karnataka	Bengaluru	0.28			
TOTAL						**4.14 Cr**			

(d) Amount spent in Administrative Overheads- **₹ 0.06 Cr**

(e) Amount spent on Impact Assessment, if applicable - **Nil**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) - **₹ 4.20 Cr**

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

Sr. No.	Particulars	Amount (₹ in Cr)
(i)	Two percent of average net profit of the company as per section 135(5)	Nil
(ii)	Total amount spent for the Financial Year	4.20
(iii)	Excess amount spent for the financial year [(ii)-(i)]	4.20
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	4.20*

**The Company has spent in excess of the mandatory requirement under the Companies Act, 2013 but the same is not proposed to be set off*

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

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (In ₹)	Balance Amount in Unspent CSR Account under section 135 (6) (In ₹)	Amount spent in the reporting Financial Year (In ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any		Amount remaining to be spent in succeeding financial years (In ₹)	Deficiency, if any (In ₹)
					Amount (In ₹)	Date of transfer		
Nil								

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

Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (In ₹)	Amount spent on the project in the reporting Financial Year (In ₹)	Cumulative amount spent at the end of reporting Financial Year (In ₹)	Status of the project- Completed / Ongoing
Not Applicable								

10. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year (Yes/No): No

    If yes, enter the number of Capital Assets created/acquired: Not applicable

11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5): **Not Applicable**

Place : Mumbai
Date : May 23, 2025

Ashish Dikshit
Managing Director and
Chairperson of the CSR Committee

Preeti Vyas
Independent Director and
Member of the CSR Committee

ANNEXURE II

INFORMATION: REMUNERATION OF DIRECTORS & EMPLOYEES

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 [read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

a) **Total number of permanent employees as on March 31, 2025:** 30,490 (Previous year: 26,965)

b) **Median remuneration of employees for the financial year 2024-25:** ₹ 2,12,143 (Previous year: ₹ 2,03,303)

c) **Percentage increase in the median remuneration of employees:** 4.35% (Previous year: 18.50%)

d) **Average percentile increase/(decrease) in the salaries of employees other than the managerial personnel for the financial year 2024-25:** 8.97%

e) **Average percentile increase/(decrease) in the salaries of the managerial personnel for the financial year 2024-25:** (10.14) %

f) **Ratio of the remuneration of each director to the median remuneration of the employees; and percentage increase/ (decrease) in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2024-25:**

Sr. No.	Name	Designation [1]	Increase/ (decrease) %[2]	Ratio to median remuneration
Executive Directors				
1	Mr. Ashish Dikshit	MD	(7.67)	408.33
2	Ms. Sangeeta Tanwani	WTD	(20.90)	250.56
3	Mr. Vishak Kumar [3]	WTD	(6.90)	338.00
Key Managerial Personnel				
4	Mr. Jagdish Bajaj	CFO	(9.81)	129.29
5	Mr. Anil Malik	CS	3.94	80.37

Note:

(1) MD: Managing Director; WTD: Whole-time Director; CFO: Chief Financial Officer; CS: Company Secretary.

(2) For determining the percentage increase / (decrease) in remuneration, perquisites under Employee Stock Option Scheme are excluded.

(3) Consequent to effectiveness of the scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited ("ABLBL") w.e.f. May 1, 2025, Mr. Vishak Kumar, WTD who was an employee of the Company has been transferred to ABLBL and accordingly, his position as WTD stands relinquished in the Company from closure of business hours of April 30, 2025.

(4) The Non-Executive Directors ("NEDs") and Independent Directors ("IDs") of the Company are entitled to Sitting Fees as per the statutory provisions and is not included in remuneration. The details of remuneration of NEDs and IDs are provided separately in the Corporate Governance Report which forms part of this Integrated Annual Report and not provided in the above table. Sitting fees is paid based on the number of meetings attended by each NED and ID.

g) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

It is hereby affirmed that the remuneration paid to Directors, Key Managerial Personnel and Senior Management is as per Executive Remuneration Philosophy/Policy of the Company.

ANNEXURE III

DIVIDEND DISTRIBUTION POLICY

Introduction

As per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company is required to formulate and disclose its Dividend Distribution Policy. Accordingly, this Dividend Distribution Policy was approved by the Board of Directors of the Company ("the Board") at its meeting held on February 3, 2017.

The objective of this policy is to provide the dividend distribution framework to the Stakeholders of the Company.

The Board shall recommend dividend in compliance with this policy, the provisions of the Companies Act, 2013 and Rules made thereunder and other applicable legal provisions.

Target Dividend Payout

Dividend will be declared out of the current year's Profit after Tax of the Company.

Only in exceptional circumstances, including but not limited to loss after tax in any particular financial year, the Board may consider utilising retained earnings for declaration of dividends, subject to applicable legal provisions.

'Other Comprehensive Income' (as per applicable Accounting Standards) which mainly comprises of unrealized gains/ losses, will not be considered for the purpose of declaration of dividend.

Subject to the leverage position and the availability of cash flows, the Board will endeavour to achieve a dividend payout ratio (including dividend distribution tax) in the range of 15% to 25% of the Standalone Profit after Tax, net of dividend payout to Preference Shareholders, if any. Subject to the dividend payout range mentioned above, the Board will strive to pass on the dividend received from material Subsidiaries, Joint Ventures and Associates (as defined in the Companies Act, 2013).

Factors to be considered for Dividend Payout

The Board will consider various internal and external factors, including but not limited to the following before making any recommendation for dividends:

- Stability of earnings
- Cash flow from operations
- Future capital expenditure, inorganic growth plans and reinvestment opportunities
- Industry outlook and stage of business cycle for underlying businesses
- Leverage profile and capital adequacy metrics
- Overall economic/ regulatory environment
- Contingent liabilities
- Past dividend trends
- Buyback of shares or any such alternate profit distribution measure
- Any other contingency plans.

General

Retained earnings will be used inter alia for the Company's growth plans, working capital requirements, debt repayments and other contingencies.

If the Board decided to deviate from this policy, the rationale for the same will be suitably disclosed. This policy would be subject to revision/ amendment on a periodic basis, as may be necessary. This policy (as amended from time to time) will be available on the Company's website and in the Annual Report.

ANNEXURE IV

FORM AOC - 1

PURSUANT TO FIRST PROVISO TO SUB SECTION (3) OF SECTION 129 OF COMPANIES ACT, 2013 READ WITH RULE (5) OF COMPANIES (ACCOUNTS) RULES, 2014

Statement containing salient features of the consolidated financial statement of Subsidiaries or associate companies / Joint Ventures

Part "A" - Subsidiaries

(₹ in Crore)

Sr. No.	Particulars	Name of the subsidiary companies																
		Jaypore E-Commerce Private Limited	TC Apparel & Decor Private Limited	Finesse International Design Private Limited	Sabyasachi Calcutta LLP	Goodview Fashion Private Limited[1]	Indivinity Clothing Retail Private Limited	Aditya Birla Digital Fashion Ventures Limited	Sabyasachi Inc.**	Jaypore Fashions Inc***	Aditya Birla Garments Limited[4]	House of Masaba Lifestyle Private Limited	Aditya Birla Lifestyle Brands Limited[3]	Imperial Online Services Pvt. Ltd.	Pratyaya E-Commerce Private Limited	Awesomefab Shopping Private Limited	Bewakoof Brands Private Limited	Next Tree Products Private limited	Styleverse Lifestyle Private Limited
1	Date since when subsidiary was acquired	July 02, 2019	July 02, 2019	July 26, 2019	February 24, 2021	July 11, 2024	March 26, 2021	April 11, 2022	February 24, 2021	May 31, 2023	June 15, 2022	June 1, 2022	April 9,2024	August 12, 2022	July 22, 2022	August 24, 2022	February 15, 2023	February 15, 2023	October 30, 2023
2	Reporting period	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025	2024-2025
3	Reporting currency	INR	INR	INR	INR	INR	INR	INR	USD	USD	INR	INR	INR	INR	INR	INR	INR	INR	INR
4	Share capital/ Partner's capital account	21.37	0.01	1.66	1,012.55	0.01	104.34	500.00	69.76	0.04	35.00	1.12	0.05	0.02	0.05	0.01	0.08	0.01	0.02
5	Reserves & surplus	3.41	-1.24	1.43	0.00	96.89	-125.50	-200.71	-48.51	0.02	-17.44	11.54	1,293.85	11.55	-11.74	1.46	27.49	-7.48	227.17
6	Total assets	214.69	1.72	115.01	1,222.47	192.22	601.56	981.63	88.42	0.89	141.41	173.70	8,176.66	53.94	49.28	40.57	209.85	2.07	479.37
7	Total liabilities	189.91	2.94	111.92	209.93	95.31	622.72	682.34	67.17	0.83	123.85	161.04	6,882.76	42.37	60.96	39.09	182.28	9.54	252.18
8	Investments	0.04	-	1.43	69.76	44.57	-	789.98	-	-	-	-	152.18	-	-	-	0.01	-	28.42
9	Turnover	90.33	-	89.76	466.33	205.75	144.24	10.89	0.71	0.02	25.61	114.79	7,829.73	77.94	133.54	57.54	172.97	4.09	204.17
10	Profit/(Loss) before taxation	-55.94	-0.30	-9.69	50.00	52.35	-142.38	-60.77	-19.46	0.02	-7.85	-35.97	91.19	-5.74	-10.64	-8.65	-73.21	-1.33	-30.61
11	Provision for taxation	-	-	-	17.78	13.31	-	8.55	0.15	-	1.62	-	22.19	-1.39	-2.66	-2.10	-	-	-8.00
12	Profit/(Loss) after taxation	-55.94	-0.30	-9.69	32.22	39.04	-142.38	-69.32	-19.61	0.02	-9.47	-35.97	69.00	-4.35	-7.98	-6.54	-73.21	-1.33	-22.61
13	Proposed Dividend	-	-	-	-	-	-	-	-		-	-	-	-	-	-	-	-	-
14	% of shareholding	100.00%	100.00%	63.50%	51.00%	51.01%	85.54%	100.00%	51.00%	100.00%	100.00%	54.05%	100.00%	79.78%	82.24%	66.08%	87.64%	87.64%	51.00%

Note: 1) On July 11, 2024, Goodview Fashion Private Limited became subsidiary of the Aditya Birla Fashion and Retail Limited (Company). 2) Aditya Birla Garments Limited ceased to be a wholly owned subsidiary of the Company pursuant to the effectiveness of the Scheme of Arrangement between the Company and Aditya Birla Lifestyle Brands Limited. 3) Pursuant to the Scheme of Arrangement, Aditya Birla Lifestyle Brands Limited (ABLBL) will issue & allot shares to the equity shareholders of the Company. As a result of this allotment, ABLBL will no longer remain a wholly-owned subsidiary of the Company. 4) On September 1, 2024, TCNS Clothing Co. Limited (TCNS) was amalgamated into and with Company and dissolved without being wound up pursuant to effectiveness of Scheme of Amalgamation between the Company and TCNS. **- Converted into Indian Currency for P&L items at 1 USD = 84.8453 Balance sheet items at 1 USD = INR 85.5814 ***- Converted into Indian Currency for P&L items at 1 USD = 86.5481 Balance sheet items at 1 USD = INR 85.5814

Part "B" - Associate

(₹ in Crore)

Sl. No.	Particulars	Wrogn Private Limited
1	Latest audited Balance Sheet Date	31-03-2025
2	Date on which the Associate or JointVenture was associated or acquired	June 19, 2024
3	Shares of Associate or Joint Ventures held by the Company on the year end	
a	Number	21,144
b	Amount of Investment in Associates or Joint Venture	130.52
c	Extent of Holding (in percentage)	32.84%
4	Description of how there is significant influence	Due to percentage holding of share capital
5	Net worth attributable to shareholdingas per latest audited Balance Sheet	19.94
6	Profit/(Loss) for the Year (including OCI)	(75.54)
7	Considered in Consolidation	(17.57)
8	Not considered in Consolidation	(57.97)

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT	**SANGEETA TANWANI**	**JAGDISH BAJAJ**	**ANIL MALIK**
(Managing Director)	**(Whole-time Director)**	**(Chief Financial Officer)**	**(Company Secretary)**
(DIN: 01842066)	**(DIN: 03321646)**		**(M.No.: 11197)**
Place: Mumbai	Place: Mumbai	Place: Mumbai	Place: Mumbai
Date : May 23, 2025	Date : May 23, 2025	Date : May 23, 2025	Date : May 23, 2025

ANNEXURE V

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS PRESCRIBED UNDER RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A. CONSERVATION OF ENERGY

Energy conservation measures are taken during the financial year 2024-25

- Energy conservation measures at your Company are looked at in synergy with Carbon Footprint and Green Building initiatives and your Company has taken actions to reduce its energy & carbon footprint.
- Your Company is in constant endeavour to reduce energy consumption and implemented various initiatives across our operations, including ensuring optimum internal and external lighting, installation of LED lights, VFDs, HVAC optimisation and efficient equipment's and also designing new facilities and stores embracing green concepts.
- As a result of these initiatives taken, your Company has saved close to **11.10 Lakh units** of energy during the year which resulted in a reduction of **770 tCO_2e** (tons of Carbon Dioxide equivalent) emissions.
- Your Company is also exploring innovative and scalable opportunities to further enhance operational efficiency across facility and retail spaces to cut down on overall energy usage and progress further in the decarbonization journey.

Renewable energy initiatives taken by the Company for utilizing & enhancing alternate sources of energy

- **18%** of our total energy requirement (i.e., in TOE) is met through renewable energy sources with help of increasing use of renewable electricity and renewable fuel. Solar rooftop plant with capacity of **3.3 MWp** has been operational across 10 facilities (i.e. 7 factories and 3 warehouses) enabling us to generate more than **31.84 Lakh units (kWh)** which resulted in reduction of **2,315 tCO_2e** (tons of Carbon Dioxide equivalent) emissions.
- Further, usage of 5,543 Tons of briquettes (biomass and wood) in the boilers, as a renewable fuel for steam generation at the manufacturing units of the Company, has cut down significant amount of Greenhouse Gas emissions**.**

Investment done on energy conservation equipment's

Your Company has invested in energy conservation measures, which includes moving towards energy-efficient lighting systems.

B. TECHNOLOGY ABSORPTION

There has been no import of technology in the financial year 2024-25.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

- Foreign exchange earnings for the year under review relating to continuing operations: ₹ 0.28 Crore (vis-à-vis ₹ Nil Crore during the previous year). Discontinued operations: ₹ 188.37 Crore (vis-à-vis ₹ 175.66 Crore during the previous year).
- Foreign exchange outgo for the year under review relating to continuing operations: ₹ 286.96 Crore (vis-à-vis ₹ 305.31 Crore during the previous year). Discontinued operations: ₹ 798.58 Crore (vis-à-vis ₹ 1,100.06 Crore during the previous year).

Note – The above disclosure includes details of Aditya Birla Lifestyle Brands Limited ("ABLBL") which got demerged from the Company effective from May 1, 2025, pursuant to the Demerger Scheme. ABLBL contributed significantly by saving 11.04 lakh units of energy and reducing 766 tCO, e emissions, along with generating 30.55 lakh units of solar energy which resulted in reduction of **2221 tCO_2e** emissions. 5,543 Tons of briquettes (biomass and wood) in the boilers, as a renewable fuel for steam generation at the manufacturing units.

ANNEXURE VI

FORM NO. MR-3
SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule no. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,
ADITYA BIRLA FASHION AND RETAIL LIMITED
Piramal Agastya Corporate Park,
Building A, 4th and 5th Floor,
Unit No. 401, 403, 501, 502, L.B.S Road,
Kurla, Mumbai -400070

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate governance practices by **Aditya Birla Fashion and Retail Limited** *(hereafter referred to as "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.

We have verified 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 **31st March, 2025** *("the audit period")*, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as given in **Annexure A,** during the financial year ended on 31st March, 2025, 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, Overseas Direct Investment and External Commercial Borrowings;
   (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 *("SEBI Act")* and circulars issued under:
      (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;

(e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client;

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and

(g) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 *("Listing Regulations")*.

2. We have relied on the representations made by the Company and its officers and report of the Statutory Auditor, Internal Auditor and other designated professionals for systems and mechanism formed by the Company for compliances under the following other applicable Laws, including but not limited to:

(a) Acts prescribed related to Retail activities;

(b) Labour Laws and other incidental laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, Employees' State Insurance Corporation, compensation etc.;

(c) Local Municipal Corporation Act & Bye Laws (city-wise);

(d) Shops and Establishment Act & Rule (State wise);

(e) The Consumer Protection Act, 2019 and rules made thereunder;

(f) Legal Metrology Act, 2009;

(g) Acts prescribed under prevention and control of pollution;

(h) Acts prescribed under Environmental protection;

(i) Acts as prescribed under Direct Tax and Indirect Tax including GST and others;

(j) Land Revenue laws of respective States;

(k) Labour Welfare Act of respective States;

(l) Local laws as applicable to various stores as per the respective Municipal Authority;

(m) The Indian Copyright Act, 1957;

(n) The Patents Act, 1970 and

(o) The Trade Marks Act, 1999.

3. We have also examined compliance with the applicable clauses of the following:

(i) The Secretarial Standards issued by 'The Institute of Company Secretaries of India' with respect to board and general meetings and

(ii) The Listing Agreements entered into by the Company with BSE Limited *("BSE")* and National Stock Exchange of India Limited *("NSE")* (hereinafter collectively referred to as "Stock Exchanges"), read with the Listing Regulations.

During the period under review, the Company has generally complied with all the applicable provisions of the above Regulations and circulars/ guidelines issued.

We further report that the Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were change in the composition of the Board of Directors and Committees during the period under review which are as follows:

Name of Director	Effective Date	Appointment/Re-appointment/Cessation
Ms. Sukanya Kripalu *(DIN: 06994202)*	October 12, 2024	Cessation as an Independent Director (Completion of tenure as an Independent Director)
Mr. Venkatesh Mysore *(DIN: 01401447)*	October 13, 2024	Appointment as an Independent Director
Mr. Sunirmal Talukdar *(DIN: 00920608)*	March 11, 2025	Re-appointment as an Independent Director

W.e.f May 1, 2025 Mr. Vishak Kumar, a Whole-time Director ("WTD") and Key Managerial Personnel ("KMP"), who was an employee of the Company has been transferred to Aditya Birla Lifestyle Brands Limited and accordingly, his position as WTD and KMP stands relinquished from closure of business hours of April 30, 2025;

Adequate notice was given to all Directors w.r.t. the Board/Committee Meetings held during the year. Agenda and detailed notes on agenda were sent in compliance with the provisions of the Act. 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 resolutions/decisions, including Circular Resolutions of the Board of Directors and its Committees are approved by the requisite majority and are duly recorded in the respective minutes. Majority decisions are carried through, while the dissenting views of the Directors/ Members, if any, are captured and recorded as part of the minutes.

We further report 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 during the year under review, the Company had undertaken the following activities:

A. <u>Allotment of Equity shares pursuant to Employee Stock Option Plan(s)</u>

During the financial year, the Stakeholders Relationship Committee has approved allotment of 4,82,075 equity shares of ₹10/- each to the eligible employees of the Company, pursuant to the exercise of stock options and RSUs granted to them under the Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017.

B. Scheme of Amalgamation (by way of Merger by Absorption)

On June 10, 2024 the joint company petition was filed with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") of Scheme of Amalgamation between the Company and TCNS Clothing Co. Limited ("TCNS Amalgamation Scheme"). The same was sanctioned by the NCLT on August 2, 2024. The TCNS Amalgamation Scheme became effective on September 1, 2024.

The Company fixed Tuesday, September 3, 2024, as the record date to determine eligible shareholders of TCNS who shall be entitled to receive fully paid-up equity shares of Company, in accordance with the TCNS Amalgamation Scheme.

On September 5, 2024, the Company allotted 5,57,43,053 fully paid-up equity shares of face value ₹ 10 each to TCNS shareholders as on record date in the approved share exchange ratio as set out in TCNS Amalgamation Scheme i.e 11 equity shares of the Company for every 6 equity shares of TCNS of face value ₹ 2 each.

C. Issue of Non-Convertible Debentures

On September 12, 2024, the Company has allotted 50,000 listed, unsecured rated, redeemable non- convertible debentures of the face value of ₹ 1,00,000/- each aggregating to ₹ 5,00,00,00,000/- on Private Placement basis.

D. Allotment of Equity shares

Qualified Institutional Placement:

On January 15, 2025, the board of directors of the Company at their meeting approved issuance of equity shares by way of Qualified Institutions Placement ("QIP') for an amount not exceeding ₹ 2,500 crores. On January 16, 2025, QIP Committee of the Board approved the opening of issue date, Floor price ₹ 271.28 per equity share and preliminary placement document. On January 21, 2025, QIP Committee of the Board approved the closure of issue date, allocation of 6,85,83,059 equity shares at an issue price of ₹ 271.30 per equity share and Placement Document. On January 22, 2025, QIP Committee of the Board approved the issue and allotment of 6,85,83,059 Equity Shares to eligible qualified institutional buyers at the issue price of ₹ 271.30 and Company had received listing approval from BSE Limited and National Stock Exchange of India Limited on QIP.

Preferential Issue:

On January 15, 2025, Board approved the fund raising proposal through issuance of equity shares on a preferential basis to Non-Promoter and Promoter Group category aggregating up to ~ ₹ 2,378.75 Cr ("Preferential Issue"). The shareholders approved the same at its Extra-Ordinary General Meeting held on February 13, 2025.

On February 24, 2025, Preferential Issue Committee approved the allotment of 4,08,33,990 fully paid-up equity shares of the Company at face value of ₹ 10 each at issue price of ₹ 317.75 (includes premium of ₹ 307.75) under promoter group category and 3,96,09,127 fully paid-up equity shares of the Company for at face value of ₹ 10 each at issue price of ₹ 272.98 (includes premium of ₹ 262.98) each under non-promoter category.

E. Demerger of Madhura Fashion and Lifestyle Business

On April 19, 2024, the Company sought approval of the Board of Directors in their meeting for Scheme of Arrangement amongst the Company and Aditya Birla Lifestyle Brands Limited ("Demerger Scheme") to demerge the Madura Lifestyle Fashion Business from the Company into Aditya Birla Lifestyle Brands Limited – a newly incorporated wholly owned subsidiary company.

On November 7, 2024, the Company and Aditya Birla Lifestyle Brands Limited Jointly filed Company Application with Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"). On January 21, 2025, majority of the equity shareholders of the Company approved the Demerger Scheme. On March 27, 2025, the NCLT sanctioned the Demerger Scheme.

F. Subsidiaries & Associate Companies

On April 9, 2024 Aditya Birla Lifestyle Brands Limited, wholly owned subsidiary of the Company was incorporated for the purpose of vertical demerger of Madura Fashion & Lifestyle business from the Company;

On July 11, 2024, Goodview Fashion Private Limited became subsidiary of the Company;

On October 16, 2024, Wrogn Private Limited *(formerly known as Universal Sportsbiz Private Limited)* became Associate Company of Aditya Birla Digital Fashion and Ventures, a wholly owned subsidiary of Company

Aditya Birla Garments Limited ceased to be a wholly owned subsidiary of the Company pursuant to the effectiveness of the Demerger Scheme.

G. General operations

The Company at its 17th Annual General Meeting held on September 19, 2024 approved the following special resolutions apart from the ordinary businesses:

- The appointment of Independent Director Mr. Venkatesh Satyaraj Mysore for 5 years with effect from 13th October 2024.
- Issuance of securities up to an aggregate amount of ₹ 2,500 Crore.

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

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA
Partner
FCS No.: 7956, C P No.: 6740
UDIN: F007956G000416474

Place: Mumbai
Date: May 23, 2025

Annexure - A

List of documents verified:

1. Memorandum and Articles of Association of the Company.
2. Annual Report for the Financial Year ended March 31, 2024.
3. Minutes and Attendance Registers of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Risk Management and Sustainability Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee held during the period under review.
4. Circular Resolutions approved by the Board of Directors and its Committees from time to time.
5. Minutes of General Body Meetings/ Postal Ballot held during the period under review.
6. Statutory Registers viz.
   - Register of Members;
   - Register of Debenture holders and other security holders;
   - Register of Directors and Key Managerial Personnel and their Shareholding;
   - Register of Employee Stock Options;
   - Register of loans, guarantee, security and acquisition made by the Company;
   - Register of Renewed and Duplicate Share Certificates;
   - Register of Charges and
   - Register of Contracts with Related Party and contracts and bodies, etc. in which directors are interested.
7. Agenda papers submitted to all the Directors/Members for the Board and Committee Meetings.
8. Declarations received from the Directors of the Company pursuant to the provisions of Sections 184(1), 164(2), 149(3) and 149(7) of the Act.
9. Intimations received from Directors under the Code of Conduct for Trading in Listed or Proposed to be Listed Securities of Aditya Birla Fashion and Retail Limited.
10. Structured Digital Database in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015.
11. E-Forms filed by the Company, from time-to-time, under applicable provisions of the Act, along with the attachments thereof, during the period under review.
12. Intimations / documents / reports / returns filed with the Stock Exchanges pursuant to the provisions of the SEBI Listing Regulations.

Annexure - B

To,

The Members,
ADITYA BIRLA FASHION AND RETAIL LIMITED

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 secretarial records. We believe that the processes and practices followed by us 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.

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 future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA
Partner
FCS No.: 7956, C P No.: 6740
UDIN: F007956G000416474

Place: Mumbai
Date: May 23, 2025

ANNEXURE VII

CERTIFICATE FROM PRACTICING COMPANY SECRETARY ON CORPORATE GOVERNANCE

To,
The Members of
ADITYA BIRLA FASHION AND RETAIL LIMITED
Piramal Agastya Corporate Park,
Building A, 4th and 5th Floor,
Unit No. 401, 403, 501, 502, L.B.S Road,
Kurla, Mumbai -400070

We have examined the compliance of the conditions of Corporate Governance procedures implemented by Aditya Birla Fashion and Retail Limited ("the Company") having CIN: L18101MH2007PLC233901 for the year ended on March 31, 2025, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It 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 given to us, and representations made by the management, we certify that to the extent applicable the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of Listing Regulations.

We further state that such compliance 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 **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA
Partner
FCS No. 7956, CP No. 6740
UDIN: F007956G000416529

Place: Mumbai
Date: May 23, 2025

CORPORATE GOVERNANCE REPORT

Company's Governance Philosophy

Aditya Birla Group ("Group") is committed towards the adoption of the best Corporate Governance practices and its adherence in the true spirit, at all times.

As a part of the Group, at Aditya Birla Fashion and Retail Limited ("Your Company"/ "ABFRL") we feel proud to belong to a Group whose visionary founders laid the foundation stone for good governance long back and made it an integral principle of the business.

Group Chairman's Vision

"At the core, good governance is about ensuring fair outcomes. The pre-requisite to achieving a fair outcome in the eyes of all stakeholders, is to first build trust. Trust is the foundation of corporate governance."

Mr. Kumar Mangalam Birla
Chairman, Aditya Birla Group

Group Purpose Statement

Your Company's philosophy on corporate governance truly resonates with the Group Purpose:

"To enrich lives, by building dynamic and responsible businesses and institutions, that inspires trust."

Group Values

Our Company is defined and driven by its unique set of 'Power of Five' values. These values-based approach is part of our Company's culture and ethics, which helps to pursue its purpose and achieve excellence in corporate governance.

The Power of Five Values are encapsulated as:



Your Company's philosophy on Corporate Governance lies in achieving the highest level of integrity, transparency, accountability, sustainability and ethical behaviour in all aspects. Your Company governance philosophy rests on five basic tenets viz, accountability towards all stakeholders, transparency and timely disclosures, strategic guidance and effective monitoring, high standards of ethics, equitable treatment and protection of minority interests and rights.

A report on adherence with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") is given herein below:

The Board of Directors ("The Board")

The Board is at the core of the corporate governance system of the Company. The Board is committed towards adherence of sound principles of corporate governance and plays a crucial role in overseeing how the management serves the short and long-term interests of the members and other stakeholders. This belief is reflected in the governance practices of the Company, under which it strives to maintain an effective, informed and independent Board.

The Chairman leads the Board and is responsible for its overall effectiveness. The Chairman ensures the Directors receive accurate, timely and clear information, promotes and facilitates constructive relationships and effective contribution of all Executive and Non-Executive Directors, and promotes a culture of openness and debate.

Board Composition

An independent and well-informed Board goes a long way in protecting the stakeholders' interest.

The composition of your Company's Board represents an optimal mix of professionalism, knowledge, experience that enables the Board in discharging its responsibilities and providing effective leadership and support to the business. The composition, diversity and strength of the Board is reviewed from time to time for ensuring that the same is in line with the applicable laws and also that it remains aligned with the strategy and long term needs of the Company.

The Board Composition of the Company is in compliance with Companies Act, 2013 ("Act") and SEBI Listing Regulations. Independent Director means a Director defined as under Regulation 16 of the Listing Regulations, Section 149 & Section 149 (4) of the Act. As per Regulation 17(1)(b) of the SEBI Listing Regulations the Chairperson of the Board of Directors is a Non-Executive Director and is related to promoter, at least half of the Board of Directors shall comprise of Independent Directors.

As on March 31, 2025, the Board comprised of 14 members, consisting of:

a. 4 (Four) Non-Executive Directors (including one Chairman and one Nominee Director),

b. 3 (Three) Executive Directors and

c. 7 (Seven) Independent Directors.

Detailed profile of the Board of Directors of the Company along with skills/ expertise/ competencies pursuant to Schedule V of the SEBI Listing Regulations, is provided separately in the 'Corporate Information' section forming part of this Integrated Annual Report.

As on the date of this report, consequent to effectiveness of the scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited ("ABLBL") w.e.f. May 1, 2025, Mr. Vishak Kumar, a Whole-time Director ("WTD") who was an employee of the Company has been transferred to ABLBL and accordingly, his position as WTD stands relinquished in the Company from closure of business hours of April 30, 2025.

The Board Committees ("The Committees")

The Committees play a crucial role in the governance structure of the Company. The Committees are formed with the approval of the Board and function under their respective terms of references framed in accordance with the Act and the SEBI Listing Regulations.

The Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. Each Committee demonstrates highest levels of governance standards and has the requisite expertise to handle issues relevant to their fields. These Committees devote time and provide focussed attention to various issues placed before them. The guidance provided by these Committees lend immense value and support, enhancing the efficiency of the decision-making process of the Board. The Board reviews the functioning of these Committees from time to time.

Board Committees' Composition:

As on March 31, 2025, the composition of the Board Committees was as follows:

Sr. No.	Name of Committee	Composition	Designation	Chairperson/ Member
1.	**Audit Committee**	Mr. Sunirmal Talukdar	Independent Director	Chairperson
		Mr. Nish Bhutani		Member
		Mr. Arun Adhikari		
2.	**Stakeholder Relationship Committee**	Mr. Vikram Rao	Independent Director	Chairperson
		Mr. Yogesh Chaudhary		Member
		Mr. Ashish Dikshit	Executive Director	
3.	**Nomination & Remuneration Committee**	Mr. Arun Adhikari	Independent Director	Chairperson
		Mr. Sunirmal Talukdar		Member
		Mr. Nish Bhutani		
		Mr. Kumar Mangalam Birla	Non-Executive Director	
4.	**Corporate Social Responsibility Committee**	Mr. Ashish Dikshit	Executive Director	Chairperson
		Mr. Nish Bhutani	Independent Director	Member
		Mr. Yogesh Chaudhary		
		Ms. Preeti Vyas		
5.	**Risk Management and Sustainability Committee**	Mr. Sunirmal Talukdar	Independent Director	Chairperson
		Mr. Vikram Rao		Member
		Mr. Yogesh Chaudhary		

Mr. Ashish Dikshit, Managing Director of your Company, is a Permanent Invitee of the Committees (in which he is not a member). Mr. Anil Malik, Company Secretary of your Company, acts as the Secretary to all the Committees. They attended all the meetings/matters of the Board and Committees held during the financial year, except those in which they were interested and attendance at Board and Committee Meetings is provided separately in the Section of this report.

1. Audit Committee ("AC")

Your Company has a qualified and independent AC, which acts as an interface between the statutory and internal auditors, the management and the Board. All the members of the AC have the ability to read and understand the financial statements. The Chairperson of the AC possesses professional qualifications in the field of Finance and Accounting.

The AC is governed by a Charter, which is in line with Section 177 of the Act and Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations. The scope, functions and overall responsibility of the AC is to supervise the Company's internal controls and financial reporting process. The brief description of the terms of reference is available on the website of the Company i.e. www.abfrl.com.

The quorum and composition of the AC are in accordance with Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations.

2. Stakeholders Relationship Committee ("SRC")

The composition, quorum, powers, role and scope of the SRC are in accordance with Section 178 of the Act and Regulation 20 of the SEBI Listing Regulations.

Mr. Anil Malik, Company Secretary, being the Compliance Officer of your Company, is responsible for the redressal of grievances of the Shareholders, Debenture Holders and other security holders.

In terms of the applicable provisions of the Act and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations, the scope, functions and overall responsibility of the SRC is to oversee various aspects of interests of stakeholders of the Company. The term 'stakeholder' includes Shareholders, Debenture Holders and other security holders. The brief description of the terms of reference is available on the website of the Company i.e. www.abfrl.com.

3. Nomination and Remuneration Committee ("NRC")

The composition, quorum, powers, role and scope of the NRC are in accordance with Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations. The Committee is governed by a Charter which is also in line with the Section 178 of the Act.

The overall responsibility of the NRC is to approve and recommend to the Board matters relating to the appointment and remuneration of the Company's Executive Directors, Key Managerial Personnel ("KMPs") and Senior Management, in line with the Nomination Policy and Executive Remuneration Policy of the Company.

The broad terms of reference of the NRC, are in accordance with in terms of the Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, available on the website of the Company i.e. www.abfrl.com.

4. Corporate Social Responsibility Committee ("CSRC")

Your Company has a Corporate Social Responsibility Policy in place, duly approved by the Board on recommendation of the CSRC, details of which are disclosed in the 'Board's Report' forming part of this Integrated Annual Report.

The composition, quorum, powers, role and scope of the CSRC are in accordance with Section 135 of the Act.

In terms of the applicable provisions of Section 135 read with Schedule VII of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSRC is *inter alia* entrusted with the responsibility of monitoring and implementing the CSR projects/ programmes/activities of your Company. The brief description of the terms of reference is available on the website of the Company i.e. www.abfrl.com.

Mrs. Rajashree Birla, Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development and Dr. (Mrs.) Pragnya Ram, Group Executive President & Group Head - CSR, Legacy Documentation & Archives, are the permanent invitees to the meetings of CSRC.

5. Risk Management and Sustainability Committee ("RMSC")

Since your Company is in the retail industry, it is prone to inherent business risks. Your Company has in place a Risk Management Policy that covers the inherent business risks and appropriate measures to be taken, to manage uncertainty, changes in the internal and external environment to limit negative impacts and capitalise on opportunities along with minimisation of identifiable risks by the Company.

The composition, quorum, powers, role and scope of the RMSC are in accordance with the applicable provisions of the Act and Regulation 21 read with Part D of Schedule II of the SEBI Listing Regulations.

Business risk evaluation and its management is an on-going process within the Company. The RMSC is *inter alia* entrusted with the responsibility of monitoring and reviewing the risk management plan, sustainability and the cyber security of the Company and such other functions as may be delegated by the Board from time to time. The brief description of the terms of reference is available on the website of the Company i.e. www.abfrl.com.

Board/Committee Meeting Procedure

The Board/Committee meetings are convened at regular intervals to deliberate on matters pertaining to the Company's strategic direction, policy framework, and other key business matters. In addition to the scheduled quarterly meetings, the Board meets as necessary to address specific operational or strategic requirements. In situations necessitating urgent decision-making, approvals are obtained through resolutions passed by circulation in accordance with Act, which are noted and confirmed in the subsequent Board Meeting. Annual approval has been taken from the Board for circulating agenda items with shorter notice for matters that are in the nature of Unpublished Price Sensitive Information ("UPSI").

The chairperson of respective board committee briefs the Board on key matters discussed during its meetings, including recommendations and approvals. The agenda for the Board meetings is finalised by the Company Secretary in consultation with the Chairman, Managing Director and Chairperson of Committees. The Agenda of Board/Committee meetings is circulated to the Board Members/ Committee members as per the timeline prescribed under the Act, SEBI Listing Regulations, Secretarial Standard issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors ("SS-1") and other applicable

provisions. The agenda is accompanied by detailed explanatory notes on the matters to be discussed, thereby facilitating informed decision-making by the Directors.

The Board periodically reviews all the relevant information, which is required to be placed before it pursuant to Schedule II of Regulation 17 of the SEBI Listing Regulations.

The business deliberated and considered at the meetings of the Board and Committees generally include:

a. quarterly and annual financial results;

b. performance of the business including review of subsidiaries performance;

c. development and approval of overall business strategy and

d. such other matters as required under the Act, the SEBI Listing Regulations and other applicable laws.

The Board/ Committee meetings are held in person or through the Video-conferencing facility (to enable the Directors travelling abroad or present at other locations to be able to participate in the meetings). Such meetings, if conducted physically, are convened generally in Mumbai.

Chief Executive Officers of the various businesses, the Chief Financial Officer, and Senior Management Personnel of the Company are invited to participate in meetings of the Board and its Committees, as when necessary for smooth functioning of meeting. In addition, representatives of the Statutory Auditors and Internal Auditors of your Company are also invited to the relevant Committee meetings for providing such information as may be necessary.

Your Company has provided an avenue to the Statutory Auditors to have a separate discussion with the Chairperson and members of the Audit Committee without the presence of executives, prior to declaration of the financial results.

Meetings held: FY 2024-25

The Company complied with all the procedures stipulated under the Act and rules made thereunder and SS-1.

Board & Committee Meeting Chart - FY 2024–25

Date	Board	AC	NRC	SRC	CSRC	RMSC
April 1, 2024	☑	-	-	-	-	-
April 19, 2024	☑	☑	-	-	-	-
May 21, 2024	-	-	-	-	☑	-
May 28, 2024	☑	☑	-	-	-	-
July 25, 2024	-	-	-	-	-	☑
August 7, 2024	☑	☑	☑	-	-	-
August 21, 2024	-	☑	-	☑	-	-
November 7, 2024	☑	☑	-	-	-	-
January 15, 2025	☑	☑	-	-	-	-
January 27, 2025	-	-	-	-	-	☑
February 14, 2025	☑	☑	-	-	-	-
March 21, 2025	-	☑	-	-	-	-

Directors Details, their attendance at Board and Committee Meetings during the year, at the last Annual General Meeting ("AGM") and Directorships & Committee Chairmanships/ Memberships in other companies as on March 31, 2025:

In terms of the provisions of Section 165 and 184 of the Act and Regulation 17A and 26 of the SEBI Listing Regulations, the Directors provide necessary disclosures regarding positions held by them on the Board and/or Committees of other public and/or private companies in the first Meeting of the Board every financial year and post change in such disclosures, from time to time. The said disclosures are placed before the Board in its next Meeting (post receipt of disclosures) for noting.

Following are details pertaining to Board of Directors of the Company including their attendance at Board and Committee Meetings, AGM and Directorship and committee position at other Companies as on March 31, 2025:

Category	Name of the Director & DIN	At ABFRL					In other companies			
		No. of Board Meetings attended (7 meetings held)	Whether attended last AGM (Sept 19, 2024)	Committee Meeting Attendance	Tenure (in ~ yrs.)	Share-holding	Directorships: Total [2]	Directorships: In listed entities	Committee positions [1]: Member	Committee positions [1]: Chairperson
Non-Independent Non-Executive	Mr. Kumar Mangalam Birla (DIN: 00012813)	5	Yes	NRC: 0/1	4.1	12,51,589	7	As NED [3]: 1) Aditya Birla Capital Ltd. 2) Aditya Birla Real Estate Limited 3) Grasim Industries Ltd. 4) Ultratech Cement Ltd. 5) Hindalco Industries Ltd. 6) Vodafone Idea Ltd.	-	-
	Mr. Aryaman Vikram Birla (DIN: 08456879)	5	Yes	NA*	2.2	-	3	As NED [3]: 1) Grasim Industries Ltd. 2) Hindalco Industries Ltd.	-	-
	Ms. Ananyashree Birla (DIN: 06625036)	5	Yes	NA*	2.2	-	3	As NED [3]: 1) Grasim Industries Ltd. 2) Hindalco Industries Ltd.	1	-
Executive	Mr. Ashish Dikshit@ (DIN: 01842066)	7	Yes	SRC: 1/1 CSRC: 0/1	7.1	3,54,685	8	-	1	-
	Ms. Sangeeta Tanwani (DIN: 03321646)	7	Yes	NA*	4.1	-	4	As ID [3]: 1) Sula Vineyards Ltd. 2) International Gemmological Institute (India) Limited	3	-
	Mr. Vishak Kumar@@ (DIN: 09078653)	7	Yes	NA*	4.1	3,53,871	-	-	-	-
Independent Non-Executive	Mr. Arun Adhikari (DIN: 00591057)	7	Yes	AC: 8/8 NRC: 1/1	3.10	-	4	As ID [3]: 1) Aditya Birla Capital Ltd. 2) Voltas Ltd. 3) Hindalco Industries Ltd.	5	-
	Mr. Nish Bhutani (DIN: 03035271)	6	Yes	AC: 7/8 NRC: 1/1 CSRC:1/1	4.9	-	-	-	-	-
	Ms. Preeti Vyas (DIN: 02352395)	7	No	CSRC: 1/1	4.0	-	5	As ID [3]: 1) Aditya Birla Real Estate Ltd.	5	-
	Mr. Sunirmal Talukdar$ (DIN: 00920608)	7	Yes	AC: 8/8 NRC: 1/1 RMSC: 2/2	5.0	-	7	As ID [3]: 1) Vodafone Idea Ltd. 2) Heubach Colorants India Ltd. 3) Sasken Technologies Ltd. 4) Aditya Birla Real Estate Limited 5) Assam Carbon Products Limited	8	4

Category	Name of the Director & DIN	At ABFRL					In other companies			
							Directorships		Committee positions [1]	
		No. of Board Meetings attended (7 meetings held)	Whether attended last AGM (Sept 19, 2024)	Committee Meeting Attendance	Tenure (in ~ yrs.)	Share-holding	Total [2]	In listed entities	Member	Chairperson
Independent Non-Executive	Mr. Vikram Rao (DIN: 00017423)	7	Yes	SRC: 1/1 RMSC: 2/2	2.10	-	-	-	-	-
	Mr. Yogesh Chaudhary[$$] (DIN: 01040036)	7	Yes	RMSC:2/2 CSRC: 1/1	4.0	-	2	-	1	1
	Mr. Venkatesh Satyaraj Mysore** (DIN: 01401447)	2	NA	NA*	0.5	-	-	-	-	-
	Ms. Sukanya Kripalu** (DIN: 06994202)	4	Yes	AC: 4/8 NRC: 1/1 SRC:1/1	10	-	-	-	-	-
Nominee[4] - Non -Executive	Mr. Pankaj Sood (DIN: 05185378)	5	Yes	NA*	2.6	-	3	As NED [3]: Mphasis Limited	1	-

(1) in Audit Committee & Stakeholders Relationship Committee of other public limited companies (including deemed public).

(2) Computed basis directorships in all public limited companies (including deemed public company), whether listed or not; and excludes this Company, foreign companies, private limited companies and Section 8 companies.

(3) NED: Non-Executive Director; ID: Independent Director.

(4) Representative of Caladium Investment Pte. Ltd (equity investor of the Company).

(5) The maximum gap between two consecutive Board and Ac meetings was less than 120 days.

(6) The necessary quorum was present for all the Board and Committee meetings.

(7) All the Directors attended at least 1 out of the 7 Board meetings held during the reporting period, thus, adhering to the meeting attendance criteria as per Section 167(1)(b) of the Act.

**Not a member of the any Committee.*

[@] Mr. Ashish Dikshit was appointed as Managing Director of the Aditya Birla Lifestyle Brands Limited on May 1, 2025 in addition to his current role as Managing Director of the Company.

[@@] Consequent to effectiveness of the scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited ("ABLBL") w.e.f. May 1, 2025, Mr. Vishak Kumar, a Whole-time Director (WTD) who was an employee of the Company has been transferred to ABLBL and accordingly, his position as WTD stands relinquished in the Company from closure of business hours of April 30, 2025.

[$] Mr. Sunirmal Talukdar was re-appointed as Independent Director of the Company w.e.f. March 11, 2025 up to November 10, 2026.

[$$] The Board of Directors at its meeting held on August 7, 2024 has appointed Mr. Yogesh Chaudhary as Member of the Stakeholders Relationship committee w.e.f. close of business hours of October 12, 2024.

*** Ms. Sukanya Kripalu has completed her 2nd term as an Independent Director on October 12, 2024 and Mr. Venkatesh Satyaraj Mysore has been appointed as an Independent Director of the Company for a period 5 years w.e.f. October 13, 2024.*

Basis the disclosures received from the Directors as on March 31 2025, it is confirmed that none of the Directors:

(a) is on the Board of more than:

  i. 20 (twenty) companies;

  ii. 10 (ten) public limited companies;

  iii. 7 (seven) listed entities;

(b) is a member in more than 10 (ten) Audit and/or Stakeholders Relationship Committees, across all public limited companies (including deemed public);

(c) is a Chairperson of more than 5 (five) Audit and/or Stakeholders Relationship Committees across all public limited companies (including deemed public) and

(d) have any inter-se relationship with the Board members except Mr. Kumar Mangalam Birla, father of Mr. Aryaman Vikram Birla and Ms. Ananyashree Birla.

Appointment, tenure and remuneration

All the Directors of the Company are appointed/re-appointed by the Shareholders on the basis of recommendations of the NRC and Board.

Executive Directors:

The Executive Directors on the Board have been appointed as per the provisions of the Act and serve in accordance with the terms of the Board and Shareholders approval. They are appointed by the Shareholders for a period of five years but can be re-appointed on completion of the term, if eligible. Either party may terminate their employment by giving three months' notice.

Non-Executive Directors (other than Independent Directors):

As per the Articles of Association of the Company, at least two-third of the Board members shall be retiring Directors, excluding Independent Directors. One-third of such Directors are required to retire every year and if eligible, the retiring Directors qualify for re-appointment.

Independent Directors:

As trustees of Shareholders, Independent Directors play a pivotal role in upholding corporate governance norms and ensuring fairness in decision-making. Being experts in various fields, they also bring independent judgement on matters of strategy, risk management, controls and business performance.

All Independent Directors on the Board are Non-Executive Directors as defined under Regulation 16 of the SEBI Listing Regulations. Independent Directors may hold office for upto two consecutive terms of five years. As regards the appointment and tenure of the Independent Directors, the Company has complied with the provisions of the Act and the SEBI Listing Regulations. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16 of the SEBI Listing Regulations.

Further, in opinion of the Board, the Independent Directors fulfil the conditions specified in Regulation 16 and 25 of the SEBI Listing Regulations and are independent of the management.

The Independent Directors on the Board of your Company are experienced, competent and highly respected individuals in their respective fields, which brings an ideal mixture of expertise, professionalism, knowledge and experience to the table.

- Databank registration:

  Further, pursuant to a notification dated October 22, 2019 issued by the Ministry of Corporate Affairs ("MCA"), all Independent Directors have completed the registration with the Independent Directors Databank. Requisite disclosures have been received from the Independent Directors in this regard.

- Separate meeting of Independent Directors:

  Pursuant to Schedule IV of the Act and Regulation 25 of the SEBI Listing Regulations, the Independent Directors met once during the year i.e. on March 18, 2025, without the presence of Non-Independent Directors, Executive Directors or management representatives. The Independent Directors *inter alia* discussed the performance of the Board, Non-Independent Directors and the management of the Company and assessed the quality, quantity and timeliness of flow of necessary information between the management and the Board, required for the Board to effectively and reasonably perform its duties.

- Evaluation criteria for Independent Directors:

  The performance of the Independent Directors of the Company is evaluated on the criteria more particularly as to how an Independent Director:

  i. invests time in understanding the Company and its unique requirements;

  ii. brings in external knowledge and perspective to the table for discussions at the meetings;

  iii. expresses his/her views on the issues discussed at the Board and

  iv. keeps himself/herself current on areas and issues that are likely to be discussed at the Board level.

Pursuant to the amendment in the SEBI Listing Regulations, in addition to the above criteria the evaluation criteria for Independent Directors also include fulfilment of the independence criteria as specified in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and their independence from the management.

Remuneration:

In terms of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, your Company has a Nomination Policy in place, which *inter alia* enumerates the appointment of Directors, KMPs and senior management. Further, the Company also has an Executive Remuneration Policy, which indicates the remuneration philosophy covering the directors, KMPs, Senior Management and other employees of the Company.

Both the aforesaid policies, as amended from time to time, are available on the website of the Company i.e. www.abfrl.com.

The Policies and the NRC Charter broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to the Executive Directors (comprises of salary, allowances, perquisites, stock options, performance linked income/ bonus and other retirement benefit funds, as may be approved by the Members of the Company), KMPs and Senior Management. Further, the Company has in place a system where all the Directors, KMPs and Senior Management of the Company are required to disclose all pecuniary relationships or transactions with the Company. Also, the Company does not pay any severance fees to its Directors.

Sitting fees to the Non-Executive Directors and Independent Directors has been recommended by the NRC and approved by the Board.

Annual increments to Executive Directors are linked to performance and are decided by the NRC and recommended to the Board for approval thereof. The performance review system is primarily based on competencies and values. The Company closely monitors growth and development of top talent in the Company to align personal aspirations with the organisational goals and objectives.

Also, your Company has a policy of not advancing any loans to its Directors, except to the Executive Directors, in the normal course of employment.

Your Company does not have any pecuniary relationship with any of the Non Executive Directors, except for the sitting fees payable, in accordance with the applicable laws and they do not hold any convertible instruments in the Company.

Further, requisite disclosure with respect to the details of fixed component and performance linked incentive, in terms of the provisions of Part C of the Schedule V of the SEBI Listing Regulations and in terms of the provisions of sub-clause (IV) of the second proviso to clause (B) of Section II of Part - II of Schedule V of the Act, have been made in the Annual return in Form MGT- 7 disclosed on the website of the Company i.e. www.abfrl.com.

Details of Remuneration for the financial year 2024-25:

Non-Executive Director ("NED"):

(₹ in lakhs)

Name of Directors	Category[1]	Sitting Fees[2]
Mr. Kumar Mangalam Birla	Chairman	3.75
Mr. Aryaman Vikram Birla	NED	3.75
Ms. Ananyashree Birla	NED	3.75
Mr. Arun Adhikari	ID	11.40
Mr. Nish Bhutani	ID	9.30
Ms. Preeti Vyas	ID	6.65
Ms. Sukanya Kripalu*	ID	6.30
Mr. Sunirmal Talukdar	ID	11.45
Mr. Vikram Rao	ID	7.45
Mr. Yogesh Chaudhary	ID	7.45
Mr. Venkatesh Satyaraj Mysore	ID	2.00
Mr. Pankaj Sood	Nominee Director	-

** Ceased as Independent Director (Completion of tenure) w.e.f. October 12, 2024*

Executive Directors ("ED")

(₹ in lakhs)

Directors	Category [1]	Salary, Benefits, Bonus, Pension, etc., paid during the Year	Performance linked Incentive paid during the Year	Perquisite value of stock options/ RSUs exercised during the year	Service contracts, notice period, severance fee	Stock option details, if any
Mr. Ashish Dikshit	MD	593.01	259.66	150.68	Refer Note 3	Refer Note 4
Ms. Sangeeta Tanwani	WTD	496.99	-	29.74		
Mr. Vishak Kumar[5]	WTD	529.73	169.14	144.29		

Notes:

(1) ID: Independent Director; MD: Managing Director; WTD: Whole-time Director.

(2) Gross amount of sitting fees paid for attending the Board and Committee meetings held during the financial year (without deducting TDS).

(3) The appointment is subject to termination by three months' notice in writing on either side. No severance fees is payable to MD or WTD.

(4) During the financial year 2024-25, no stock options was granted.

(5) Mr. Vishak Kumar, a Whole-time Director ("WTD") who was an employee of the Company has been transferred to ABLBL and accordingly, his position as WTD stands relinquished in the Company from closure of business hours of April 30, 2025.

Board Evaluation

An evaluation mechanism is carried out among the Board, its committees, individual members and Chairman based on various criteria as per the provisions of the Act, SEBI Listing Regulations and Company's framework adopted by the NRC and approved by Board.

Details pertaining to Board evaluation are forming part of the 'Board's Report' of this Integrated Annual Report.

Board induction, training and familiarisation

In terms of the provisions of Regulation 25 of the SEBI Listing Regulations, your Company has framed a Familiarisation Programme for Independent Directors of the Company, structured into two parts i.e. 'Induction' and 'Ongoing interaction'. This Programme aims to provide insights into the business of the Company, to enable the Independent Directors to understand their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, its business in depth and contribute significantly to the Company.

By way of an introduction/induction to the Company, presentations are also made to the newly appointed Independent Director (including Non-Executive Directors) on relevant information of the Company.

Formal letters of appointment have been duly issued to the Independent Directors.

Further, on an ongoing basis as a part of the agenda of meetings of the Board/Committee(s), presentations are regularly made to the Independent Directors on various matters *inter alia* covering the Company's businesses and operations, strategy, risk management framework, industry and regulatory updates and other relevant matters.

The details of the 'Familiarisation Programmes for Independent Directors' are also available on the website of the Company i.e. www.abfrl.com.

GENERAL BODY MEETINGS

Annual General Meetings ("AGM"):

The 17th AGM of the Company was held on September 19, 2024 via Video-conferencing ("VC"), in terms of various circulars issued by MCA permitting holding of AGM through VC without physical presence of Members at a common venue.

The respective Chairpersons of the Committees of the Board i.e. AC (Mr. Sunirmal Talukdar), NRC (Mr. Arun Adhikari), SRC (Mr. Vikram Rao) and CSRC (Mr. Ashish Dikshit), were present at the AGM, to answer the queries of the Members of the Company. Details of attendance of Directors at the AGM forms part of this report.

Details of last three Annual General Meetings and the summary of Special Resolutions passed therein are as under:

Financial Year	Date and Time	Special Resolutions passed	Venue
2022-2023	September 5, 2022 at 4:00 p.m.	No special resolutions were passed in this meeting.	All the AGM were Conducted through Video Conferencing / Other Audio-Visual Means.
2021-2022	September 28, 2023 at 3:00 p.m.	i. Remuneration for Ms. Sangeeta Tanwani, Whole-time Director. ii. Remuneration for Mr. Vishak Kumar, Whole-time Director. iii. Alteration of Articles of Association of Company.	
2023-2024	September 19, 2024 at 4:00 p.m.	Appointment of Mr. Venkatesh Satyaraj Mysore as an Independent Director	

Postal Ballot ("PB")

Special Resolutions passed through PB:

During the year under review, the Company has passed Special Resolutions through PB for the proposals mentioned hereunder:

S. No.	Special Resolution passed	Date of PB notice	Approval Date	Voting Pattern		
				Particulars	Numbers	Percentage
1	Re-appointment of Mr. Sunirmal Talukdar (DIN: 00920608) as an Independent Director.	February 5, 2025	March 7, 2025	Total Votes	90,07,66,905	100
				Votes in Favour	84,10,83,008	93.37
				Votes Against	5,96,71,852	6.63

Scrutinizer appointed for PB:

The Board of Directors of the Company had appointed Ms. Shivangini Gohel, (ACS 25740 & C.P. No. 9205) and failing her Mr. Dilip Bharadiya (FCS 7956 & C.P. No. 6740), Partners of M/s. Dilip Bharadiya & Associates, Company Secretaries, as the Scrutinizer to scrutinize the PB process by voting through electronic means only (remote e-voting) in a fair and transparent manner.

Procedure of PB:

The PB was carried out in compliance with Sections 108 and 110 read along with the Companies (Management and Administration) Rules 2014, the SEBI Listing Regulations (including any statutory modification (s) or re enactment (s) thereof for the time being in force) and applicable provisions of the circulars issued by the MCA from time to time.

The details of special resolution proposed to be transacted through PB is as follows:

As on the date of this report, following special resolution was passed through PB on May 16, 2025:

S. No.	Special Resolution passed	Date of PB notice	Approval Date	Voting Pattern		
				Particulars	Numbers	Percentage
1	Re-appointment of Mr. Nish Bhutani *(DIN: 03035271)* as an Independent Director	April 15, 2025	May 16, 2025	Total Votes	78,39,20,528	100
				Votes in Favour	76,97,07,591	98.18
				Votes Against	1,42,12,937	1.81

SENIOR MANAGEMENT PERSONNEL ("SMP")

Particulars of SMPs including changes therein since the close of the Previous Financial Year:

Name of SMPs	Designation
Ms. Shobha Ratna Tanniru	Chief Human Resource Officer
Mr. Praveen Shrikhande	Chief Digital and Information Officer
Mr. Swaminathan Ramachandran	Chief Supply Chain Officer
Mr. Puneet Kumar Malik*	CEO - Innerwear Business
Mr. Sathyajit Radhakrishnan	CEO - International Brands
Mr. Anant Daga	CEO - TCNS Division
Dr. Naresh Tyagi	Chief Sustainability Officer
Mr. Sooraj Bhat	CEO - Ethnic Business
Mr. Prashanth Aluru	CEO and Co-Founder, TMRW House of Brands
Mr. Jagdish Bajaj	Chief Financial Officer
Mr. Anil Malik	Company Secretary and Compliance Officer

** Mr. Puneet Kumar Malik has been transferred to ABLBL as SMP effective from May 23, 2025.*

MEANS OF COMMUNICATION

Quarterly Financial Results	The quarterly financial results of the Company are published within the stipulated timeline, in: a. All Editions - 1 (one) English language national daily newspaper i.e. "The Business Standard" or "The Financial Express" and b. Maharashtra Edition- Regional language daily newspapers i.e. "Navshakti"	
Press Release and Earning Call	**Press Release**	**Earning Call**
	The Press Release of Quarterly Results and key events are disseminated to the Stock Exchanges and uploaded on the Company's website.	The Company organises earnings conference call with analysts and investors after the announcement of financial results. The audio recording and transcript of the earnings call are uploaded on the Company's website as well as filed with the stock exchanges.
Dissemination of corporate announcements, material information and updates	The Company disseminates the requisite corporate announcements including the SEBI Listing Regulations compliances, shareholding pattern, corporate governance report, financial results, material information, etc., electronically through designated electronic portals of the Stock Exchanges which includes the following: a. NSE - NSE Electronic Application Processing System (NEAPS) and b. BSE - BSE Listing Centre All periodical compliance filings are made electronically on such portals.	
Company Website	A separate dedicated section 'Investors' is maintained on the website of the Company for ease of the shareholders. The information required to be disseminated by the Company in terms of Regulation 46 and 30 of the SEBI Listing Regulations are uploaded on the website of the Company. These include, more particularly, the following: a. Quarterly financial results and annual financial statements; b. Investor presentations, press releases, earnings call transcripts; c. Details of corporate governance policies, Board committee charters and d. Other quarterly filings and Stock Exchange disclosures.	

Designated email ID	The Company has below mentioned designated e-mail ids for investor relations and shareholders assistance: a. investor.relations@abfrl.adityabirla.com b. secretarial@abfrl.adityabirla.com

GENERAL SHAREHOLDER INFORMATION

Your Company has provided the details required under this as a separate section on 'General Shareholder Information', which forms a part of this Integrated Annual Report.

OTHER AFFIRMATIONS AND DISCLOSURES

a. No material transaction has been entered into by your Company with the Promoters, Directors or the management or relatives, etc. that may have a potential conflict with interests of the Company.

b. Compliance with the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of the Regulation 46(2) of the SEBI Listing Regulations:

c. There were no material significant Related Party Transaction ("RPTs") that had/ may have potential conflict with the interests of the Company at large.

d. The Company has complied with all applicable provisions of the SEBI Listing Regulations and all other applicable regulations and guidelines issued by SEBI and stock exchanges no penalties or strictures are imposed on your Company by SEBI or the stock exchanges or any statutory authority on any matter related to the capital markets during the last 3 years.

e. The Company or its subsidiaries do not have Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount.

f. Material Subsidiaries – Policy and other details

The Company has not any Material Subsidiary as on date of this Report.

g. Shareholders' complaints as on March 31, 2025

During the year under review, the Company received a total of 25 complaints from Shareholders. The Company addressed and resolved all investor complaints received during the period.

h. Vigil Mechanism/ Whistle Blower policy and affirmation that no personnel have been denied access to the AC

The Company has in place a Vigil Mechanism/ Whistle Blower Policy which facilitates the stakeholders to have direct access to the management and the AC, to report concerns about any unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. It is hereby affirmed that no employee has been denied access to the AC. The said policies are also available on the website of the Company i.e. www.abfrl.com.

Also, the Company has adopted 'Policy for Prevention of Sexual Harassment at Workplace' and 'Anti-fraud Policy' which specifically guarantee the right to 'blow the whistle'. The said policies are also available on the website of the Company i.e. www.abfrl.com. This ensures a work environment that is professional and mature, free from animosity and one that reinforces ABFRL's value of integrity, which includes respect for the individual.

Without prejudice to and in addition to the same, your Company has established a policy for employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics. The mechanism provides adequate safeguards against any victimisation of the persons who use this mechanism.

i. Details of compliance with mandatory requirements and adoption of non-mandatory requirements

The Company has complied with all the mandatory requirements of the SEBI Listing Regulations relating to corporate governance.

In addition to the above, your Company also strives to adhere and comply with the following discretionary requirements specified under Regulation 27(1) and Part E of the Schedule II of the SEBI Listing Regulations, to the extent applicable:

(i) Modified opinion(s) in Audit Report: Company's financial statements have unmodified audit opinions.

(ii) Reporting of Internal Auditor: Internal auditor of the Company directly reports to the Audit Committee.

j. Commodity price risk and commodity hedging activities:

Your Company does not engage in commodity hedging activities.

k. Certificate from Practicing Company Secretary regarding Non-Debarment and Non-Disqualification of Directors

A certificate from M/s. Dilip Bharadiya & Associates, Company Secretaries, (FRN: P2005MH091600) has been obtained, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of a Company by SEBI and MCA or any other statutory authority and accordingly the same forms part of this report as **Annexure A**.

l. Details of recommendation of any Committee of the Board not accepted by the Board and reasons thereof

During the year under review, the Board of your Company has accepted all the recommendations made by its committee(s), from time to time.

m. Total fees paid, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part

During the financial year 2024-25, Price Waterhouse & Co Chartered Accountants LLP, Statutory Auditor of the Company has been paid total fees of ₹ 5.23 Crore by the Company and all the entities in the network firm/network entity of which statutory auditors is a

part, for the services provided by them during the year under review. The segregation of which is mentioned below:

(₹ in Crore)

Sr. no.	Firm Name	By Company	By Subsidiary	Total
1	Price Waterhouse & Co Chartered Accountants LLP	3.82	1.41	5.23
	Total	**3.82**	**1.41**	**5.23**

Note:

a) Amount of ₹ 0.76 Crore pertains to the audit fees of statutory auditors of Subsidiary Companies other than Price Waterhouse & Co Chartered Accountants LLP.

b) Above fee includes ₹ 1.90 Crore paid to auditors for certification services.

c) The above amount of ₹ 5.23 Crore includes ₹ 0.25 Crore towards out-of-pocket expenses.

n. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company has adopted 'Policy for Prevention of Sexual Harassment at Workplace' ("POSH") on a company-wide level to ensure the respect and dignity of all its employees. POSH is applicable not only to employees but also to third parties or clients and vendors of the Company.

The details of complaints related to sexual harassment, during the financial year 2024-25:

Sr. no.	Particulars	Pending as on March 31, 2024	Received during the year	Disposed off during the year	Pending as on March 31, 2025
1	Employees (On roll)	-	17	15	2
2	Others (Off roll/3rd party)	-	14	12	2
	Total	**-**	**31**	**27**	**4**

o. Disclosure of accounting treatment

The Company has followed all applicable accounting standards while preparing the financial statements.

OTHER POLICIES AND CODES OF THE COMPANY

Your Company has various policies and codes, duly adopted pursuant to the approval of the Board and the same are periodically reviewed by the Board, to incorporate any changes required either in terms of the business of the Company or pursuant to the amendment in the applicable Acts and Regulations including but not limited to the Act and the SEBI Listing Regulations. Web Link details of the policies and codes adopted by the Company are as under:

Name of Policy	Website link for policy
Corporate Social Responsibility Policy	https://www.abfrl.com/wp-content/uploads/2025/03/CORPORATE-SOCIAL-RESPONSIBILITY-POLICY.pdf
Related Party Transaction Policy	https://www.abfrl.com/wp-content/uploads/2023/10/11.-POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY-.pdf
Policy for Determining of Material Subsidiary Companies	https://www.abfrl.com/wp-content/uploads/2023/10/11.-POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY-.pdf
Policy for determination of materiality of information or event	https://www.abfrl.com/wp-content/uploads/2023/10/16.-POLICY-FOR-DETERMINATION-OF-MATERIALITY-OF-INFORMATION-OR-EVENT-.pdf
Policy for archival of documents	https://www.abfrl.com/wp-content/uploads/2024/06/Policy-for-Archival-of-Documents.pdf
Policy on preservation of documents	https://www.abfrl.com/wp-content/uploads/2023/10/5.-POLICY-ON-PRESERVATION-OF-DOCUMENTS-.pdf
Code of practices and procedures for fair disclosure of unpublished price sensitive information	https://www.abfrl.com/wp-content/uploads/2023/10/1.-CODE-OF-PRACTICE-AND-PROCEDURES-FOR-FAIR-DISCLOSURE-OF-UNPUBLISHED-PRICE-SENSITIVE-INFORMATION-.pdf
Code of Conduct for Board of Directors and Senior Management	https://www.abfrl.com/wp-content/uploads/2023/10/2.-CODE-OF-CONDUCT-FOR-BOARD-MEMBERS-AND-SENIOR-MANAGEMENT-OF-ADITYA-BIRLA-FASHION-AND-RETAIL-LIMITED-.pdf
Anti-fraud Policy	https://www.abfrl.com/wp-content/uploads/2023/10/13.-ANTI-FRAUD-POLICY-.pdf
Sustainability Policy	https://www.abfrl.com/wp-content/uploads/2023/10/19.-SUSTAINABILITY-POLICY-.pdf

Name of Policy	Website link for policy
Environmental Policy	https://www.abfrl.com/wp-content/uploads/2024/07/Environment-Policy-1.pd
Tax Policy	https://www.abfrl.com/wp-content/uploads/2023/10/3.-TAX-POLICY-.pdf
Human Rights Policy	https://www.abfrl.com/wp-content/uploads/2024/07/Human-Rights-Policy-1.pdf
Occupational Health and Safety Policy	https://www.abfrl.com/wp-content/uploads/2024/07/Occupational-Health-and-Safety-Policy.pdf
Dividend Distribution Policy	https://www.abfrl.com/wp-content/uploads/2023/10/14.-DIVIDEND-DISTRIBUTION-POLICY-.pdf
Vendor Code of Conduct Policy	https://www.abfrl.com/wp-content/uploads/2024/07/Vendor-Code-of-Conduct-Policy.pdf

Your Company also has a 'Code of Conduct to regulate, monitor and report trading by Designated Persons in listed or proposed to be listed Securities of Aditya Birla Fashion and Retail Limited' which is followed by designated persons for dealing in securities of the Company.

SUBSIDIARY & ASSOCIATE COMPANIES

The AC and Board of Directors review the financial statement and investments made, if any, on quarterly basis and also the annual financial statements of subsidiaries and associate which are duly consolidated with annual financial statements of the Company. The Board of Directors of the Company also reviews minutes of the Board Meetings of all subsidiaries and associate companies.

Details of the Subsidiaries and Associate Companies are forming part of the 'Board's Report' of this Integrated Annual Report.

CEO/CFO CERTIFICATION

As required under the provisions of Regulation 33 of the SEBI Listing Regulations, Mr. Ashish Dikshit, Managing Director and Mr. Jagdish Bajaj, Chief Financial Officer have reviewed the audited financial statements and cash flow statement for the financial year ended March 31, 2025 and accordingly have provided a Certificate, which is enclosed separately at the end of this Report as **Annexure B**.

CODE OF CONDUCT

The Board of Directors has laid down a 'Code of Conduct for the Board Members and Senior Management' of your Company. All Board Members and Senior Management Personnel have confirmed compliance with the Code of Conduct, which is enclosed separately at the end of this Report as **Annexure C.**

REPORT ON CORPORATE GOVERNANCE

As required under Regulation 27 of the SEBI Listing Regulations, your Company has been duly submitting the quarterly compliance report in the prescribed format and within the required timelines to the stock exchanges and the same are available on their websites. The said reports are also available on the website of the Company i.e. www.abfrl.com.

The compliance certificate received from M/s. Dilip Bharadiya & Associates (FRN: P2005MH091600), Company Secretaries regarding compliance of corporate governance requirements forms part of **Annexure VII** to the Board's Report.

ANNEXURE A

CERTIFICATE FROM PRACTICING COMPANY SECRETARY W.R.T. CONFIRMATION OF DIRECTOR'S NON-DISQUALIFICATION

To,
The Members,
ADITYA BIRLA FASHION AND RETAIL LIMITED
Piramal Agastya Corporate Park,
Building A, 4th and 5th Floor,
Unit No.401,403,501,502, L.B.S Road,
Kurla, Mumbai -400070

This Certificate is being issued to the Members of Aditya Birla Fashion and Retail Limited, bearing Corporate Identity Number *(CIN)* - L18101MH2007PLC233901, having its registered office address at Piramal Agastya Corporate Park, Building A, 4th and 5th Floor, Unit No.401, 403, 501, 502, L.B.S Road, Kurla, Mumbai - 400070 *("the Company")* in terms of Regulation 34(3) read with Schedule V Para C Clause 10(i) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 *("Listing Regulations")*.

We believe it is the responsibility of the Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Companies Act, 2013 *("Act")* and Listing Regulations.

We have examined the documents and disclosures provided by the following Directors (as on March 31, 2025) in electronic mode, for the purpose of issuing this Certificate, in accordance with the requirements under the Act and the Listing Regulations:

Sr. No.	Name of the Director (in alphabetical order)	DIN	Date of appointment
1	Ms. Ananyashree Birla	06625036	30/01/2023
2	Mr. Arun Adhikari	00591057	19/05/2021
3	Mr. Ashish Dikshit	01842066	01/02/2018
4	Mr. Aryaman Vikram Birla	08456879	30/01/2023
5	Mr. Kumar Mangalam Birla	00012813	24/02/2021
6	Mr. Nish Bhutani	03035271	05/06/2020
7	Mr. Pankaj Sood	05185378	20/09/2022
8	Ms. Preeti Vyas	02352395	31/03/2021
9	Ms. Sangeeta Tanwani	03321646	24/02/2021
10	Mr. Sunirmal Talukdar	00920608	11/03/2020
11	Mr. Vikram Rao	00017423	17/03/2021
12	Mr. Vishak Kumar*	09078653	24/02/2021
13	Mr. Venkatesh Satyaraj Mysore	01401447	13/10/2024
14	Mr. Yogesh Chaudhary	01040036	17/03/2021

**Consequent to effectiveness of the scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited ("ABLBL") w.e.f. May 1, 2025, Mr. Vishak Kumar, a Whole-time Director (WTD) who was an employee of the Company has been transferred to ABLBL and accordingly, his position as WTD stands relinquished in the Company from closure of business hours of April 30, 2025*

Based on our examination of relevant documents made available to us by the Company and such other verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] carried out by us as deemed necessary and adequate, in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, **we certify that as on date of this certificate, none of the directors on the Board of the Company, as listed hereinabove, have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.**

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 **DILIP BHARADIYA & ASSOCIATES**

DILIP BHARADIYA
Partner
FCS No. 7956 CP No. 6740
UDIN: F007956G000416507

Place: Mumbai
Date: May 23, 2025

ANNEXURE B

CEO - CFO CERTIFICATION

To the Board of Directors

Aditya Birla Fashion and Retail Limited

(1) We have reviewed the Audited Financial Statements and the cash flow statement of Aditya Birla Fashion and Retail Limited ("Company") for the financial year ended on March 31, 2025 and to the best of our knowledge and belief:

I. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;

II. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

(2) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year ended on March 31, 2025 which are fraudulent, illegal or violative of the Code of Conduct of the Company.

(3) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or proposed to be taken to rectify the deficiencies.

(4) We have indicated to the Auditors and the Audit Committee:

I. significant changes in the Company's internal control over financial reporting, during the financial year ended on March 31, 2025;

II. significant changes in accounting policies, if any, during the financial year ended on March 31, 2025 have been disclosed in the notes to the Financial Statements; and

III. instances of significant fraud of which we have become aware and involvement therein, if any, of the management or other employees having a significant role in the Company's internal control system over financial reporting.

Place: Mumbai
Date : May 23, 2025

Ashish Dikshit
Managing Director

Jagdish Bajaj
Chief Financial Officer

ANNEXURE C

DECLARATION

To the Members of Aditya Birla Fashion and Retail Limited,

As provided under the provisions of Schedule II and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Directors and Senior Management Personnel of the Company have affirmed Compliance with the Code of Conduct for the year ended March 31, 2025.

Place: Mumbai
Date : May 23, 2025

Ashish Dikshit
Managing Director

GENERAL SHAREHOLDER INFORMATION

[IN TERMS OF PART C, SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

i. Annual General Meeting (18th) for FY 24-25

Day and date : Tuesday, September 23, 2025

Time : 3:00 p.m.

Venue /Mode : Video Conferencing/Other Audio Visuals means

ii. Financial Calendar for Reporting

Board Meetings

Financial Year of the Company	1st April to 31st March
Quarter ending June 30, 2025	On or before August 14, 2025
Quarter and six months ending September 30, 2025	On or before November 14, 2025
Quarter and nine months ending December 31, 2025	On or before February 14, 2026
Quarter and year ending March 31, 2026	On or before May 30, 2026
Annual General Meeting for the year ending March 31, 2026	On or before September 30, 2026

iii. Dividend payment date: Not Applicable.

iv. Stock exchanges where securities of the Company are listed:

(a) Equity shares:

Stock exchange	Stock code
BSE Limited ("BSE") Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	535755
National Stock Exchange of India Limited ("NSE") Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051	ABFRL

(b) Non-convertible debentures ("NCD"): -

The Company has issued and allotted unsecured, rated and redeemable NCDs at a face value of ₹ 1,00,000 each listed on BSE Limited, details of which are as under:

Year of issue	Series	Scrip code	ISIN	Principal amount (₹ in Crore)	Date of maturity	Debenture Trustee
2021	8[1]	973442	INE647O08107	400	09-Sep-24	**Axis Trustee Services Limited** 2nd Floor 'E', Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai - 400 025 Phone: +91 22 2425 5215/5216 Fax: +91 22 2425 4200 Email id: compliance@axistrustee.in
2023	9[2]	974570	INE647O08115	500	30-Jan-26	
2023	10	975069	INE647O08123	750	12-Sep-30	
2024	11[3]	976007	INE647O08131	500	31-Dec-26	

Notes:

(1) Redemption of Series 8 NCDs was due on September 9, 2024. Accordingly, the redemption amount has been duly paid.

(2) Series 9 of has been transferred to Aditya Birla Lifestyle Brands Limited pursuant to Scheme of Arrangement among Aditya Birla Fashion and Retail Limited, Aditya Birla Lifestyle Brands Limited and their respective shareholders and creditors.

(3) Series 11 has been bought back by the Company in March 2025 from the open market.

(c) Commercial Papers: In terms of Securities and Exchange Board of India ('SEBI') Circular no. SEBI/HO/DDHS/P/CIR/2021/613/ SEBI/HO/DDHS/PoD1/P/CIR/2024/54 Operational Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper dated August 10, 2021 and updated as on April 13, 2022, May 22, 2024 the Commercial Papers issued by the Company are listed on BSE.

v. Credit ratings:

The details of credit ratings as on March 31, 2025 and any revisions thereto during the financial year are disclosed below:

Instrument issued by/ on behalf of the Company	Credit Rating		
	CRISIL Limited	ICRA Limited	India Ratings & Research
Bank Loan Facilities	CRISIL AA+/ Watch Negative	[ICRA] AA+/ Rating watch with developing implications	IND AA+/ Watch Negative
NCDs	CRISIL AA+/ Watch Negative	[ICRA] AA+/ Stable	IND AA+/ Watch Negative
Commercial Papers	CRISIL A1+	[ICRA] A1+	IND A1+

Notes:

1. ICRA limited placed the long-term rating of AA+ on rating watch with Developing Implications. Short term rating reaffirmed at A1+ on April 12, 2024.

2. ICRA limited assigned the rating as AA+ (rating watch with Developing Implications) as on September 3, 2024 for proposed non-convertible debenture programme of INR 500 crs.

3. India Ratings and Research placed the long-term rating of AA+ on a negative watch on April 11, 2024.

4. CRISIL revised the rating outlook to 'Watch Negative' from 'Stable' on the long-term facilities on March 7, 2024.

5. CRISIL continued the rating outlook on 'Watch Negative' on long-term facilities and reaffirmed the short-term rating on A1+ on March 4, 2025.

6. ICRA revised the rating outlook to 'Stable' from 'Watch Negative' on the long-term facilities on April 9, 2025.

vi. Designated depository for the purpose of monitoring of Foreign Investment limits on behalf of the Company: Central Depository Services (India) Limited ("CDSL")

vii. Annual listing fees for the financial year 2025-26: Has been paid to both the stock exchanges.

viii. Distribution of shareholding as on March 31, 2025:

Range of shareholding	No. of shareholders	% No. of shareholders	No. of shares held	% Shareholding
1 to 500	2,95,519	89.84	2,45,76,358	2.01
501 to 1000	16,511	5.02	1,22,36,312	1.00
1001 to 2000	8,517	2.59	1,22,84,325	1.00
2001 to 3000	3,006	0.91	75,52,133	0.62
3001 to 4000	1,333	0.41	46,91,991	0.38
4001 to 5000	905	0.28	41,74,434	0.34
5001 to 10000	1,644	0.50	1,16,16,046	0.95
10001 and above	1,490	0.45	1,14,31,29,347	93.68
Total	**3,28,925**	**100.00**	**122,02,60,946**	**100.00**

Category-wise shareholding pattern of the Company as on March 31, 2025:

Category	No. of shareholders [1]	No. of shares	%
Promoter and Promoter Group (a)	**14**	**56,83,51,129**	**46.58**
Public (b)	**3,20,942**	**64,75,13,955**	**53.06**
Institutions	**278**	**44,94,46,919**	**36.83**
Mutual Funds	50	12,55,08,840	10.13
Foreign Portfolio Investors	167	27,08,28,439	22.19
Insurance Companies	10	5,07,11,136	4.16
Alternate Investment Funds	10	22,11,427	0.18
Financial Institutions/ Banks	39	1,85,327	0.02
Others	2	1,750	0.00

Category	No. of shareholders [1]	No. of shares	%
Central/ State Government(s)	**3**	**1,560**	**0.00**
Non-Institutions	**3,20,661**	**19,80,65,476**	**16.23**
Individuals	3,07,122	13,47,43,475	11.04
Body Corporates	1,453	3,39,69,122	2.78
Others	12,086	2,93,52,879	1.94
Non-Promoter - Non-Public (c)	**1**	**43,95,862**	**0.36**
Total (a + b + c)	**3,20,957**	**1,22,02,60,946**	**100.00**

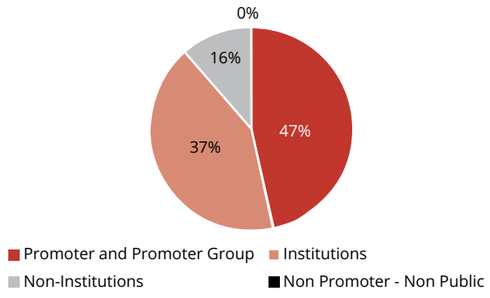
(1) Consolidated on basis of Permanent Account Number (PAN).

ix. Dematerialisation of shares and liquidity:

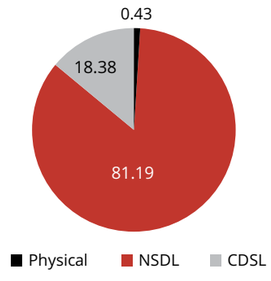
As on March 31, 2025, 99.57 % equity shares of the Company are held in dematerialised form.

Particulars	No of Shareholders	No. of shares held	%
Physical	23,162	52,16,835	0.43
Dematerialised mode:	3,05,763	1,21,50,44,111	99.57
NSDL	1,26,116	99,07,51,798	81.19
CDSL	1,79,647	22,42,92,313	18.38
Total	**3,28,925**	**1,22,02,60,946**	**100**

Category-wise Shareholding %



Dematerialisation of share



x. Unclaimed Suspense Account:

(a) As on March 31, 2025, total number of 27,68,679 equity shares of ₹ 10/- each were lying in the said suspense account and details of which is as under:

Particulars	No. of shareholders	No. of shares
Outstanding at the beginning of the year	14,611	28,16,968
Shareholders who approached the Company and to whom shares were transferred during the year	23	48,289
Shareholders and aggregate number of shares transferred to the Unclaimed Suspense Account during the year	-	-
Outstanding at the end of the year	14,588	27,68,679

Note: Voting rights on these shares shall remain frozen till the rightful owners of such shares claims the shares.

xi. Transfer of sale proceeds of fractional shares arising out of amalgamation to Investor Education and Protection Fund ("IEPF")

During the year under review, the sale proceeds of fractional shares arising out of amalgamation for the year 2016 were transferred to the Investor Education and Protection Fund.

xii. Reconciliation of share capital audit:

As stipulated under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 and as per the amendments, M/s. Dilip Bharadiya & Associates, Company Secretaries (FRN: P2005MH091600), carried out quarterly audit for the purpose of reconciliation of the total issued capital, listed capital and the capital held by the depositories in dematerialised form, the details of changes in the share capital during each quarter and the in-principle approval pending from stock exchanges with respect to such further issued capital, if any.

Further, an audit report issued in that regard is submitted to the stock exchanges, National Securities Depository Limited ("NSDL") and CDSL on quarterly basis and the same is also placed before the Board.

xiii. Outstanding Global Depository Receipts ("GDRs")/ American Depository Receipts ("ADRs")/ warrants or any convertible instruments, conversion date and likely impact on equity:

Not applicable

xiv. Commodity price risk/ foreign exchange risk and hedging activities:

The foreign currency exposure of the Company, in respect of its imports, borrowings and export receivables, is hedged as per its policies. The Company uses a mix of various derivative instruments like forward covers.

xv. Investor service and grievance handling mechanism:

A robust mechanism is established by your Company which ensures efficient service to the investors, pro-active handling of investor correspondences and redressal of grievances in an expeditious manner. This mechanism is handled by the Compliance Officer of your Company and the Register and Share Transfer Agent ("RTA"), through its investor service centres which are spread across the country.

Stakeholders Relationship Committee has been constituted specifically to look into various aspects of interest of Shareholders, Debenture Holders and other Security Holders. The Board of your Company and its AC review the status of investor complaints on a quarterly basis.

During the year under review, the Company received total of 25 complaints from the shareholders. Details of complaints received along with their status as on March 31, 2025, have been disclosed separately in the Corporate Governance Report forming part of this Annual Report.

xvi. Share transfer system:

As per SEBI norms, all requests for transfer, transmission and transposition of securities are affected only in dematerialized form. Shareholders may please note that SEBI by its circulars has mandated listed companies to issue securities in demat form only. However, investors are not barred from holding shares in physical form. Shareholders holding equity shares of the Company in physical form are requested to kindly get their shares converted into demat/ electronic form to get inherent benefits of dematerialisation, as well as considering that physical transfer of equity shares / issuance of equity shares in physical form have been disallowed by SEBI.

Suspense Escrow Demat Account

SEBI vide its Master Circular no. SEBI/HO/MIRSD/POD-1/P/ CIR/2024/37 dated 7th May 2024 directed listed entities to issue securities in dematerialised form through letter of confirmation while processing investor services request and in cases where letter of confirmation is not submitted to DP with 120 days from the date of issuance, RTA/ Company shall credit the same into the Suspense Escrow Demat Account of the Company. The Company has a separate Suspense Escrow Demat Account ("said account") with NSDL, for the cases where the Letter of Confirmation ("LoC") has not been submitted within 120 days from the date of LoC the same shall be credited to the said demat account.

The details of shares lying under the said Demat Account as on March 31, 2025 is as follows:

Particulars	No. of shareholders	No. of shares
Aggregate Number of shareholders and the outstanding shares in the suspense escrow demat account lying as on April 1, 2024	9	3,023
Transferred during the year	9	2,619
Shareholders, who approached the Company for transfer of shares from the suspense escrow demat account	3	550
Aggregate Number of shareholders and the outstanding shares in the suspense escrow demat account lying as on March 31, 2025	15	5,092

xvii. Dispute Resolution Mechanism (SMART ODR)

SEBI vide its circular dated 31st July, 2023, 4th August, 2023 and 20th December, 2023 has introduced Securities Market Approach for Resolution through Online Dispute Resolution (SMART ODR) Portal. This is in addition to the existing system viz. SCORES, where investors initially lodge their complaints / grievances against the Company the SMART ODR Portal allows investors with additional mechanism to resolve the grievances and the same can be accessed at https://smartodr.in/. The Company has complied with the above circulars and the same are available at the website of the Company: https://www.abfrl.com.

Shareholders could avail ODR mechanism only if resolution provided by the Company/ RTA and SCORES platform of the SEBI are not satisfactory.

xviii. Company's recommendations to the shareholders:

a. Intimate/ update contact details

Shareholders are requested to update/ intimate changes, if any, with necessary documentary evidence, to the Company/ RTA, if shares are held in physical mode or to their Depository Participant ("DP"), if the holding is in electronic mode.

b. Furnish/ update PAN, KYC, bank account and nomination details with the Company/ DP

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has prescribed common and simplified norms for processing investor's service request by furnishing the following documents/ details/ to RTA:

- Register the PAN through form ISR - 1
- Compulsory linking of PAN and Aadhaar
- Nomination in Form SH-13 or cancellation or variation in nomination through Form SH-14

- Declaration to Opt-out Nomination through Form ISR - 3 after cancelling his existing nomination, if any, through Form SH-14
- Bank account particulars through Form ISR-2
- Specimen signature update
- All the above forms are available on the website of the Company www.abfrl.com and with RTA

c. Updation of details by non-resident shareholders

Non-resident Indian shareholders are requested to immediately inform the Company/ RTA, if shares are held in physical mode or to their DP, if the holding is in electronic mode, regarding change in the residential status on return to India for permanent settlement and/or the particulars of the NRE account with a bank in India, if not furnished earlier.

d. Consolidation of folios and avoidance of multiple mailing

In order to enable the Company to reduce costs and duplicity of efforts for providing services, shareholders who have more than one folio/demat account in the same order of names, are requested to consolidate their holdings under one folio/demat account. They may write to the RTA/ DP in this regard. This would facilitate one-stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor and service multiple folios/ demat accounts.

e. Submit Nomination Form

Section 72 of the Companies Act, 2013, extends nomination facility to individuals holding shares in physical form. Shareholders, in particular, those holding shares in single name, may avail the above facility by furnishing the particulars of their nominations in the prescribed Nomination Form No. SH-13/ SH-14 which can be downloaded from the website of the Company i.e., www.abfrl.com, duly filled-in to RTA at their address mentioned herein below. Shareholders holding shares in demat form may contact their respective DPs for availing this facility/ change an existing nomination.

f. Deal with registered intermediaries

Shareholders should transact through a SEBI registered intermediary, as it will be responsible for its activities and in case the intermediary does not act professionally, the matter can be taken up with SEBI/stock exchanges.

g. Monitor holdings regularly

Demat account should not be kept dormant for a long period of time. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified. Where the shareholder holding shares in demat form is likely to be away for a long period of time, such shareholder can make a request to the DP to keep the account frozen, so that there can be no debit to the account till the instruction for freezing the account is countermanded by the shareholder.

xix. Plants of the Company with their locations*:

Sr. No.	Plants	Location
1.	Madura Clothing *(Crafted Clothing)*	No. 527, Marasur Village, Anekal Taluk, Bengaluru - 562106, Karnataka
2.	Madura Clothing *(Fashion Craft)*	No. 324, Marasur Village, Anekal Taluk, Bengaluru - 562106, Karnataka
3.	Madura Clothing *(Europa Garments)*	Survey No. 62/2A, 62/2B, Parappana Agrahara, Off Hosur Road, Begur Hobli, Naganathapura, Bengaluru - 560100, Karnataka
4.	Madura Clothing *(Classical Menswear)*	No. 288/2, Dodda Begur, Bommanahalli, Bengaluru - 560068, Karnataka.
5.	Madura Clothing *(English Apparels)*	No. 52/2, Bilvaradahalli, Jigani Hobli, Anekal Taluk, Bengaluru - 560083, Karnataka
6.	Madura Clothing *(Haritha Apparels)*	Survey No. 42/2, 43, Basavanapura, Mayaganahalli, Kasaba Hobli, Ramanagara Taluk and District - 562159, Karnataka
7.	Madura Clothing *(Alpha Garments)*	No. 10/1, Byatarayanapura Jakkur Layout, Bellary Main Road, Bengaluru - 560064, Karnataka
8.	Madura Clothing *(Little England Apparels)*	Survey No.#569/1,569/2B,570,606,853/1, Kurbarapalli village Doddaubanur Post, Denkanikotte Taluk, Thally - 635118, Tamil Nadu
9.	Aditree Apparels	Plot No. A-4, A-5, A-6, Apparel Park Industrial Area, Sy.No. 29 and 31, Arehalliguddadahalli, Kasaba Hobli, Doddaballapur Taluk, Bengaluru - 561203
10.	Aditya Birla Fashion and Retail Limited – Odisha	IDCO Plot No. H2, H3, H4, H5, H5(P) and H6, Bomikhal, Mancheswar Industrial Estate, Bhubaneswar, Odisha - 751010

** Plants of the Company up to April 30, 2025. W.e.f. May 1, 2025, became plants of Aditya Birla Lifestyle Brands Limited ("ABLBL") subsequent to demerger of Madura Fashion and Lifestyle business into ABLBL pursuant to effectiveness of the Scheme of Arrangement.*

xx. Address for correspondence:

- All shareholder's correspondence should be forwarded to MUFG Intime India Private Limited, (formerly known as Link Intime India Private Limited), the Registrar and Share Transfer Agent ("RTA") of the Company or to the Company Secretary at the registered office of the Company at the addresses mentioned below.
- The Company's dedicated e-mail address for shareholders complaints and other communications is secretarial@abfrl.adityabirla.com.

Registrar and Share Transfer Agent	Registered Office
MUFG Intime India Private Limited	**Aditya Birla Fashion and Retail Limited**
(formerly known as Link intime India Private Limited)	Piramal Agastya Corporate Park,
Unit: Aditya Birla Fashion and Retail Limited	Building 'A', 4th and 5th Floor,
C-101, 247 Park, L.B.S. Marg,	Unit No. 401, 403, 501, 502,
Vikhroli (West), Mumbai - 400083	L.B.S. Road, Kurla,
Phone : +91 8108116767	Mumbai - 400070
Fax : +91 22 49186060	Phone : +91 86529 05000
E-mail : rnt.helpdesk@in.mpms.mufg.com	Fax : +91 86529 05400
Website : https://in.mpms.mufg.com	E-mail : secretarial@abfrl.adityabirla.com
	Website : www.abfrl.com

xxi. Feedback:

Your feedback is valuable to us to help us serve you better. Shareholders are requested to give us their valuable suggestions, if any, for enhancement of our investor services by writing to RTA/Company at the address provided hereinabove.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Anchored by the ABG Vision and Sustainable Business Framework, we at ABFRL embarked on our sustainability journey with the launch of the sustainability 1.0 programme 'ReEarth - For Our Tomorrow' in FY13.

Building on our commitment to foster a sustainable tomorrow and deliver sustainable fashion, we have leapfrogged in our ReEarth programme with sustainability 2.0 and defined milestones for 2025.

As we transform our journey to Sustainability 3.0, we are redefining boundaries, setting ambitious goals, and embracing our responsibility to shape a sustainable future. Our vision for 2030 isn't just aligned with global climate goals—it is a bold declaration of our intent to lead with purpose and impact, focusing on below key areas: Net-Zero & decarbonization, Circularity by design, empowered communities, Health safety & well-being, Technology & Digitisation.

We present our Business Responsibility and Sustainability Report (BRSR) in alignment with the National Guidelines on Responsible Business Conduct (NGRBCs) on Environmental, Social and Governance (ESG) of Businesses as released by the Ministry of Corporate Affairs. This Report is prepared as per amended 34 (2) (f) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide gazette notification no. SEBI/LAD-NRO/GN/2021/22 dated May 05, 2021 and SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated July 12, 2023.

*Please note that pursuant to a Scheme of Arrangement amongst Aditya Birla Fashion and Retail Limited **("ABFRL")**, Aditya Birla Lifestyle Brands Limited **("ABLBL")** and their respective shareholders and creditors **("Scheme")** the Madura Fashion and Lifestyle business of ABFRL have got demerged into ABLBL, effective from May 1, 2025. Since Scheme has been made effective after end of the financial year 2024-25, the BRSR Report does not take into account the effect of Demerger.*

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1	**Corporate Identity Number (CIN) of the Listed Entity**	**:**	L18101MH2007PLC233901
2	**Name of the Listed Entity**	**:**	Aditya Birla Fashion and Retail Limited
3	**Year of incorporation**	**:**	2007
4	**Registered office address**	**:**	Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai, Maharashtra - 400 070
5	**Corporate address**	**:**	KH No 118/110/1 Building2 Divyashree Technopolis, Yemalur Post, HAL Old Airport Rd, Bengaluru, Karnataka - 560 037
6	**E-mail**	**:**	secretarial@abfrl.adityabirla.com
7	**Telephone**	**:**	91 86529 05000
8	**Website**	**:**	www.abfrl.com
9	**Financial year for which reporting is being done**	**:**	2024-2025
10	**Name of the Stock Exchange(s) where shares are listed**	**:**	BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE")

11	**Paid-up Capital (in INR)**	:	₹ 1,220.26 Cr
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: Dr Naresh Tyagi Designation: Chief Sustainability Officer Telephone: 080-67271000 Email Address: naresh.tyagi@abfrl.adityabirla.com
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)**	:	Yes, the disclosure under this report are made on Standalone basis. The BRSR disclosures pertain to our Corporate office in Mumbai and Head Office in Bengaluru, factories, warehouses, and retail stores. The defined boundary covers significant operations of the organization. *Please Refer about the report' section page no. 02*
14	**Name of Assurance Provider**	:	British Standards Institution
15	**Type of Assurance**	:	Reasonable Assurance for BRSR core

II. Products / services

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

Business activities include design, manufacturing, distribution and retailing offering branded apparel and accessories. Details of turnover provided in subsequent question.

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

S. No.	Description of Main Activity	Description of Business Activity	Business Activity Code	% of Turnover of the entity
1	Manufacturing	Textile, Leather and other apparel products	C2	33.72
2	Trade	Retail Trading	G2	66.28

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	10 Factories 3 Sampling Units 9 Warehouses	Registered Office – Mumbai Office – Bengaluru Jaypore Office Tasva Office Shantanu & Nikhil Office Sabyasachi Office House of Masaba TCNS office	30
International	—	—	—

Please Refer 'Reporting Scope Boundary and Framework' section page no. 3-4

19. Markets served by the entity:

a. Number of locations:

Location	Number
National (no. of states)	28 states and 4 union territories across India
International (no. of countries)	The Middle East, USA,

b. What is the contribution of exports as a percentage of the total turnover of the entity?

1.15% is contributed to exports in total turnover

c. A brief on types of customers:

Considering our product portfolio, we cater to all types of customer needs in fashion including formals, casuals, fast fashion, Indian ethnic and luxury. We also cater to accessory needs of the customers across India. We also reach out to our customer through our e-commerce along with our large retail footprint.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

Please refer Human Capital section, Page no. 59

b. Differently abled Employees and workers:

Please refer Human Capital section, Page no. 62

21. Participation / Inclusion / Representation of women

Please refer Human Capital section, Page no. 68

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Please refer Human Capital section, Page no. 61

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) 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	Jaypore E Commerce Private Limited	Subsidiary	100.00%	Yes
2	Jaypore Fashions Inc	Subsidiary	100.00%	Yes
3	TG Apparel & Décor Private Limited	Subsidiary	100.00%	Yes
4	Finesse International Design Private Limited	Subsidiary	63.50%	Yes
5	Sabyasachi Calcutta LLP	Subsidiary	51.00%	Yes
6	Indivinity Clothing Retail Private Limited	Subsidiary	85.54%	Yes

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)
7	House of Masaba Lifestyle Private Limited	Subsidiary	54.05%	Yes
8	Aditya Birla Garments Limited	Subsidiary	100%	No
9	Aditya Birla Digital Fashion Ventures Limited	Subsidiary	100%	No
10	Sabyasachi Inc	Subsidiary	51.00%	No
11	Pratyaya E -Commerce Private Limited	Subsidiary	82.24%	No
12	Imperial Online Services Private Limited	Subsidiary	79.78%	No
13	Awesomefab Shopping Private Limited	Subsidiary	66.08%	No
14	Bewakoof Brands Private Limited	Subsidiary	87.64%	No
15	Next Tree Products Private Limited	Subsidiary	87.64%	No
16	Styleverse Lifestyle Private Limited	Subsidiary	51.00%	No
17	Wrogn Private Limited	Associate	32.84%	No
18	Goodview Fashion Private Limited	Subsidiary	51.01%	No
19	Aditya Birla Lifestyle Brands Limited	Subsidiary	100%	No

VI. CSR Details

24. CSR details

(i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii) Turnover (in Rs.): *Rs. 14,973.35 Cr*

(ii) Net worth (in Rs.): *Rs. 8,197.38 Cr.*

VII. Transparency and Disclosure compliance

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 2024-25 (Current)			FY 2023-24 (Previous)		
		No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks	No. of complaints filed during the year	No. of complaints pending resolution at close of the year	Remarks
Communities	Yes https://www.abfrl.com/corporate-governance/policies/	0	0		0	0	
Investors (other than shareholders)		0	0		0	0	
Shareholders		25	0		42	0	
Employees and workers		208	46		220	0	
Customers		69539	594		56890	540	
Value Chain Partners		0	0		0	0	

26. Overview of the entity's material responsible business conduct issues: 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

Please Refer Materiality – Stakeholder Engagement and Materiality Assessment Section, page no. 32-34

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.

	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Policy and Management Process									
1a.	**Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	No
1b.	**Has the policy been approved by the Board? (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes
1c.	**Web Link of the Policies, if available**	http://www.abfrl.com/corporate-governance/policies/ Some policies may also include a combination of internal policies of the Company which are accessible to all internal stakeholders and policies placed on the Company's website								
2	**Whether the entity has translated the policy into procedures. (Yes / No)**	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	No
3	**Do the enlisted policies extend to your value chain partners? (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	No

	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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.**	Global Standards / frameworks: ILO, GRI, IFC, ISO, SA8000	Labels: BCI, LIVA Eco Fibber International Standards: OHSAS, ANSI, BSI, ASTM, NFPAIndian Standards: BIS, NBC, NSCGlobal Standards / frameworks: ILO, GRI, IFC, ISO, SA8000, Recycled Claim Standard, Higg Index	International Standards: OHSAS, ANSI, BSI, ASTM, NFPA Indian Standards: BIS, NBC, NSC Global Standards / frameworks: ILO, GRI, IFC, ISO, SA8000, ETI	Global Standards: AA1000AS, GRI, UNGC	Global Standards / frameworks: ILO, ISO, IFC SA8000, ETI, UNGC	Global Standards / frameworks: ILO, GRI, IFSC, ISO, SA8000 Certifications: USGBC, IGBC	Global Standards: AA1000AS, GRI, UNGC	Global Standards / frameworks: ILO, IFC, ISO, SA8000, UNGC	Global Standards / Frameworks: ISO, UNGC
5	**Specific commitments, goals and targets set by the entity with defined timelines, if any.**	-	-50% products by volume to have at least one sustainable attribute by 2025 - All tier-1 suppliers to be covered under Vendor Code of Conduct Program by 2025 - Zero severity at our premises - 50% renewable energy across our facilities	- All tier-1 suppliers to be covered under Vendor Code of Conduct Program by 2025 - Zero Harm - No incident of 'Category 5' at our premises.	-	- All tier-1 suppliers to be covered under Vendor Code of Conduct Program by 2025	- 50% Renewable Energy across our facilities by 2025 - 5% reduction in Scope 1, 2 & 3 Emissions by 2025 - Water positive across our facilities - Zero Waste disposed to landfill	-	- CSR goals are defined year-on-year across Education, Healthcare & Sanitation, Sustainable Livelihood, Water & Watershed and Digitalization	'All tier-1 suppliers to be covered under Vendor Code of Conduct Program by 2025 - 10% products by volume to be recycled / upcycled
6	**Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met**	-								
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)**	*Please refer 'Executive Messages' Section*								
8	**Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).**	Name: Dr. Naresh Tyagi Designation: Chief Sustainability Officer Telephone: 080-67271000 Email Address: naresh.tyagi@abfrl.adityabirla.com								

	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
9	**Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details**	Pls. refer ESG governance section. Page no. 103								
10	**Details of Review of NGRBCs by the Company**	**Indicate whether: (i) Review was undertaken by Director / Committee of the Board / Any other Committee(ii) Frequency - Annually / Half yearly / Quarterly / Any other – please specify**								
	Subject for review	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
	Performance against above policies and follow up action	Quarterly / Half yearly	Quarterly / Half yearly	Quarterly / Half yearly	Quarterly / Half yearly	Quarterly / Half yearly	Quarterly / Half yearly	-	Quarterly / Half yearly	-
	Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	Half yearly	-	Half yearly	-
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**	Yes, IMS audit conducted by BVQI	Yes, facilities assessed on Higg Index FEM / FSLM by Bluwin		Yes, Sustainability Report assessed and assured by BSI	Yes, Human Rights Assessment conducted by KPMG	-	-	Yes, Social Impact assessment by Navgraam Development Consulting LLP	Yes, Information and Cyber Security systems & protocols assessed by one of the Big 4 Audit firm
12	**If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:**									
	Questions	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
	The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
	The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
	The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
	It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-

	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Any other reason (please specify)	-	-	-	-	-	-	While ABFRL does not have a stated policy on Policy Advocacy, as part of the Aditya Birla Group, we actively undertake need- based advocacy on issues pertaining to the industry through our membership of relevant industry bodies, such as Retail Association of India and Clothing Manufacturers Association of India	-	-

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable

Good governance is the common underlying principle for all successful organizations. To ensure transparent communication and ethical conduct at all levels of the value chain, we adhere to the policies which form the cornerstone of our operations and ensure business continuity in a responsible manner.

Essential Indicators

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

   Please Refer 'Human Capital' Chapter Page no. 70

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year:**

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	1 to 9	NIL (for directors & KMP)	-	-	-
Settlement	1 to 9	NIL (for directors & KMP)	-	-	-
Compounding fee	1 to 9	NIL (for directors & KMP)	-	-	-

Non-Monetary	NGRBC Principle	Name of the regulatory / enforcement agencies / judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)	
Imprisonment	1 to 9	NIL (for directors & KMP)	-	-	-
Punishment	1 to 9	NIL (for directors & KMP)	-	-	-

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. –**

   NIL

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

   Yes, we have an Anti-Fraud and anti-corruption and bribery Policy in place.

   https://www.abfrl.com/wp-content/uploads/2025/07/Anti-Bribery-and-Anti-Corruption-Policy.pdf

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

Segment	FY 2024-25	FY 2023-24
Directors	Nil	Nil
Key Managerial Personnel	Nil	Nil
Employees other than BoD and KMPs	Nil	Nil
Workers	Nil	Nil

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

No. of complaints received in relation to issues of Conflict of Interest	FY 2024-25	FY 2023-24
Directors	0	0
KMPs	0	0

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**

   Not Applicable

8. **Number of Days of Accounts payable ((Accounts payable*365) / cost of goods / services procured) in the following format:**

   Please refer Financial Capital section, Page no. 42

9. **Open-ness of Business:**

   Please refer Financial Capital section, Page no. 42

Leadership Indicators

1. **Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

   Please refer Social and Relationship Capital section, Page no. 149

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.**

   Board and Senior Management being the decision-making authority, there's a code of conduct in place to observe the highest standards of ethical conduct and integrity.

   Refer Code of Conduct - https://www.abfrl.com/corporate-governance/code-of-conduct/

Principle 2 Businesses should provide goods and services in a manner that is sustainable and safe

ABFRL is committed to its vision to 'passionately satisfy Indian consumers' needs in fashion, style and value'. Consumers today are more aware and prefer not only the style and service but also in the knowledge that the brands they choose manufacture products sustainably and operate responsibly and ethically.

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 2024-25	FY 2023-24	Details of improvements in environmental and social impacts
R&D	0	0	NA
Capex	0	0	NA

2. a. **Does the entity have procedures in place for sustainable sourcing?**

   Yes, we have a defined methodology namely 'Sustainable Attributes' to monitor sustainable coefficient across our product portfolio

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

   At ABFRL Level, 93% product have at least one sustainable attribute

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life**

   Please refer Natural Capital section, Page no. 122, 123

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities-** *Yes*

   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.

   Please refer Natural Capital section, Page no. 122

Leadership Indicators

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

   Please refer Natural Capital section, Page no. 123

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**

   Please refer Natural Capital section, Page no. 123

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 re-used input material to total material	
	FY 2024-25	FY 2023-24
Carton Box	100% cardboard made from recycled paper	

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:**

   Please refer Natural Capital section, Page no. 122

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category. –** Not Applicable

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

At ABFRL, our 'People Vision' is to **'Drive a High Performing and Customer Centric Culture with Happy and Value Oriented Employees'.** We are especially proud of our performance as it is expertly anchored by advanced capabilities and enhanced productivity.

Essential Indicators

1.

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

   Please refer Human Capital section, Page no. 81

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

   Please refer Human Capital section, Page no. 81

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

   Please refer Human Capital section, Page no. 81

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

   Please refer Human Capital section, Page no. 81

3. **Accessibility of workplaces: Are the premises / offices of the entity accessible to differently abled employees and workers, 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 premises / offices are accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016

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.**

   While we don't have a standalone Equal Opportunity Policy, our Human Rights policy emphasizes our commitment and approach in providing a conducive and diverse work environment considering the rights of vulnerable groups such as indigenous people, women, migrant workers and other minorities. Please refer Human Rights Policy for further information. - *https://www.abfrl.com/wp-content/uploads/2024/07/Human-Rights-Policy-1.pdf*

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

   Please refer Human Capital section, Page no. 81

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

	Yes / No	If Yes, then give details of the mechanism in brief
Permanent Workers	Yes	Works committee has formed to address the Grievance of workers. Committee comprises of 13 members with 20% of male and 80% of female across levels and each unit level (Factories)
Other than Permanent Worker	No	NA
Permanent Employees	Yes	Pls. refer Employee grievance mechanism in Human Capital Page no. 84
Other than Permanent Employees	Yes	

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

   Please refer Human Capital section, Page no. 82

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

   Please refer Human Capital section, Page no. 70 for Skill upgradation training and Health & safety Training Page no. 88

9. **Details of performance and career development reviews of employees and worker:**

   100% of employees and permanent workers are covered under performance and career development review.

   Please refer Human Capital section, Page no. 61

10. **Health and safety management system:**

    a. **Whether an occupational health and safety management system has been implemented by the entity? If yes, the coverage such system?**

       Yes, please refer Human Capital Section, Page no. 85-88

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

       Risk Assessment and Management System - Hazard Identification and Risk Assessment, Job Safety Analysis, please *refer Human Capital Section, Page no. 85-88*

    c. **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks.**

       Please refer Human Capital Section, Page no. 85-88

    d. **Do the employees/ worker of the entity have access to non-occupational medical and healthcare services?**

       We have Group Mediclaim Policy in place for all our employees (including workers)

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

    Please refer Human Capital section, Page no. 87

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

    Please refer Human Capital Section, Page no. 85-88

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

    Please refer Human Capital Section, Page no. 87

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% *(Factories and Warehouse)*
Working conditions	100% (Factories and Warehouse)

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.**

Please refer Human Capital section, Page no. 85-86

Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death.**

Employees	Yes
Workers	Claims are settled through EDLI – EPFO

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

Statutory dues are managed by internal process stakeholders and there are quarterly audit happening around to ensure the prompt payment and 100% complaint

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

	Total no. of affected employees / worker		**No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment**	
	FY 2024-2025	**FY 2023-2024**	**FY 2024-2025**	**FY 2023-2024**
Employees	0	0	NA	NA
Workers	0	0	NA	NA

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?**

Please refer Human Capital section, Page no. 75

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

Please refer Social and Relationship Capital section, Page no. 148-149

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.**

Please refer Social and Relationship Capital section, Page no. 148-149

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.**

Please refer Stakeholder Engagement and Materiality assessment Section, Page no. 25

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

Please refer Stakeholder Engagement and materiality assessment Section, Page no. 26-28

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.**

Please refer Stakeholder Engagement and materiality assessment section, Page no. 26-28

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, *please refer Materiality Section and Stakeholder Engagement section, Page no. 26-28*

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

We do not have any vulnerable or marginalized group identified as stakeholder group.

Please refer Materiality Section and Stakeholder Engagement section, Page no. 26-28

Principle 5 Businesses should respect and promote human rights

ABFRL upholds the belief that all humans must be treated with dignity and respect. In order to ensure this, we protect human rights, not only within our premises but across our supply chains. Our policy on human rights is thus extended to vendors, suppliers and NGOs. Some of the steps that we have taken to safeguard human rights are:

- We prohibit child and force labour across all vendor sites. This is enforced and ensured through stringent and regular audit checks of vendors
- Our 'Prevention of Sexual Harassment' *(POSH)* Policy has been adopted on the Company-wide level to ensure the respect and dignity of all its employees. POSH is applicable not only to employees but also to third parties or clients and vendors of the Company

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:**

Please refer Human Capital section, Page no. 83

2. **Details of minimum wages paid to employees and workers, in the following format:**

   Please refer Human Capital section, Page no. 68

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

   a. **Median Renumeration / Wages**

      Please refer Human Capital section, Page no. 68

   b. **Gross wages paid to female as % of the total wages paid by entity**

      Please refer Human Capital section, Page no. 68

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 issues.**

   We have a formal policy in line with UNGC Principles of Human Rights & Labor, Social Accountability 8000 etc. and employee raise their grievances through dedicated helpline numbers work committee and email in their reginal language

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

   Please refer Human Capital section, Page no. 84

7. **Complaints filed under the sexual Harassment of women at workplace (prevention, prohibition and redressal) act 2023, in the following format**

   Please refer Human Capital section, Page no. 84

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

   Please refer Human Capital section, Page no. 84

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

10. **Assessments for the year – Percentage of plants and offices**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	100% assessed for Workplace Health & Safety requirements

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

    At the time of Audit suitable corrective actions are recommended and facilities are monitored through regular Follow-up and Annual Surveillance Audits to ensure robustness of the systems in place

Leadership Indicators

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.** – Not applicable

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

   All the tier 1 vendors, warehouse, retail stores, business offices, and in-house factories are under the scope of Human Rights due diligence.

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

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

   Please refer Social and Relationship Capital section, Page no. 82

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

   At the time of Audit suitable corrective actions are recommended. Vendors are monitored through regular Follow-up and Annual Surveillance Audits to ensure robustness of the systems in place

   Please refer Social and Relationship Capital section, Page no. 148-149

Principle 6 Businesses should respect and make efforts to protect and restore the environment

At ABFRL, we are striving to provide every customer a sense of meaningful contribution in building a sustainable ecosystem, through resource neutral operations of closed-loop models, sustainable raw materials and enhanced transparency.

- Our sustainability webpage link - https://www.abfrl.com/sustainability/
- Our Environmental Policy link – https://www.abfrl.com/docs/corporate_governance/policies/ENVIRONMENTAL-POLICY.pdf

Essential Indicators

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

   Please refer Natural Capital section, Page no. 105

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.

None of the ABFRL facility has been identified as designated consumers under PAT scheme

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

   Please Refer Natural Capital section, Page no. 115

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

   Please Refer Natural Capital section, Page no. 115

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

   Yes, ABFRL has implemented a mechanism for zero water Discharge. Under Liquid waste, we have Used oil, which is collected, stored and disposed for recycling.

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

   Please Refer Natural Capital section, Page no. 109

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

   Please Refer Natural Capital section, Page no. 107

8. **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

   Yes, Energy efficiency, PV Solar Roof Top, Use of biomass as fuel in boiler etc.

   Please Refer Natural Capital section, Page no. 104-106

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

   Please Refer Natural Capital section, Page no. 118

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.**

    Please Refer Natural Capital Section, Page no. 117-119

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, please specify details in the following format:**

    Not Applicable. ABFRL has no operations/offices in/around ecologically sensitive areas

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

    Not Applicable

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, we adhere to all applicable local and national environment laws and regulations

Leadership Indicators

1. **Water withdrawal, consumption and discharge in areas of water stress (in kiloliters):**

   For each facility / plant located in areas of water stress, provide the following information:

   (i) Name of the area: Bangalore and Gurugram

   (ii) Nature of operations: Domestic purpose

   (iii) Water withdrawal, consumption and discharge in the following format:

   Please Refer Natural Capital Section, Page no. 116

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

   Please Refer Natural Capital Section, Page no. 108

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.**

   ABFRL has no operations/offices in/around ecologically sensitive areas

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, please provide details of the same as well as outcome of such initiatives, as per the following format:**

   Please Refer Natural Capital Section, Page no. 119

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

   We have crisis management policy at group level

   https://sustainability.adityabirla.com/images/Crisis-Management-Policy.pdf

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.**

   No significant adverse impacts to the environment evidenced as a result of our operations

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

   100 Critical vendors assessed for Environmental Impacts through our internal program named as supplier sustainability Index

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.**

      Please Refer 'Membership in Industry Associations', in Public Advocacy section in Social and Relation Capital, Page no. 151-153

   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.**

      Please Refer 'Membership in Industry Associations', in Public Advocacy section in Social and Relation Capital, Page no. 151

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.**

   Not Applicable

Principle 8 Businesses should promote inclusive growth and equitable development

The Company focuses its CSR initiatives under 5 pillars, i.e., Education, Health & Sanitation, Sustainable Livelihood, Water and Digitization. It also strongly encourages voluntary employee participation in the CSR activities, and has a policy in place to facilitate this.

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

   Please refer Social and Relation Capital, Page no. 142

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity:**

   Not Applicable

3. **Describe the mechanisms to receive and redress grievances of the community.**

   Please refer Social and Relation Capital, Page no. 129

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

   Please refer Social and Relationship Capital, Page no. 147

5. **Job creation in smaller town- Disclose wages paid to person employed (Including employees or workers employed on permanent or non-permanent /on contract basis in the following locations.**

   Please refer Human Capital, Page no. 68

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):**

Details of negative social impact identified	Corrective action taken
Not Applicable as no any negative social impacts identified in the Social Impact Assessments	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

   Please refer Social and relationship capital section, page no. 134

3

   a. **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**

      No

   b. **From which marginalized /vulnerable groups do you procure?**

      Currently, we are not purchasing from any marginalized or vulnerable groups

   c. **What percentage of total procurement (by value) does it constitute?**

      0%

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:**

   Please refer Social and Relation Capital, Page no. 130

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.**

   Please Refer Customer, Stakeholder Engagement and Materiality section, Page no. 27

2. **Turnover of products and / services as a percentage of turnover from all products/ service that carry information about:**

Environmental and social parameters relevant to the product	We have defined sustainable product attributes. We launch various environment friendly collections and mentions the Environment and Social performance of the products. Such products comprise of 89.2 % by volume.
Safe and responsible usage	Our product tags contain the information on the safe and responsible usage of the products such as wash care, drying and ironing instruction. We mention these instructions on 100% of our apparel products.
Recycling and/or safe disposal	Not Applicable

3. **Number of consumer complaints in respect of the following:**

   Please refer Social and Relation Capital, Page no. 144

4. **Details of instances of product recalls on account of safety issues:**

   Not Applicable

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.**

   Please refer intellectual Capital, Information security section Page no. 97-99

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.**

   Nil

7. **Provide the following information relating to data breaches:**

   a. **Number of instances of data breaches along-with impact:**

      0

   b. **Percentage of data breaches involving personally identifiable information of customers:**

      *0***%**

Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available)**

   Information relating to all the products and services provided by the organization are available on the Company website https://www.abfrl.com. Apart from that all the brands that are part of ABFRL, have their own websites, where they regularly update their information regarding their products and services. In addition, the Corporation actively uses various social media and digital platforms to disseminate information.

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

   Our product tags contain the information on the safe and responsible usage of the products such as wash care, drying and ironing instruction. We mention these instructions on all of our apparel products.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   Not applicable

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.**

   Product Story related to raw material, finish or any other key highlight shall be disclosed over and above the mandatory requirement through the hangtag. Example - LIVA, Giza Cotton

   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, we do carry out surveys with regard to consumer satisfaction.

Standalone Financial Statements

INDEPENDENT AUDITOR'S REPORT

To the Members of Aditya Birla Fashion and Retail Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Aditya Birla Fashion and Retail Limited ("the Company") which includes the financial statements of ABFRL Employee Welfare Trust, which comprise the Standalone Balance Sheet as at March 31, 2025, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

2. 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit 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 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 we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

4. We draw attention to Note 52 to the standalone financial statements regarding the Scheme of Amalgamation (the 'Merger Scheme') of TCNS Clothing Co. Ltd with the Company, as approved by the National Company Law Tribunal. The Company has accounted for the amalgamation as per the accounting treatment specified in the Merger Scheme, with effect from September 26, 2023, which is in accordance with Appendix C 'Business combinations of entities under common control' to Ind AS 103 'Business Combinations' and accordingly, the comparative financial information for the year ended March 31, 2024, presented in the standalone financial statements have been restated.

   Our conclusion is not modified in respect of this matter.

Key audit matters

5. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. 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 our audit addressed the key audit matter
Impairment assessment of goodwill and acquired brands (Refer Note 5 to the standalone financial statements) The Company has goodwill of ₹ 1,994.72 crores and acquired brands amounting to ₹ 1,414.18 crores at March 31, 2025. Goodwill and brands were acquired through business combinations recorded in the prior years and was allocated to Cash Generating Units (CGUs) of the Company. In accordance with Ind AS 36, Impairment of Assets, goodwill acquired in a business combination is required to be tested for impairment annually. Management has performed impairment assessment for each of the CGUs to which goodwill and related brands have been allocated by comparing the carrying amount of the assets relating to the CGUs, including the goodwill and brands, with the recoverable amount of the CGUs. Recoverable amount is the higher of value in use and fair value less costs of disposal. Impairment assessment requires significant management judgement and estimates such as projected cash flows, discount rates, growth rates over the projection period and terminal growth rates. Given the judgement, subjectivity and sensitivity of key parameters to the changes in economic conditions, the impairment assessment is considered to be a key audit matter.	Our audit procedures included the following: • Understood and evaluated the design and tested operating effectiveness of Company's controls to assess impairment, on an annual basis. • Evaluated whether the CGUs were determined and the goodwill and brands allocation was performed in accordance with requirements of Ind AS 36 and our knowledge of the Company's operations. • Evaluated the appropriateness of the approach selected by the management to determine the recoverable amount of the CGUs. • Evaluated the objectivity, competency and independence of the management expert engaged by the Company. • Evaluated the reasonableness of the cashflow projections by testing the key management assumptions and estimates used in the impairment analysis and assessed the consistency of the cashflow projections with the budgets approved by the Board of Directors. • Evaluated the sensitivity analysis performed by management on the growth rates and discount rates to determine whether reasonable changes in these key assumptions would result in the carrying amounts of individual CGUs to exceed their recoverable amounts. • Involved auditor's expert to assist in evaluating the impairment assessment including certain assumptions used. • Evaluated the adequacy of the disclosures made in the standalone financial statements.

Key audit matter	How our audit addressed the key audit matter
Impairment evaluation of Investments in subsidiaries (Refer Note 6(a) to the standalone financial statements) At March 31, 2025, the Company has investments in the following subsidiaries namely: **Name of subsidiary** / **Amount (₹ In crores)** Jaypore E-Commerce Private Limited(#) — 390.61 Finesse International Design Private Limited — 97.77 Sabyasachi Calcutta LLP — 440.84 Indivinity Clothing Retail Private Limited(*) — 490.89 House of Masaba Lifestyle Private Limited — 107.09 Aditya Birla Digital Fashion Ventures Limited(^) — 792.25 Goodview Fashion Private Limited — 194.60 (#) including inter corporate deposit of ₹ 60.85 crores. (*) including inter corporate deposit of ₹ 151.14 crores. (^) including investment of ₹ 292.25 crores in Optionally Convertible Redeemable Preference Shares (OCRPS). The Company evaluates the recoverability of the carrying values of these investments in accordance with Ind AS 36 'Impairment of Assets'. Impairment assessment is performed and recoverable amounts of the investments are determined if indicators of impairment are identified. Management periodically determines the fair value of its investments in subsidiaries which are carried at fair value through profit and loss as per Ind AS 109, 'Financial Instruments'. Management has considered losses suffered by these subsidiaries as an indicator for impairment assessment. Management has therefore performed impairment assessment by determining the recoverable amount of the investments in these subsidiaries using the value in use method and comparing the same with the carrying value. Where the carrying value exceeds the recoverable amount, an impairment loss is recognized.	Our audit procedures included the following: • Understood and evaluated the design and tested operating effectiveness of Company's controls to assess impairment of its investments in subsidiaries. • Evaluated the appropriateness of the approach selected by the management to determine the recoverable amount. • Evaluated the objectivity, competency and independence of the Management expert engaged by the Company. • Evaluated the reasonableness of the cashflow projections by testing the key management assumptions and estimates used in the impairment analysis and assessed the consistency of the cashflow projections with the budgets approved by Board of Directors. • Evaluated the sensitivity analysis performed by the Management on the recoverable amount and assessed whether any reasonably foreseeable changes in key assumptions could lead to impairment loss or material change in valuation. • Evaluated the Company's process regarding impairment assessment with the involvement of auditor's valuation experts to assist in assessing the appropriateness of the impairment model including independent assessment of certain assumptions underlying the cash flow projections, discount rate, terminal value etc. • Obtained the audited Standalone Financial Statements of the subsidiaries for the year ended March 31, 2025 and evaluated their financial performance. • We have tested the methodology and assumptions used by the management to determine the fair value of the OCRPS. • Evaluated the adequacy of the disclosures made in the standalone financial statements.

Key audit matter	How our audit addressed the key audit matter
Determination of value in use involves use of projected cash flows based on financial budgets approved by the Board of Directors. Management has involved external experts to determine the recoverable amounts. Impairment evaluation of investment in subsidiaries is considered as a key audit matter as it requires significant management judgement and estimates in addition to consideration of economic and entity specific factors in determination of the recoverable value used in impairment assessment such as projected cash flows, discount rates, growth rates over the projection period and terminal growth rates which are subject to management judgement and subjectivity and might be affected by changes in economic conditions.	
Accounting for demerger of Madura Fashion and Lifestyle Business division (Refer Note 2.4(i) and Note 51 to the standalone financial statements) During the year, the Company received all requisite regulatory approvals in respect of the Scheme of Arrangement (the "Demerger Scheme") for transfer of its Madura Fashion and Lifestyle business ('MFL division') to Aditya Birla Lifestyle Brands Limited (the "Resulting Company"). Consequent to the approval received from the National Company Law Tribunal on March 27, 2025, the assets and liabilities relating to MFL division have been transferred to the Resulting Company at book values as on that date. This has been considered as a key audit matter in view of the complexities involved in the Demerger Scheme, risk of accuracy and completeness of assets and liabilities transferred to the Resulting Company, and MFL division income and expense disclosed as discontinued operations under Ind AS 105, 'Non-current Assets Held for Sale and Discontinued Operations'.	Our audit procedures included: • Understood and evaluated the design and tested the operating effectiveness of the internal financial controls for accounting for the impact of the Demerger Scheme and related disclosures. • Understood and evaluated the terms of the demerger as specified in the Demerger Scheme related to the accounting treatment. • Read the Demerger Scheme and related agreements executed between the Company and the Resulting Company for identification of the assets and liabilities transferred at book values and evaluated the accounting for non-routine transactions, estimates and judgements in respect of such assets and liabilities, and income and expenses presented as discontinued operations. • Understood and evaluated the management's basis for identifying the assets and liabilities related to the MFL division. • Verified the approvals received from the regulatory authorities and assessed the Company's compliance with the conditions specified in these approvals. • Verified the underlying agreements to assess the appropriateness of costs related to demerger recognised by the Company. • Assessed the adequacy of the disclosures made in standalone financial statements.

Key audit matter	How our audit addressed the key audit matter
Provision for Inventory obsolescence (Refer Notes 2.4(d) and 12 to the standalone financial statements) The Company held inventories of ₹ 1,776.24 crores at March 31, 2025. In accordance with Ind AS 2, Inventories, inventories are carried at lower of cost or net realizable value. The Company operates in a fast changing fashion market where there is a risk of inventory falling out of fashion and proving difficult to be sold above cost. Management has a policy to recognize provisions for inventory considering assessment of future trends and the Company's past experience related to its ability to liquidate the aged inventory. The provision for inventory obsolescence has been considered as a key audit matter, as determination of provision for inventory involves significant management judgment and estimates.	Our audit procedures included the following: • Understood and evaluated the design and tested the operating effectiveness of Company's controls to assess the adequacy of provision for inventory obsolescence. • Evaluated the methodology used by the management to determine the provision for inventory obsolescence and determined whether the method is consistent with that applied in the prior year. • Assessed whether the changes in the methodology (if any) are reasonable and consistent with our understanding of the changes in the business. • Tested the ageing report including assessing its completeness and the underlying management judgements and estimates made. Further, assessed on a sample basis whether the calculation of provision for obsolescence is in accordance with Company's policy. • Verified appropriate approvals for specific obsolescence provisions and assessed their reasonableness on a sample basis. • Evaluated the adequacy of the disclosures made in the standalone financial statements.

Key audit matter	How our audit addressed the key audit matter
Provisions for discount and sales returns (Refer Note 2.4(e) to the standalone financial statements) The Company has recognised provisions for unsettled discounts and sales returns amounting to ₹ 6.60 crores and ₹ 59.21 crores, respectively, at March 31, 2025. (excluding provisions for discounts and sales returns relating to MFL division, amounting to ₹ 289.84 crores and ₹ 499.11 crores, respectively) Revenue from contracts with customers is recognised when the entity satisfies a performance obligation by transferring control of promised goods to a customer. Recognition of revenue requires determination of the net selling price after considering variable consideration including forecast of sales returns and discounts. The estimate of sales returns and discounts depends on contract terms, forecasts of sales volumes and past history of quantum of returns. The expected returns and discounts that have not yet been settled with the customers are estimated and accrued. Determination of provisions for discounts and sales returns is determined as a key audit matter as it involves significant management judgement and estimation.	Our audit procedures included the following: • Understood and evaluated the design and tested the operating effectiveness of Company's controls to assess the adequacy of provision for discounts and sales returns. • Evaluated the periodic account reconciliations prepared by the management during the year. • Evaluated the management estimates and judgements in determining the provision for discounts and sales returns and assessed whether the same is consistent with the prior year. • Evaluated the contract terms for a sample of customer contracts to assess the reasonableness of the provision for discounts and returns and determine whether the same is in line with terms of the contract. • Verified credits notes issued to customers on a sample basis and assessed the validity of claims with the underlying documents and appropriate approvals. • Evaluated the adequacy of the disclosures made in the standalone financial statements.

Other Information

6. 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 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 will 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 and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of management and those charged with governance for the standalone financial statements

7. 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 Indian 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.

8. In preparing the standalone financial statements, Board of Directors is 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

9. Those 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

10. 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.

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

    a) 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.

    b) 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.

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

    d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.

e) 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.

12. 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.

13. 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.

14. 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 of the current period 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

15. 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 the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

16. 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, except for the matters stated in paragraph 16(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended). Further, in the absence of sufficient appropriate audit evidence, we are unable to verify whether the backup of certain papers maintained in electronic mode has been maintained on a daily basis on servers physically located in India during the year.

(c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows 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 Indian Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 16(b) above on reporting under Section 143(3)(b) and paragraph 16(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).

(g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(h) 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 (as amended), 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 45 to the standalone financial statements)

ii. The Company was not required to recognise a provision as at March 31, 2025 under the applicable law or Indian Accounting Standards, as it does not have any material foreseeable losses on long-term contracts. The Company has made provision as required under the accounting standards for material foreseeable losses, if any, on derivative contracts as at March 31, 2025.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2025.

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in Note 56(vii) to the standalone financial statements, 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, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 56(vii) to the standalone financial statements);

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 56(vii) to the standalone financial statements, 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, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 56(vii) to the standalone financial statements); and

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

v. The Company has not declared or paid any dividend during the year.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account, which has the feature of recording audit trail (edit log) facility, and that have operated throughout the year for all relevant transactions recorded in the software, except for modifications, if any, made by certain users with specific access at the application level and for direct database changes. During the course of performing our procedures, we did not notice any instance of the audit trail feature being tampered with, except for the aforesaid instances of audit trail not maintained where the question of our commenting on whether the audit trail feature has been tampered with does not arise. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company, as per the statutory requirements for record retention.

In respect of accounting software maintained by third party service providers, due to absence of or insufficient information in the service auditors' report related to audit trail, we are unable to comment whether the audit trail feature of the aforesaid software were enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature been tampered

with. Further, the audit trail was not maintained in the prior year and hence the question of our commenting on whether the audit trail was preserved by the Company as per the statutory requirements for record retention does not arise.

17. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration Number: 304026E/E-300009

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 25203637BMKSJM2599

Place: Mumbai
Date: May 23, 2025

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 16(g) of the Independent Auditor's Report of even date to the members of Aditya Birla Fashion and Retail Limited on the standalone financial statements as of and for the year ended March 31, 2025

Report on the Internal Financial Controls with reference to standalone financial statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to standalone financial statements of Aditya Birla Fashion and Retail Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). 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

3. 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 specified under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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.

5. 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 system with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration Number: 304026E/E-300009

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 25203637BMKSJM2599

Place: Mumbai
Date: May 23, 2025

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 15 of the Independent Auditor's Report of even date to the members of Aditya Birla Fashion and Retail Limited on the standalone financial statements as of and for the year ended March 31, 2025

In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of property, plant and equipment.

(B) The Company is maintaining proper records showing full particulars of intangible assets.

(b) The property, plant and equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the property, plant and equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.

(c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Notes 3(a) and 4(a) to the standalone financial statements, are held in the name of the Company, except for the following:

Description of property	Gross carrying value (Amount in ₹ crores)	Held in the name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in the name of the Company
Leasehold properties (stores)	21.69	Pantaloons Fashion & Retail Limited	No	9 years (from January 2016)	Title deeds are in name of erstwhile transferor companies
Leasehold properties (stores)	3.28	Aditya Birla Nuvo Limited	No	9 years (from January 2016)	
Leasehold properties (stores)	66.34	TCNS Clothing Co Ltd	No	From September 1, 2024	

(d) The Company has not revalued its property, plant and equipment (including Right of Use assets) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of property, plant and equipment (including Right of Use assets) or intangible assets does not arise.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the standalone financial statements does not arise.

ii. (a) The physical verification of inventory (excluding stocks with third parties) has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in

aggregate for each class of inventory and have been appropriately dealt with in the books of account.

(b) 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 unaudited books of account. (Also, refer Note 56 (iv) to the standalone financial statements)

iii. (a) The Company has made investments in six companies, eighteen mutual fund schemes and granted unsecured loans to four subsidiary companies and to other parties (employees). The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans to subsidiaries and other parties is as per the table given below:

	Amount (in ₹ crores)
Aggregate amount granted/ provided during the year	
- Loans to subsidiary companies	258.91
- Loans to employees	0.60
Balance outstanding as at balance sheet date in respect of the above case	
- Loans to subsidiary companies	203.23
- Loans to employees	0.60

(Also, refer Notes 7 and 13 to the Standalone financial statements)

(b) In respect of the aforesaid investments and loans, the terms and conditions under which such loans were granted/investments were made are not prejudicial to the Company's interest.

(c) In respect of the loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable. Loans provided to employees are interest free.

(d) In respect of the loans to subsidiary companies and to employees, there is no amount which is overdue for more than ninety days.

(e) There were no loans which have fallen due during the year and were renewed or extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.

(f) Following loans were granted during the year, including to promoters/related parties under Section 2(76), which are repayable on demand :

	All Parties (Amount in ₹ Crores)	**Related Parties (Amount in ₹ Crores)**
Aggregate of loans/advances in nature of loan		
- Repayable on demand (A)	258.91	258.91
- Agreement does not specify any terms or period of repayment (B)	-	-
Total (A+B)	258.91	258.91
Percentage of loans/advances in nature of loan to the total loans	100%	100%

(Also, refer Notes 7 and 13 to the standalone financial statements)

iv. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Section 185 of the Act. In our opinion, the Company has complied with the provisions of Section 186 of the Act, in respect of the loans and investments made. The Company has not issued or provided any guarantees and security.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. (a) In our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of professional tax, provident fund, though there has been a slight delay in few cases and is regular in depositing undisputed statutory dues in respect of tax deducted at source under the Income Tax Act, goods and services tax, employees' state insurance, labour welfare fund, duty of customs, cess and other material dues as applicable, with the appropriate authorities.

(b) The particulars of dues of income tax, sales tax, value added tax, goods and services tax, duty of excise, entry tax and other taxes charged by local bodies at March 31, 2025 which have not been deposited on account of a dispute are disclosed in Appendix I to this report. There are no statutory dues of provident fund, tax deducted at source, professional tax, labour welfare fund, employees' state insurance and duty of customs which have not been deposited on account of any dispute.

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.

(b) On the basis of our audit procedures, 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, the term loans have been applied for the purposes for which they were obtained. (Also, refer Note 22 to the Standalone financial statements)

(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, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.

(e) On an overall examination of the 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.

(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, associates or joint ventures.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has made a private placement of shares during the year, in compliance with the requirements of Section 42 and Section 62 of the Act. The funds raised have been used for the purpose for which funds were raised.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, 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 reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause. As explained by the management, there were certain complaints in respect of which investigations are ongoing as on the date of our report and our consideration of the complaints having any bearing on our audit is based on the information furnished to us by the management.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

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

(b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under 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. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has 4 CICs as part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) of the Order is not applicable.

xix. On the basis of the financial ratios, ageing and expected dates of realisation 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 the 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. The Company was not required to spend any amount during the year for Corporate Social Responsibility under Section 135(5) and 135(6) of the Act. Accordingly, there is no amount unspent as at March 31, 2025 and the reporting under clause 3(xx) of the Order is not applicable to the Company.

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 this report.

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration Number: 304026E/E-300009

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 25203637BMKSJM2599

Place: Mumbai
Date: May 23, 2025

APPENDIX I – PARTICULARS OF TAX DUES NOT DEPOSITED ON ACCOUNT OF A DISPUTE

Referred to in paragraph vii(b) of Annexure B to the Independent Auditor's Report to the members of Aditya Birla Fashion and Retail Limited on the standalone financial statements as of and for the year ended March 31, 2025

Name of the statute	Nature of Dues	Gross value (₹ In crores)	Paid amount (₹ In crores)	Unpaid amount (₹ In crores)	Financial year to which the amount relates	Forum where the dispute is pending
Kerala Surcharge on Taxes Act, 1957	Surcharge on sales tax	0.64	0.00	0.64	2014-15 to 2016-17	The Supreme Court of India
The Central Sales Tax Act, 1956 and The Karnataka Value Added Tax Act, 2003	Value added tax and Central Sales Tax	5.31	1.59	3.72	2014-15	Karnataka Commercial Tax Appellate Tribunal
The Central Sales Tax Act, 1956 and Kerala Value Added Tax Act, 2003	Value added tax and Central Sales Tax	0.73	0.15	0.58	2017-18	Assistant Commissioner (Appeals) of State Goods and Service Tax Department, Kozhikode
Goods and Services tax Act, 2017	Goods and Service Tax	0.41	0.02	0.39	2017-18	Deputy Commissioner of State tax, Maharashtra
Goods and Services tax Act, 2017, Rajasthan	Goods and Service Tax	0.63	0.09	0.54	2017-18	1st Appellate Authority (Appeals) (Rajasthan)
Goods and Services tax Act, 2017, Haryana	Goods and Service Tax	0.90	0.04	0.86	2017-18	Excise and Taxation officer cum Proper officer of State Tax (GST)
Goods and Services tax Act, 2017, Uttar Pradesh	Goods and Service Tax	17.99	0.83	17.16	2017-18	The JCCT (Corporate) of State Tax, Kanpur-II, Kanpur-C
Goods and Services tax Act, 2017, Delhi	Goods and Service Tax	6.38	0.30	6.08	2017-18	Assistant Commissioner, Ward-201, 203 and 206/KCS
Goods and Services tax Act, 2017, Andhra Pradesh	Goods and Service Tax	5.10	0.26	4.84	2017-18 to 2020-21	Deputy Commissioner (ST), Regional GST Audit & Enforcement office, Visakhapatnam
Goods and Services tax Act, 2017, Jammu & Kashmir	Goods and Service Tax	1.88	0.09	1.79	2018-19	Office of the state Tax, Circle-E, Jammu
Goods and Services tax Act, 2017, Rajasthan	Goods and Service Tax	0.42	0.02	0.40	2018-19	Office of Deputy Commissioner of State Tax, Circle-H, Zone-4
Goods and Services tax Act, 2017, Bihar	Goods and Service Tax	1.38	0.07	1.31	2018-19	Office of Deputy Commissioner of State Tax
Goods and Services Tax Act, 2017, Karnataka	Goods and Service Tax	4.04	0.37	3.67	2018-19	Joint Commissioner, Bangalore East Commissionerate
Goods and Services tax Act, 2017, Delhi	Goods and Service Tax	8.69	-	8.69	2018-19	Sales Tax officer, Class-II, Delhi
Goods and Services tax Act, 2017, Delhi	Goods and Service Tax	21.08	-	21.08	2018-19	Sales Tax officer, Class-II (Special Audit Proceedings), Delhi
Goods and Services tax Act, 2017, Uttar Pradesh	Goods and Service Tax	9.99	0.48	9.51	2018-19	Joint Commissioner , Corporate Circle, Kanpur
Goods and Services tax Act, 2017, Haryana	Goods and Service Tax	73.20	-	73.20	2018-19	Excise & Taxation Officer, Gurgaon-East
Goods and Services tax Act, 2017, Jharkhand	Goods and Service Tax	0.53	0.05	0.48	2018-19	Assistant Commissioner of Central Tax
Goods and Services tax Act, 2017, Telangana	Goods and Service Tax	0.25	0.02	0.23	2018-19	Office of Superintendent of Central Tax
Goods and Services tax Act, 2017, Maharashtra	Goods and Service Tax	16.48	0.76	15.72	2018-19	Office of Deputy Commissioner of State Tax
Goods and Services tax Act, 2017, Telangana	Goods and Service Tax	3.16	0.27	2.89	2017-18 to 2019-20	Joint Commissioner, Central Tax
Goods and Services tax Act, 2017, Tamil Nadu	Goods and Service Tax	4.73	0.24	4.49	2018-19	Assistant Commissioner of State Tax, Kotturpuram Assessment Circle, Chennai.
Central Excise Act, 1944	Excise duty	1.70	0.60	1.10	March 2016 to June 2017	CESTAT Delhi
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.20	-	0.20	2006-07	Value Added Tax Officer
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.07	-	0.07	2007-08	Assistant Commissioner (Appeal), Trade & Tax Department New Delhi
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.08	-	0.08	2008-09 and 2009-10	Assistant Commissioner (Appeal)

Name of the statute	Nature of Dues	Gross value (₹ In crores)	Paid amount (₹ In crores)	Unpaid amount (₹ In crores)	Financial year to which the amount relates	Forum where the dispute is pending
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.01	-	0.01	2010-11	Appellate Tribunal
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.06	-	0.06	2014-15	Special Commissioner, Trade & Taxes Delhi
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.01	-	0.01	2014-15	Joint Commissioner of Sales Tax (Appeal), Bhubaneswar Range
Sales Tax/ Value Added Tax laws	Sales Tax/ VAT	0.18	0.01	0.17	2015-16 and 2016-17	Assistant Commissioner (Appeal)
Sales Tax/ Value Added Tax laws	Entry Tax	0.28	-	0.28	2015-16 and 2017-18	The High Court, West Bengal
Goods and Services tax Act, 2017, Karnataka	Goods and Service Tax	1.38	-	1.38	2017-18 and 2019-20	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Haryana	Goods and Service Tax	7.26	0.07	7.19	2017-18, 2019-20 and 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Uttarakhand	Goods and Service Tax	11.78	-	11.78	2017-18 and 2018-19	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Uttar Pradesh	Goods and Service Tax	30.39	1.48	28.91	2019-20, 2020-21, and 2023-24	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Delhi	Goods and Service Tax	8.22	-	8.22	2017-18 and 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Rajasthan	Goods and Service Tax	0.09	-	0.09	2020-21	Assistant Commissioner of state tax
Goods and Services tax Act, 2017, Rajasthan	Goods and Service Tax	0.89	-	0.89	2019-20 and 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Madhya Pradesh	Goods and Service Tax	3.76	-	3.76	2018-19	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Assam	Goods and Service Tax	4.74	-	4.74	2019-20 and 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Orissa	Goods and Service Tax	1.03	0.06	0.97	2019-20 to 2021-22	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Tamil Nadu	Goods and Service Tax	5.33	0.09	5.24	2017-18, 2019-20 and 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, West Bengal	Goods and Service Tax	12.98	0.01	12.97	2019-20	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Puducherry	Goods and Service Tax	0.13	0.01	0.12	2019-20	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Jammu & Kashmir	Goods and Service Tax	0.33	0.01	0.32	2019-20 and 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Kerala	Goods and Service Tax	0.00*	-	0.00*	2019-20	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Bihar	Goods and Service Tax	0.87	0.02	0.85	2019-20 to 2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Punjab	Goods and Service Tax	2.47	0.12	2.35	2017-18 to 2021-22	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Goa	Goods and Service Tax	0.70	-	0.70	2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Chandigarh	Goods and Service Tax	0.21	-	0.21	2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Maharashtra	Goods and Service Tax	9.65	-	9.65	2020-21	Joint Commissioner (Appeals)
Goods and Services tax Act, 2017, Pondicherry	Goods and Service Tax	0.04	-	0.04	2020-21	Joint Commissioner (Appeals)
Income Tax Act, 1961	Income Tax	0.37	-	0.37	2015-16	Commissioner of Income tax – Appeals
Income Tax Act, 1961	Income Tax	0.86	-	0.86	2016-17	Commissioner of Income tax – Appeals
Income Tax Act, 1961	Income Tax	1.02	-	1.02	2017-18	Commissioner of Income tax - Appeals

*All amounts in the table above have been rounded off to the nearest crores. The sign '0.00' indicates that the amounts are below ₹ fifty thousand and the sign '-' indicates that amounts are nil.

STANDALONE BALANCE SHEET AS AT MARCH 31, 2025

₹ in Crore

	Notes	As at March 31, 2025	As at March 31, 2024
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	3a	**515.91**	985.80
(b) Capital work-in-progress	3b	**149.67**	127.03
(c) Right-of-use assets	4a	**2,174.60**	3,692.33
(d) Goodwill	5	**1,994.72**	2,686.77
(e) Other intangible assets	5	**1,504.01**	2,076.98
(f) Financial assets			
(i) Investment in subsidiaries and joint venture	6a	**2,302.36**	1,789.99
(ii) Other investments	6b	**24.36**	21.03
(iii) Loans	7	**-**	0.45
(iv) Security deposits	8	**271.90**	459.47
(v) Other financial assets	9	**276.01**	618.74
(g) Deferred tax assets (net)	10	**103.85**	146.37
(h) Non-current tax assets (net)		**13.79**	20.28
(i) Other non-current assets	11	**17.96**	59.05
Total - Non-current assets		**9,349.14**	12,684.29
II Current assets			
(a) Inventories	12	**1,776.24**	3,954.21
(b) Financial assets			
(i) Current investments	6c	**1,438.79**	823.60
(ii) Loans	13	**216.48**	264.63
(iii) Security deposits	14	**81.81**	132.52
(iv) Trade receivables	15	**148.48**	1,021.88
(v) Cash and cash equivalents	16	**733.70**	305.50
(vi) Bank balance other than Cash and cash equivalents	17	**0.28**	0.35
(vii) Other financial assets	18	**22.74**	105.34
(c) Other current assets	19	**513.36**	1,098.15
Total - Current assets		**4,931.88**	7,706.18
TOTAL - ASSETS		**14,281.02**	20,390.47

STANDALONE BALANCE SHEET AS AT MARCH 31, 2025

₹ in Crore

	Notes	As at March 31, 2025	As at March 31, 2024
EQUITY AND LIABILITIES			
I Equity			
(a) Equity share capital	20	**1,220.26**	1,015.01
(b) Other equity	21	**7,077.60**	4,638.27
Total - Equity		**8,297.86**	5,653.28
II Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	22	**744.08**	2,341.79
(ii) Lease liabilities	4b	**1,992.63**	3,463.96
(iii) Deposits		**13.88**	274.54
(iv) Other financial liabilities	23	**270.81**	760.10
(b) Provisions	24	**58.56**	53.80
(c) Other non-current liabilities	25	**2.60**	22.77
Total - Non-current liabilities		**3,082.56**	6,916.96
III Current liabilities			
(a) Financial liabilities			
(i) Borrowings	26	**13.88**	1,494.70
(ii) Lease liabilities	4b	**646.42**	1,091.21
(iii) Trade payables			
Total outstanding dues of micro enterprises and small enterprises	27	**163.08**	287.13
Total outstanding dues of creditors other than micro enterprises and small enterprises	27	**1,675.84**	3,492.49
(iv) Deposits		**4.03**	266.97
(v) Other financial liabilities	28	**165.51**	308.98
(b) Provisions	29	**70.48**	189.50
(c) Other current liabilities	30	**161.36**	689.25
Total - Current liabilities		**2,900.60**	7,820.23
TOTAL - EQUITY AND LIABILITIES		**14,281.02**	20,390.47
Basis of preparation	2		

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

		Notes	Year ended March 31, 2025	Year ended March 31, 2024
A	**Continuing Operations:**			
I	Revenue from operations	31	**5,608.90**	5,202.37
II	Other income	32	**198.17**	120.90
III	**Total income (I + II)**		**5,807.07**	**5,323.27**
IV	**Expenses**			
	(a) Cost of materials consumed	33a	**172.27**	86.12
	(b) Purchase of stock-in-trade	33b	**2,486.97**	2,458.66
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	33c	**(16.88)**	147.25
	(d) Employee benefits expense	34	**747.79**	650.21
	(e) Finance costs	35	**447.21**	454.19
	(f) Depreciation and amortisation expense	36	**923.93**	813.57
	(g) Rent expense	44a & 4a	**175.50**	206.97
	(h) Other expenses	37	**1,283.37**	1,131.76
	Total expenses		**6,220.16**	**5,948.73**
V	**Profit/(Loss) before tax from continuing operations (III - IV)**		**(413.09)**	**(625.46)**
VI	**Income tax expense**			
	(a) Current tax	38	**-**	-
	(b) Deferred tax charge/ (credit)	38	**(109.06)**	(138.77)
			(109.06)	**(138.77)**
VII	**Net profit/(Loss) for the year from continuing operations (V - VI)**		**(304.03)**	**(486.69)**
B	**Discontinued operations:**			
VIII	Revenue from operations		**7,636.30**	7,565.27
IX	Other income		**77.27**	99.69
X	Expenses		**7,377.74**	7,440.22
XI	Exceptional expenses		**98.33**	-
XII	**Profit/(loss) before tax from discontinued operations (VIII+IX-X-XI)**		**237.50**	**224.74**
XIII	Tax expense/ (credit) of discontinued operations		**61.00**	**49.69**
XIV	**Net profit/ (loss) after tax from discontinued operations (XII - XIII)**		**176.50**	**175.05**
XV	**Net profit/ (loss) after tax from continuing and discontinued operations (VII + XIV)**		**(127.53)**	**(311.64)**

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

		Notes	Year ended March 31, 2025	Year ended March 31, 2024
XVI	**Other comprehensive income from continuing operations**			
	Items that will not be reclassified to profit or loss			
	(a) Re-measurement gains/ (losses) on defined benefit plans	21	**(1.09)**	(0.27)
	Income tax effect on above		**0.28**	0.07
	(b) Fair value gains/ (losses) on equity instruments	21	**3.34**	3.62
	Income tax effect on above		**(0.84)**	(0.91)
	Other comprehensive income from discontinued operations			
	Items that will not be reclassified to profit or loss			
	(a) Re-measurement gains/ (losses) on defined benefit plans		**(4.30)**	(5.36)
	Income tax effect on above		**1.08**	1.35
	Other comprehensive income for the year from continuing and discontinued operations		**(1.53)**	**(1.50)**
XVII	**Total comprehensive income for the year from continuing and discontinued operations (XV + XVI)**		**(129.06)**	**(313.14)**
XVIII	**Earnings per equity share [Nominal value of share ₹ 10 (March 31, 2024 : ₹ 10)]**	39		
	Earnings per share for continuing operations			
	(a) Basic (₹)		**(2.80)**	(4.91)
	(b) Diluted (₹)		**(2.80)**	(4.91)
	Earnings per share for discontinued operations			
	(a) Basic (₹)		**1.62**	1.77
	(b) Diluted (₹)		**1.62**	1.77
	Earnings per share for continuing and discontinued operations			
	(a) Basic (₹)		**(1.18)**	(3.14)
	(b) Diluted (₹)		**(1.18)**	(3.14)
	Basis of preparation	2		

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

a. Equity share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
Equity shares of ₹ 10 each issued				
As at the beginning of the year	**1,01,52,15,146**	**1,015.22**	94,89,96,351	949.00
Issue of equity shares on preferential basis [Refer Note - 20(iii) and (iv)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of equity shares to qualified institutional buyers [Refer Note - 20(v)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note - 20(vii)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,04,66,450**	**1,220.47**	1,01,52,15,146	1,015.22

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
Equity shares of ₹ 10 each subscribed and paid up				
As at the beginning of the year	**1,01,50,09,642**	**1,015.01**	94,87,90,847	948.79
Issue of equity shares on preferential basis [Refer Note - 20(iii) and (iv)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of equity shares to qualified institutional buyers [Refer Note - 20(v)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note - 20(vii)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,02,60,946**	**1,220.26**	1,01,50,09,642	1,015.01

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

b. Other equity

₹ in Crore

	Share application money pending allotment (Refer Note - 21)	Share suspense account (Refer Note - 21)	Reserves and surplus: Securities premium (Refer Note - 21)	Retained earnings (Refer Note - 21)	Share options outstanding account (Refer Note - 21)	Treasury shares (Refer Note - 21)	General reserve (Refer Note -21)	Capital reserve (Refer Note - 21)	Share warrants (Refer Note - 21)	Other equity	Other comprehensive income: Remeasurement gains/ (losses) on defined benefit plans (Refer Note - 21)	Other comprehensive income: Fair value gains/ (losses) on equity instruments (Refer Note - 21)	Total other equity
As at April 01, 2023	**0.01**	**0.02**	**3,408.07**	**(1,024.93)**	**66.34**	**(115.00)**	**-**	**22.70**	**475.00**	**-**	**1.12**	**4.77**	**2,838.10**
Reserves taken over on Amalgamation	-	-	380.53	(28.77)	48.70	-	2.96	-	-	-	-	-	403.42
Reserves created due to Amalgamation	-	55.74	-	-	-	-	-	276.59	-	-	-	-	332.33
Loss for the year	-	-	-	(311.64)	-	-	-	-	-	-	-	-	(311.64)
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	(4.21)	2.71	(1.50)
Preferential Issue of equity shares on conversion of warrants [Refer Note - 20(iv)]	-	-	1,375.65	-	-	-	-	-	-	-	-	-	1,375.65
Conversion of warrants (amount transferred to securities premium) [Refer Note - 20(iv)]	-	-	458.55	-	-	-	-	-	(475.00)	-	-	-	(16.45)
Recognition of Share based payment expenses	-	-	-	-	7.46	-	-	-	-	-	-	-	7.46
ESOP of the Subsidiaries issued to the employees	-	-	-	-	-	-	-	-	-	1.64	-	-	1.64
Transfer to General reserve on cancellation of options	-	-	-	-	(33.74)	-	33.74	-	-	-	-	-	-
Exercise price received pending allotment	0.03	-	-	-	-	-	-	-	-	-	-	-	0.03
Treasury shares Issued/ (purchased) by ESOP Trust (Net)	-	-	-	-	-	3.69	-	-	-	-	-	-	3.69
Issue of shares upon exercise of options	-	-	12.30	-	(6.95)	-	-	0.19	-	-	-	-	5.54
As at March 31, 2024	**0.04**	**55.76**	**5,635.10**	**(1,365.34)**	**81.81**	**(111.31)**	**36.70**	**299.48**	**-**	**1.64**	**(3.09)**	**7.48**	**4,638.27**
As at April 1, 2024	**0.04**	**55.76**	**5,635.10**	**(1,365.34)**	**81.81**	**(111.31)**	**36.70**	**299.48**	**-**	**1.64**	**(3.09)**	**7.48**	**4,638.27**
Loss for the year	-	-	-	(127.53)	-	-	-	-	-	-	-	-	(127.53)
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	-	(4.03)	2.50	(1.53)
Equity shares issued to non-controlling shareholders upon amalgamation [Refer Note - 20(vii)]	-	(55.74)	-	-	-	-	-	-	-	-	-	-	(55.74)
Issue of equity shares on preferential basis [Refer Note - 20(iii)]	-	-	2,258.97	-	-	-	-	-	-	-	-	-	2,258.97
Issue of euity shares to qualified institutional buyers [Refer Note - 20(v)]	-	-	1,764.52	-	-	-	-	-	-	-	-	-	1,764.52
Share issue expenses	-	-	(12.53)	-	-	-	-	-	-	-	-	-	(12.53)
Recognition of Share based payment expenses	-	-	-	-	2.46	-	-	-	-	-	-	-	2.46
ESOP of the Subsidiaries issued to the employees	-	-	-	-	-	-	-	-	-	0.58	-	-	0.58
Exercise price received pending allotment	0.27	-	-	-	-	-	-	-	-	-	-	-	0.27
Treasury shares Issued/ (purchased) by ESOP Trust (Net)	-	-	-	-	-	7.15	-	-	-	-	-	-	7.15
Issue of shares upon exercise of options	-	-	10.73	-	(9.54)	-	-	2.90	-	-	-	-	4.09
Net assets transferred in accordance to scheme of arrangement (Refer note - 51)	-	-	-	(1,359.89)	(41.49)	-	-	-	-	-	-	-	(1,401.38)
As at March 31, 2025	**0.31**	**0.02**	**9,656.79**	**(2,852.76)**	**33.24**	**(104.16)**	**36.70**	**302.38**	**-**	**2.22**	**(7.12)**	**9.98**	**7,077.60**

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Notes	Year ended March 31, 2025	Year ended March 31, 2024
Cash flows from operating activities			
Profit/(Loss) before tax from continuing operations		(413.09)	(625.46)
Profit/(Loss) before tax from discontinuing operations		237.50	224.74
Adjustments for:			
Depreciation, impairment and amortisation expense		1,562.14	1,451.07
Finance costs		824.17	778.82
Gain on termination of right-of-use assets		(38.20)	(39.48)
(Profit)/ Loss on sale of property, plant and equipment		(0.65)	3.25
Fair value changes in derivative financial instrument (net)		19.66	10.94
Share-based payment expense		41.33	15.90
Interest income		(34.86)	(34.02)
Liabilities no longer required written back		(2.37)	(3.89)
Net gain on current investments (including on redemption)		(52.83)	(33.06)
Net foreign unrealised exchange (gain)/ loss		14.54	13.37
Loss/(gain) on financial assets/ liabilities that is designated as fair value through profit or loss		(42.25)	-
Interest income from financial assets at amortised cost		(81.66)	(72.86)
Provision for doubtful debts, deposits and advances		5.87	9.47
Bad debts written off		0.90	-
Operating profit before working capital changes		**2,040.20**	**1,698.79**
Changes in working capital:			
(Increase)/ decrease in trade receivables		(456.25)	(33.57)
(Increase)/ decrease in inventories		70.44	264.54
(Increase)/ decrease in other assets		10.22	(78.86)
Increase/ (decrease) in trade payables		179.63	(158.12)
Increase/ (decrease) in provisions		0.98	(10.79)
Increase/ (decrease) in other liabilities		(33.98)	(6.16)
Cash generated from/ (used) in operations		**1,811.24**	**1,675.83**
Income taxes paid (net of refund)		(8.19)	(12.65)
Net cash flows from/ (used) in operating activities		**1,803.05**	**1,663.18**
Cash flows from investing activities			
Purchase of property, plant and equipment and intangible assets		(469.83)	(549.25)
Proceeds from sale of property, plant and equipment and intangible assets		25.25	5.91
Additional investment in subsidiaries		(405.11)	(499.50)
Consideration paid for acquisition of a Subisdiary		-	(1,608.52)
Purchase of equity investments		-	(6.82)
(Purchase) / proceeds from sale or redemption of current investments (net)		(679.54)	(640.52)
Inter-corporate deposits to subsidiaries		(258.91)	(267.60)
Repayment of Inter-corporate deposits by subsidiaries		300.00	29.00
Interest received		32.94	32.43
Net cash flows from/ (used) in investing activities		**(1,455.20)**	**(3,504.87)**

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Notes	Year ended March 31, 2025	Year ended March 31, 2024
Cash flows from financing activities			
Proceeds from issue of equity shares		10.27	6.37
Issue of equity shares on preferential basis (net off share issue expenses)		2,339.41	1,425.00
Issue of equity shares to qualified institutional buyers (net off share issue expenses)		1,833.11	-
Treasury shares issued/ (purchased) by ESOP Trust		7.15	3.69
Proceeds from non-current borrowings (net off charges)		500.00	1,342.83
Repayment of non-current borrowings		(2,011.73)	(340.37)
Proceeds/ (repayments) of current borrowings (net)		(715.58)	711.78
Repayment of lease liabilities		(1,043.55)	(928.82)
Interest payment on lease liabilities		(412.84)	(345.40)
Interest paid on Borrowings		(372.92)	(370.37)
Net cash flows from/ (used) in financing activities		**133.32**	**1,504.70**
Net (Decrease)/ Increase in cash and cash equivalents		**481.17**	**(336.98)**
Cash and cash equivalents at the beginning of the year		305.50	642.48
Cash transferred pursuant to Scheme of Arrangement		(52.97)	-
Cash and cash equivalents at the end of the year	16	**733.70**	**305.50**
Components of Cash and cash equivalents			
Balances with banks - on current accounts		126.09	236.79
Balances with banks - on deposit accounts (original maturity less than 3 months)		581.00	0.07
Balances with credit card companies		10.00	40.93
Balances with e-wallet companies		1.43	1.40
Cash on hand		15.18	21.18
Cheques/ drafts on hand		0.00	5.13
Total Cash and cash equivalents		**733.70**	**305.50**

The accompanying notes are an integral part of the standalone financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

1. CORPORATE INFORMATION

Aditya Birla Fashion and Retail Limited (the "Company"), a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its equity shares are listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India. The registered office of the Company is located at Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400 070.

The Company is engaged in the business of manufacturing and retailing of branded apparels/ accessories and runs a chain of apparels and accessories retail stores in India.

The standalone financial statements, as reviewed and recommended by the Audit Committee, have been approved by the Board of Directors in their meeting held on May 23, 2025

2. BASIS OF PREPARATION

2.1 Compliance with Ind AS and historical cost convention

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), read with Section 133 of the Companies Act, 2013 ("the Act") and presentation requirements of Division II of Schedule III of the Act and other relevant provisions of the Act as applicable. The financial statements have been prepared on accrual basis under the historical cost convention, except the following assets and liabilities, which have been measured at fair value as required by the relevant Ind AS:

- Certain financial assets and liabilities (refer accounting policy regarding financial instruments);
- Defined employee benefit plans;
- Share-based payment; and
- Derivative financial instruments.

2.2 Functional and Presentation Currency:

The financial statements are presented in Indian Rupee (₹) which is the functional currency of the Company. All amounts are rounded to two decimal places to the nearest Crore, unless otherwise stated. (₹ 1 Crore is equal to ₹ 10 Million)

2.3 Current versus non-current classification

The Company presents assets and liabilities in the Standalone Balance Sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.4 Critical Accounting Judgements, Estimates And Assumptions

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Estimates and assumptions are reviewed on periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised.

The key assumptions concerning the future and other key sources of estimation, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities, within the next financial year, are described below. The Company's assumptions and estimates are based on parameters available at the time of preparation of financial statements. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Impairment of non-financial assets including Goodwill

Impairment exists when the carrying value of an asset or Cash-Generating Unit (CGU) exceeds its recoverable amount, which is higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing off the asset. The value in use calculation is based on Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next three years and the following 2 years have been extrapolated to demonstrate the tapering of growth rate for computation of perpetual cash flows. These cashflows are considered as a base to arrive at the value of perpetuity. The budget do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash inflows and the growth rate used for

extrapolation purposes. These estimates are most relevant to goodwill recognised by the Company. The key assumptions used to determine the value in use for the different CGUs, are disclosed and further explained in Note – 5a

(b) Share-based payment

The Company uses the most appropriate valuation model depending on the terms and conditions of the grant, including the expected life of the share option, volatility and dividend yield. For cash-settled transactions, the liability needs to be remeasured at the end of each reporting period upto the date of settlement, with any changes in fair value recognised in the Standalone Statement of Profit and Loss. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note - 43.

(c) Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

As at March 31, 2025, the Company has ₹ 1739.23 Crore (March 31, 2024: ₹ 1,876.62 Crore) of tax losses carried forward as per income tax records of the Company. These losses pertain to unabsorbed business loss as at March 31, 2025 of ₹ 895.55 Crore (March 31, 2024: ₹ 579.89 Crore) which has an expiry of eight years from the year of such losses and unabsorbed depreciation loss as at March 31, 2025 of ₹ 843.68 Crore (March 31, 2024: ₹ 1,296.73 Crore) which do not have any expiry period. Further details on taxes are disclosed in Notes - 10 and 38.

(d) Provision on inventories

The Company has defined policy for provision on inventory for each of its business by differentiating the inventory into core and non-core (fashion) and sub-categorised into finished goods and raw materials. The Company provides provision based on policy, past experience, current trend and future expectations of these materials depending on the category of goods.

(e) Provision for discount and sales return

The Company provides for discount and sales return based on season wise, brand wise and channel wise trend of previous years. The Company reviews the trend at regular intervals to ensure the applicability of the same in the changing scenario, and based on the management's assessment of market conditions.

(f) Leases

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain to exercise

the option to renew or terminate the lease. It considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

(g) Valuation of Put Option and Call Option

The fair value of financial liability (put option) arising from acquisition agreements, has been determined by discounting consideration payable at the time of exercise of the put option as per the terms of the agreement, using appropriate valuation model. The probability of the estimate within the range can be reasonably assessed and are used in the management's estimates of fair value of the put option. The fair value of financial asset (call option) arising from terms of acquisition agreements, has been determined by discounting the call option payoff, using an appropriate discount rate, considering the terms of the agreement. Such valuation includes assumptions such as discount rate, future cashflow and EBITDA estimates. Such assumptions are reviewed at each reporting date.

(h) Common control business acquisition

Acquisition of business under common control has been accounted in accordance with "Pooling of interest method", as specified below:

(a) All assets and liabilities acquired are stated at their carrying values as appearing in the financial statements of de-merged company

(b) Shares held by the de-merged company in the Company shall be cancelled

(c) Difference between the carrying amounts of assets and liabilities acquired, face value of the shares cancelled as referred to in (b) above and the amount recorded as share-capital issued to the shareholders of the de-merged company shall be transferred to capital reserve; and

(d) Financial information relating to the acquired business has been accounted from the beginning of the financial year, as if the acquisition had occurred from that date.

(i) Accounting Treatment for Demerger

Management has accounted for the demerger in accordance with the accounting treatment specified in the sanctioned Scheme as a common control transaction where assets and liabilities have been transferred to Resulting Company at their respective book values. Management has evaluated that Promoter along with other promoter group companies (Promoters) have de-facto control over the MFL division, both before and after the demerger, on account of the following factors:

a) Total cumulative shareholding Promoters relative to the size and dispersion of holding of other shareholders

b) There are no potential voting rights other than the equity shares. None of the other shareholders have any contractual or legal veto rights. Further, there has not been any instance of any resolutions being vetoed by other shareholders.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Basis above, demerger of the MFL division has been accounted as a common control transaction and assets and liabilities have been transferred to Resulting Company at their respective book values after the sanction of scheme by the NCLT.

(j) Going concern

Management has considered the cash and cash equivalents and current investments at March 31, 2025, committed undrawn borrowing facilities available and also evaluated the future cash flow projections for a period of 12 months from the balance sheet date. Based on the said assessment, the management believes that there is no material uncertainty with respect to any events or conditions that may cast a significant doubt on the entity to continue as a going concern, hence the financial statements have been prepared on a going concern basis.

2.5 a) Standards issued but not yet effective:

The Ministry of Corporate Affairs has vide notification dated May 7, 2025 notified Companies (Indian Accounting Standards) Amendment Rules, 2025 (the 'Rules') which amended the following accounting standards. a) Ind AS 21, "The Effects of Changes in Foreign Exchange Rates b) Ind AS 101, First-time Adoption of Indian Accounting Standards. These amendments are effective from April 01, 2025. The above amendments are not likely to have any material impact on the financial statements of the Company.

b) New and amended standards adopted by the Company:

The 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. During the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance Contracts and amendments to Ind As 116 – Leases, relating to sale and lease back transactions, applicable from April 1, 2024. The Company has assessed that there is no significant impact on its financial statements.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 3a
PROPERTY, PLANT AND EQUIPMENT

Accounting Policy

Freehold land is carried at historical cost. Property, plant and equipment is stated at historical cost net of accumulated depreciation and accumulated impairment losses, if any.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is calculated on a straight-line basis over the useful life of the asset estimated by the management. Depreciation on additions is provided on a pro rata basis from the month of installation or acquisition. Depreciation on deletions/ disposals is provided on a pro rata basis upto the month preceding the month of deletions/ disposals. The management believes that the estimated useful lives below reflect fair approximation of the period over which the assets are likely to be used.

(a) Assets where useful life is same as Schedule II

Assets	Class of Assets	Useful life as prescribed by Schedule II of the Companies Act, 2013
Factory buildings	Freehold buildings	30 years
Fences, wells, tube wells	Freehold building	5 years
Borewells (pipes, tubes and other fittings)	Freehold building	5 years
Plant and machinery (other than retail stores)	Plant and equipment	15 years
Other office equipment	Office equipment	5 years
Electrical installations and equipment (at factory)	Plant and equipment	10 years

(b) Assets where useful life differ from Schedule II

Assets	Class of Assets	Useful life as prescribed by Schedule II of the Companies Act, 2013	Estimated useful life
Other than continuous process plant (single shift)	Plant and equipment	15 years	20 years
Plant and machinery – retail stores	Plant and equipment	15 years	5 – 6 years
Furniture and fittings – retail stores	Furniture and fixtures	10 years	5 – 6 years
Furniture and fittings – shop in shop stores	Furniture and fixtures	10 years	3 years
Motorcycles, scooters and other mopeds	Vehicles	10 years	5 years
Motor buses, motor lorries and motor cars other than those used in a business of running them on hire	Vehicles	6 years for motor cars and 8 years for motor buses and motor lorries	4 – 5 years
Servers, end user devices, such as desktops, laptops, etc.	Computers	3 years for end user devices and 6 years for servers	3 - 4 years
Furniture and fittings (other than retail stores)	Furniture and fixtures	10 years	7 years
Office electrical equipment	Office equipment	5 years	4 - 6 years
Air conditioner (Other than retail stores)	Office equipment	5 years	15 years
Electrically operated vehicles including battery powered or fuel cell powered vehicles	Vehicles	8 years	5 years

Useful life of assets different from that prescribed in Schedule II has been estimated by the management, supported by technical assessment.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Leasehold assets

Assets	Estimated useful life
Leasehold improvements at stores	Lease term or management's estimate of useful life, whichever is shorter
Leasehold improvements other than stores	

See note 55 for other accounting policies relevant to property, plant and equipment

PROPERTY, PLANT AND EQUIPMENT

₹ in Crore

	Freehold land*	Freehold buildings*	Plant and equipment	Leasehold improvements	Computers	Furniture and fixtures	Office equipment	Vehicles	Total
Cost									
As at April 01, 2023	**5.92**	**43.89**	**269.64**	**444.86**	**164.52**	**679.01**	**167.21**	**14.79**	**1,789.84**
Additions	-	0.10	29.92	114.62	32.87	189.94	32.24	28.41	**428.10**
Addition pursuant to amalgamation (Refer Note - 52)	-	-	0.28	39.35	1.71	14.59	7.70	1.14	**64.76**
Disposals	-	-	35.19	38.75	20.04	149.36	8.65	4.47	**256.46**
As at March 31, 2024	**5.92**	**43.99**	**264.65**	**560.08**	**179.06**	**734.18**	**198.51**	**39.87**	**2,026.24**
Additions	-	0.19	30.33	100.48	29.84	161.85	25.83	26.89	**375.41**
Adjustment#	-	-	73.39	14.32	7.78	260.08	(56.58)	0.28	**299.27**
Disposals	-	-	38.29	60.64	37.12	91.04	9.76	6.52	**243.37**
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	5.92	44.18	321.00	233.32	57.11	319.30	34.94	40.79	**1,056.56**
As at March 31, 2025	**-**	**-**	**9.08**	**380.92**	**122.45**	**745.77**	**123.06**	**19.73**	**1,400.99**
Depreciation									
As at April 01, 2023	**-**	**8.82**	**137.24**	**242.30**	**104.00**	**412.12**	**81.40**	**4.57**	**990.45**
Depreciation for the year (Refer Note - 36)	-	1.47	24.19	84.21	28.56	132.94	20.12	6.70	**298.19**
Disposals	-	-	34.60	36.30	19.88	145.99	8.33	3.10	**248.20**
As at March 31, 2024	**-**	**10.29**	**126.83**	**290.21**	**112.69**	**399.08**	**93.19**	**8.17**	**1,040.44**
Depreciation for the year (Refer Note - 36)	-	1.19	17.56	82.29	28.65	119.11	23.64	9.49	**281.92**
Adjustment#	-	-	45.68	21.69	9.33	236.45	(14.29)	0.41	**299.27**
Disposals	-	-	37.63	57.72	35.04	81.78	7.98	3.22	**223.37**
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	-	11.48	146.18	117.99	22.62	188.80	17.45	8.67	**513.18**
As at March 31, 2025	**-**	**-**	**6.26**	**218.48**	**93.01**	**484.06**	**77.11**	**6.18**	**885.08**
Net carrying value as at:									
March 31, 2025	**-**	**-**	**2.82**	**162.44**	**29.44**	**261.71**	**45.95**	**13.55**	**515.91**
March 31, 2024	**5.92**	**33.70**	**137.82**	**269.86**	**66.37**	**335.11**	**105.33**	**31.71**	**985.80**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Net carrying value

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Property, plant and equipment	**515.90**	985.80
Total	**515.90**	985.80

* The title deeds of immovable properties, included in Property, Plant and Equipment above are held in the name of the Company except for Freehold land and Freehold building wherein the Gross Block amounting to Nil (March 31, 2024: ₹ 5.92 Crore) and Nil (March 31, 2024: ₹ 0.13 Crore), respectively, which are held in the names of demerged companies and are in the process of being transferred to the Company.

Represents adjustments on account of deletions to property plant and equipment, post the date of transition to Ind AS, which were recorded by considering their cost of acquisition and accumulated depreciation since the date of capitalisation. The assets which were sold / discarded were recorded at their deemed cost by the Company on the date of transition to Ind AS. The adjustment did not have any impact on the net carrying value of the property, plant and equipment.

NOTE: 3b
CAPITAL WORK-IN-PROGRESS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Capital work-in-progress	**149.67**	127.03
Total	**149.67**	127.03

Ageing of Capital work-in-progress as on March 31, 2025

₹ in Crore

Capital work-in-progress	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) Projects in progress	**106.06**	**43.61**	**-**	**-**	**149.67**
(ii) Projects temporarily suspended	-	-	-	-	-

Ageing of Capital work-in-progress as on March 31, 2024

₹ in Crore

Capital work-in-progress	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) Projects in progress	127.03	-	-	-	127.03
(ii) Projects temporarily suspended	-	-	-	-	-

There are no projects as at the reporting date where costs have been exceeded as compared to original plan or where completion is overdue.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 4
RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Accounting Policy

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assess whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- The Company has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use; and
- The Company has the right to direct the use of the asset. The Company has the right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, either the Company has the right to operate the asset; or the Company designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

Where the Company is the lessee

Right-of-use assets

The Company recognises a right-of-use asset and a lease liability at the lease commencement date except for short-term leases which are less than 12 months and leases of low value assets. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability plus any initial direct costs incurred less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the lease commencement date to the end of the lease term. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The estimated useful lives of right-of-use assets are determined on the same basis as a property, plant and equipment owned by the Company. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, adjusted for certain remeasurements of the lease liability.

Lease liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise of fixed payments, including in-substance fixed payments. The lease liabilities are measured at amortised cost using the effective interest method.

In addition, the carrying amount of lease liabilities is re-measured if there is a modification arising due to change in the lease term, change in the lease payments or a change in the assessment of an option

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

to purchase the underlying asset. When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero and there is a further reduction in measurement of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property, and lease liabilities, separately in the Standalone Balance Sheet.

Short-term leases and leases of low value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Where the Company is the lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset is classified as an operating lease. Assets subject to operating leases are included in the property, plant and equipment. Rental income on an operating lease is recognised in the Standalone Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation, are recognised as an expense in the Standalone Statement of Profit and Loss.

(a) Right-of-use assets

₹ in Crore

	Land	Buildings*	Plant and equipment	Computers	Furniture and fixtures	Office equipment	Total
Cost							
As at April 01, 2023	**10.42**	**5,352.42**	**21.30**	**3.90**	**106.08**	**6.58**	**5,500.70**
Addition pursuant to amalgamation (Refer Note - 52)	-	482.79	-	-	-	-	482.79
Additions	-	1,477.10	-	-	5.26	-	1,482.36
Termination	-	669.98	-	-	-	0.16	670.14
As at March 31, 2024	**10.42**	**6,642.33**	**21.30**	**3.90**	**111.34**	**6.42**	**6,795.71**
Additions	-	1,401.28	-	-	4.51	-	1,405.79
Termination	-	776.43	-	-	1.07	-	777.50
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	10.42	2,741.11	15.60	-	89.47	3.49	2,860.09
As at March 31, 2025	**-**	**4,526.07**	**5.70**	**3.90**	**25.31**	**2.93**	**4,563.91**
Depreciation							
As at April 01, 2023	**0.78**	**2,393.74**	**10.09**	**1.60**	**48.97**	**2.37**	**2,457.55**
Depreciation for the year (Refer Note - 36)#	0.13	1,043.08	4.28	0.79	22.56	1.28	1,072.12
Termination	-	426.29	-	-	-	-	426.29

₹ in Crore

	Land	Buildings*	Plant and equipment	Computers	Furniture and fixtures	Office equipment	Total
As at March 31, 2024	**0.91**	**3,010.53**	**14.37**	**2.39**	**71.53**	**3.65**	**3,103.38**
Depreciation for the year (Refer Note - 36)#	0.11	1,062.30	3.91	1.00	19.95	1.29	1,088.55
Termination	-	564.24	-	-	0.21	-	564.45
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	1.02	1,151.70	13.17	-	69.81	2.48	1,238.17
As at March 31, 2025	**-**	**2,356.89**	**5.11**	**3.39**	**21.46**	**2.46**	**2,389.31**
Net carrying value as at:							
March 31, 2025	**-**	**2,169.18**	**0.59**	**0.51**	**3.85**	**0.47**	**2,174.60**
March 31, 2024	**9.51**	**3,631.80**	**6.93**	**1.51**	**39.81**	**2.77**	**3,692.33**

* The title deeds of Right of Use assets above are held in the name of the Company except for Buildings wherein Gross Block amounting to ₹ 105.40 Crore (March 31, 2024: ₹ 145.66 Crore) are held in the name of the demerged companies and are in the process of being transferred to the Company.

During the year, depreciation of ₹ 13.59 crores (March 31, 2024: ₹ 11.97 crore) has been transferred to Capital work-in progress for property under construction.

Net carrying value

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Right-of-use assets	**2,174.60**	3,692.33
Total	**2,174.60**	3,692.33

(b) Lease liabilities

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Opening balance	**4,555.17**	3,648.71
Additions	**1,454.53**	1,560.69
Additions pursuant to amalgamation (Refer Note - 52)	**-**	542.82
Retirements/ Terminations	**(283.53)**	(300.79)
Interest expense on lease liabilities#	**428.92**	381.48
Lease payments	**(1,535.78)**	(1,277.74)
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	**(1,980.26)**	-
Closing balance	**2,639.05**	4,555.17

Note - Lease liabilities includes liabilities for net investment in sub-lease amounting to ₹ 79.66 crore (March 31, 2024: ₹ 376.34 crore).

During the year, interest expense on lease liabilities of ₹ 16.08 crores (March 31, 2024: ₹ 12.58 crore) has been transferred to Capital work-in progress for property under construction.

Current	**646.42**	**1,091.21**
Non-current	**1,992.63**	**3,463.96**

For maturity analysis of lease liabilities, refer Note - 44a.

NOTE: 5
GOODWILL AND OTHER INTANGIBLE ASSETS

Accounting Policy

Intangible assets are stated at cost less accumulated amortisation and impairment.

Amortisation methods and periods

A summary of amortisation policies applied to the Company's intangible assets is as below:

Intangible assets	Useful life	Amortisation method used
Computer software	3 - 4 years	Amortised on straight-line basis
Brands/ trademarks	10 - 30 years	Amortised on straight-line basis
Technical knowhow	10 years	Amortised on straight-line basis
Franchisee rights	20 years	Amortised on straight-line basis over the period of franchise agreement

See note 55 for other accounting policies relevant to Intangible Assets

₹ in Crore

	Goodwill	Brands/ Trademarks	Computer software	Technical know - how	Franchisee/ License rights	Total
Cost						
As at April 01, 2023	**1,859.60**	**27.89**	**106.34**	**1.84**	**549.15**	**2,544.82**
Additions	-	1.63	85.39	-	43.53	130.55
Addition pursuant to amalgamation (Refer Note - 52)	827.17	1,495.00	1.58	-	-	2,323.75
Disposals	-	-	0.86	-	-	0.86
As at March 31, 2024	**2,686.77**	**1,524.52**	**192.45**	**1.84**	**592.68**	**4,998.26**
Additions	-	5.29	60.91	5.93	-	72.13
Adjustment#	-	-	4.57	-	-	4.57
Disposals	-	1.63	27.02	-	33.81	62.46
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	692.05	13.77	108.18	6.36	528.56	1,348.92
As at March 31, 2025	**1,994.72**	**1,514.41**	**122.73**	**1.41**	**30.31**	**3,663.58**
Amortisation						
As at April 01, 2023	**-**	**21.47**	**91.38**	**1.68**	**28.10**	**142.63**
Amortisation for the year (Refer Note - 36)	-	29.08	30.20	-	33.44	92.73
Disposals	-	-	0.85	-	-	0.85
As at March 31, 2024	**-**	**50.55**	**120.73**	**1.68**	**61.54**	**234.51**
Amortisation for the year (Refer Note - 36)	-	57.25	36.46	(0.00)	28.73	122.44
Impairment	64.38	-	-	-	18.44	82.82
Adjustment#	-	-	4.57	-	-	4.57
Disposals	-	-	26.82	-	33.81	60.63
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	64.38	7.57	76.80	0.27	69.84	218.86
As at March 31, 2025	**-**	**100.23**	**58.14**	**1.41**	**5.06**	**164.85**
Net carrying value as at:						
March 31, 2025	**1,994.72**	**1,414.18**	**64.59**	**-**	**25.25**	**3,498.73**
March 31, 2024	**2,686.77**	**1,473.97**	**71.72**	**0.16**	**531.14**	**4,763.75**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Net carrying value as at:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Goodwill	**1,994.72**	2,686.77
Other intangible assets	**1,504.01**	2,076.98
Total	**3,498.73**	4,763.75

Represents adjustments on account of deletions to intangible assets, post the date of transition to Ind AS, which were recorded by considering their cost of acquisition and accumulated amortisation since the date of capitalisation. The assets which were sold / discarded were recorded at their deemed cost by the Company on the date of transition to Ind AS. The adjustment did not have any impact on the net carrying value of the intangible assets.

NOTE: 5a
IMPAIRMENT TESTING OF GOODWILL

Goodwill acquired through various business combinations have been allocated to the four Cash-Generating Units (CGUs) as below:

1. Pantaloons CGU
2. Madura Fashion & Lifestyle CGU
3. Forever 21 CGU
4. TCNS CGU

Pantaloons CGU

During the year ended March 31, 2013, the Company acquired Pantaloons format business ('Pantaloons business') from Future Retail Limited ("FRL"), which consisted of fashion retail business operating under the brand name "Pantaloons". Pantaloons is a leading large format fashion retailer engaged in retailing of apparel and accessories. The business thus acquired is Pantaloons CGU.

Madura Fashion & Lifestyle CGU

Madura Undertaking is a leading premium branded apparel player in India with brands like Louis Philippe, Van Heusen, Allen Solly and Peter England and having licences to retail various international brands like Reebok, American Eagle and Simon Carter. The Madura Garments division is invloved in manufacturing of garments. As per Scheme of Arrangement, Madura Fashion & Lifestyle business which includes the goodwill has been transferred to Aditya Birla Lifestlye Brands Limited on March 27, 2025.

Forever 21 CGU

Effective July 01, 2016, the Company acquired exclusive franchise rights in the Indian market of Forever 21 business comprising of operating retail stores in India for the sale of clothing, artificial jewellery, accessories and related merchandise under the brand name "Forever 21" ("F21"), and is considered as a separate CGU. At September 30, 2024, management has restructured the operations of Forever 21 CGU and re-estimated the recoverable amount of the Forever 21 CGU, using the value-in-use (VIU) method. On the basis of evaluation, management has recognised an impairment provision of ₹ 64.38 crores during the year. As per Scheme of Arrangement, CGU has been transferred to Aditya Birla Lifestlye Brands Limited.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

TCNS CGU

ABFRL acquired TCNS Clothing Co. Ltd. ('TCNS') on September 26, 2023. TCNS has been amalgamated with the Company pursuant to the scheme of arrangement which was approved by the NCLT on August 2, 2023. TCNS owns 'W', 'Aurelia', 'Elleven' and 'Wishful'. TCNS has retail stores across the country selling women's branded apparel. TCNS is considered as separate CGU for the purpose of goodwill impairment evaluation.

Carrying amounts of Goodwill allocated to each of the CGUs are as below:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Pantaloons CGU	**1,167.55**	1,167.55
Madura Fashion & Lifestyle CGU*	**NA**	627.67
Forever 21 CGU*	**NA**	64.38
TCNS CGU	**827.17**	827.17
Total	**1,994.72**	2,686.77

* Madura Fashion & Lifestyle CGU and Forever 21 CGU transferred pursuant to Scheme of arrangement.

Disclosures with respect to Goodwill allocated to the CGUs

Value in use calculation of CGUs:

The recoverable amount of the CGUs as at March 31, 2025, have been determined based on value in use method using cash flow projections from financial budgets approved by senior management covering a three - year period ending March 31, 2028 and cash flow projections for financial years 2029 and 2030 has been extrapolated to demonstrate the tapering of growth rate for computation of perpetual cash flows. The Company has considered a terminal growth rate of 5% to arrive at the value in use to perpetuity beyond March 31, 2030. The post-tax discount rate is applied to discounted future cash flow projections. It is concluded that the carrying value of goodwill does not exceed the value in use except Forever 21 CGU. As a result of this analysis, the management did not identify impairment for these CGUs except Forever 21 CGU.

Key assumptions used for value in use calculations

Discount rates:

Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation of each CGU is derived from its Weighted Average Cost of Capital (WACC). The WACC takes into account both cost of debt and equity. The cost of equity is derived from the expected return on investment by the Company's investors. The cost of debt is based on the interest-bearing borrowings of the Company. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect a post-tax discount rate.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

	Terminal Growth Rate		Discount Rate	
	As at March 31, 2025	As at March 31, 2024	**As at March 31, 2025**	As at March 31, 2024
Pantaloons CGU	**5.00%**	5.00%	**12.50%**	12.00%
Madura Fashion & Lifestyle CGU	**NA**	5.00%	**NA**	12.00%
Forever 21 CGU	**NA**	5.00%	**NA**	16.00%
TCNS CGU	**5.00%**	5.00%	**15.00%**	14.00%

Growth rate estimates:

Rates are based on published industry research. Growth rate is based on the Company's projection of business and growth of the industry in which the respective CGU is operating. The growth rate is in line with the long-term growth rate of the industry . The growth rate of these CGU considers the Company's plan to launch new stores, expected same store growth and change in merchandise.

NOTE: 6

(a) NON-CURRENT FINANCIAL ASSETS - INVESTMENT IN EQUITY OF SUBSIDIARIES AND JOINT VENTURE

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
(a) Investments in subsidiaries and joint venture		
Investments in subsidiaries: (Carried at cost)		
Unquoted equity instruments		
2,13,65,287 (March 31, 2024: 1,63,65,287) fully paid equity shares of ₹ 10/- each of Jaypore E-Commerce Private Limited (Refer Note - 1 below)	**329.76**	254.75
10,000 (March 31, 2024: 10,000) fully paid equity shares of ₹ 10/- each of TG Apparel & Decor Private Limited (Refer Note - 1 below)	**0.25**	0.25
10,56,066 (March 31, 2024: 10,56,066) fully paid equity shares of ₹ 10/- each of Finesse International Design Private Limited (Refer Note - 2 below)	**97.77**	97.77
Sabyasachi Calcutta LLP	**440.84**	440.84
Share of Profit Ratio: Aditya Birla Fashion and Retail Limited - 51% Mr. Sabyasachi Mukherjee - 49% (Refer Note - 3 below)		
8,92,51,312 (March 31, 2024: 4,72,39,766) fully paid equity shares of ₹ 10/- each of Indivinity Clothing Retail Private Limited (Refer Note - 4 below)	**339.75**	154.20
6,02,807 (March 31, 2024: 5,24,991) fully paid equity shares of ₹ 10/- each of House of Masaba Lifestyle Private Limited (Refer Note - 5 below)	**107.09**	90.00
50,00,00,000 (March 31, 2024: 50,00,00,000) fully paid equity shares of ₹ 10/- each of Aditya Birla Digital Fashion Ventures Limited (Refer Note - 6 below)	**500.00**	500.00
3,50,00,000 (March 31, 2024: 3,50,00,000) fully paid equity shares of ₹ 10/- each of Aditva Birla Garments Limited (Refer Note - 7 below)*	**35.00**	35.00

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
5,449 (March 31, 2024: 3,579) fully paid equity shares of ₹ 10/- each of Goodview Fashion Private Limited (GFPL) (Refer Note - 9 below)	**194.60**	67.18
50,000 (March 31, 2024: Nil) fully paid equity shares of ₹ 10/- each of Aditya Birla Lifestyle Brands Limited	**0.05**	-
Less :- Transferred pursuant to Scheme of arrangement*	**(35.00)**	-
Investments in Preference Shares of subsidiary: (Carried at fair value through profit and loss)		
25,00,00,000 (March 31, 2024: 25,00,00,000) fully paid non-cumulative optionally convertible reedemable preference shares of ₹ 10/- each (March 31, 2024: ₹ 6/- per share paid up) of Aditya Birla Digital Fashion Ventures Limited (Refer Note - 6 below)	**292.25**	150.00
Total	**2,302.36**	1,789.99

*Transfer of 3,50,00,000 fully paid equity shares of ₹ 10/- each of Aditva Birla Garments Limited to Aditya Birla Lifestyle Brands Limited pursuant to Scheme of arrangement.

(b)	**Other Investments**		
	Carried at fair value through other comprehensive income		
	Unquoted equity instruments		
	7,000 (March 31, 2024: 7,000) fully paid equity shares of ₹ 10/- each of Birla Management Centre Services Limited #	**17.52**	14.19
	10,000 (March 31, 2024: 10,000) fully paid up equity shares of ₹ 10/- each of Retailers Association of India	**0.01**	0.01
	68,25,000 (March 31, 2024: 68,25,000) fully paid equity shares of ₹ 10/- each of CLI Footwear and Accessories Private Limited (Refer Note - 8 below)	**6.83**	6.83
	Total	**24.36**	21.03
	# Increase is on account of fair valuation gain recorded during the year.		
(c)	**Current Investments (Carried at fair value through profit and loss (FVTPL))**		
	Quoted investments		
	Aditya Birla Sun Life Overnight Fund - Growth- Regular Plan (March 31, 2025: Nil units, March 31, 2024: 9,02,398.391 units)	**-**	116.13
	Axis Overnight Fund - Regular Growth(ONGP) (March 31, 2025: 74,396.465 units, March 31, 2024: 79,445.829 units)	**10.02**	10.03
	Axis Liquid Fund - Regular Growth(CFGP) (March 31, 2025: 3,62,660.697 units, March 31, 2024: 2,28,644.533 units)	**103.72**	60.92
	HDFC Liquid Fund-Regular Plan-Growth (March 31, 2025: 1,01,016.168 units, March 31, 2024: 3,49,606.151 units)	**50.91**	164.24

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
ICICI Prudential Overnight Fund Growth (March 31, 2025: Nil units, March 31, 2024: 7,79,427.512 units)	**-**	100.11
ICICI Prudential Liquid Fund Growth (March 31, 2025: 14,317.715 units, March 31, 2024: Nil units)	**0.54**	-
SBI Liquid Fund Regular Growth (March 31, 2025: Nil units, March 31, 2024: 4,02,153.776 units)	**-**	150.63
UTI Liquid Fund (Formerly UTI Liquid Cash Plan) - Regular Plan - Growth (March 31, 2025: 38,163.825 units, March 31, 2024: 1,54,571.948 units)	**16.08**	60.70
UTI Overnight Fund - Regular Plan - Growth (March 31, 2025: Nil units, March 31, 2024: 30,928.897 units)	**-**	10.03
Kotak Liquid Fund Regular Plan Growth (March 31, 2025: 38,586.935 units, March 31, 2024: 3,11,589.225 units)	**20.03**	150.81
Nippon Inida Liquid Fund Regular Plan Growth Option LFIG (March 31, 2025: 1,61,990.114 units, March 31, 2024: Nil units)	**101.55**	-
Tata Liquid Fund Regular Plan- Growth (March 31, 2025: 42,457.498 units, March 31, 2024: Nil units)	**17.18**	-
Aditya Birla Sun Life Money Market Fund - Growth Regular Plan (formerly known as Aditya Birla Sun Life Floating Rate Fund Short Term Plan) (March 31, 2025: 5,520,963.470, March 31, 2024: Nil units)	**200.45**	-
HDFC Money Market Fund - Growth Regular Plan (March 31, 2025: 1,78,690.117, March 31, 2024: Nil units)	**100.21**	-
DSP Liquid Fund - Regular Plan - Growth (March 31, 2025: 4,12,021.386 units, March 31, 2024: Nil units)	**151.10**	-
ICICI Money Market Fund - Growth Regular Plan (March 31, 2025: 2,692,532.433, March 31, 2024: Nil units)	**100.23**	-
Aditya Birla Sun Life Liquid Fund - Regular Plan - Growth (formerly known as Aditya Birla Sun Life Cash Plus) (March 31, 2025:34,70,726.830 units, March 31, 2024: Nil units)	**143.65**	-
Kotak Money Market Fund - Growth Regular Plan (Erstwhile Kotak Floater ST) (March 31, 2025: 2,27,427.940, March 31, 2024: Nil units)	**100.20**	-
HSBC Liquid Fund - Regular- Growth (Formerly known as HSBC Cash Fund - Growth) (March 31, 2025: 3,06,810.086 units, March 31, 2024: Nil units)	**78.58**	-
Tata Money Market Fund- Regular Plan Growth (March 31, 2025: 4,32,659.369, March 31, 2024: Nil units)	**200.43**	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
ABSL Crisil-IBX Financial Services 3 to 6 Months Debt Index Fund-Regular Growth (March 31, 2025: 9,83,34,136.681, March 31, 2024: Nil units)	**100.54**	-
ABSL Crisil-IBX Financial Services 9 to 12 Months Debt Index Fund- Regular Growth (March 31, 2025: 99,99,500.025, March 31, 2024: Nil units)	**10.04**	-
ABSL Corporate Bond Fund Growth-Direct Plan (formerly known as Aditya Birla Sun Life Short Term Fund) (March 31, 2025: 44,92,069.764, March 31, 2024: Nil units)	**50.51**	-
Less: Transferred pursuant to Scheme of arrangement (Refer Note 51)	**(117.18)**	-
Total	**1,438.79**	823.60
Aggregate book value of unquoted investments	**2,326.72**	1,811.02
Aggregate book value of quoted investments	**1,438.79**	823.60
Aggregate market value of quoted investments	**1,438.79**	823.60
Aggregate amount of impairment in value of investments	**-**	-

Notes:

1. During the year ended March 31, 2020, the Board of Directors of the Company approved acquisition of 100% stake in Jaypore E-Commerce Private Limited ("Jaypore") and TG Apparel & Decor Private Limited ("TG Apparel"). Post completion of the conditions precedent under the aforesaid Share Purchase Agreement(s), Jaypore and TG Apparel became wholly-owned subsidiaries of the Company w.e.f. July 02, 2019. As at March 31, 2025, TG Apparel has negative net worth of ₹ 1.23 Crore (March 31, 2024: ₹ 0.92 Crore) due to losses incurred. During the year, the Company has infused ₹ 75.01 Crore (March 31, 2024: ₹ 25.00 Crore) under Rights Issue in Jaypore E-Commerce Private Limited to support the existing operations and growth of the business.

   These two subsidiaries are of strategic importance to the Company and have a long-term potential. Accordingly, management is of the view that there is no diminution in the value of these investments. The Company has committed to provide support to fund the operations of TG Apparel & Décor Private Limited and Jaypore E-Commerce Private Limited.

2. The Company entered into a strategic partnership with India's leading designers "Shantanu & Nikhil" by way of acquisition of 51% stake in 'Finesse International Design Private Limited' ("Finesse"). The said acquisition was done through a combination of primary equity infusion and secondary share purchase by way of signing of Share Subscription and Purchase Agreement ("SSPA") and Shareholders' Agreement with Finesse and its shareholders. Consequent to aforesaid, Finesse became the subsidiary of the Company w.e.f. July 26, 2019.

3. On January 27, 2021, the Board of Directors approved the acquisition of 51% stake in Sabyasachi Calcutta LLP [formerly M/s. Sabyasachi Couture, a partnership firm ("Sabyasachi")] by entering into a Framework Agreement. On February 24, 2021, post completion of the customary closing conditions under the Agreement, the Company concluded the acquisition. Considering the terms

of the Agreement, Sabyasachi is considered as a subsidiary of the Company. Also refer Note - 9 and Note - 23.

4. On February 24, 2021, the Board of Directors approved the acquisition of 80% stake in Indivinity Clothing Retail Private Limited ["ICRPL"] by way of entering into 'Share Subscription and Shareholders Agreement' ["SSSA"]. On March 26, 2021, post completion of the customary closing conditions under the said SSSA, ICRPL became a subsidiary of the Company. The Company has paid share application money amounting to ₹ 100 Crore on March 30, 2024 and allotment of shares were received on May 9, 2024. During the year, the Company has infused ₹ 85.55 Crore (March 31, 2024: ₹ 91.20 Crore) under Rights Issue to support the existing operations and growth of the business. The Company has committed to provide support to fund the operations of Indivinity Clothing Retail Private Limited.

   Further, the agreement stipulates a simultaneous call and put option (the Company holds the call options and has written the put options), whereby, at the expiry of 10 years from the date of initial acquisition, the Company can acquire, if it exercises the call option it holds, and will also be required to acquire, if Promoter exercises the put options the Company has written, all or such number of equity shares so as to increase its shareholding to 100%. The excercise price of put and call option is equal to the fair value of the investments on the date of excercise.

5. On January 14, 2022, the Board of Directors approved the acquisition of 52.44% stake in House of Masaba Lifestyle Private Limited ("HMLPL") by way of entering into a Binding Term Sheet subject to signing of definitive agreements, completion of closing conditions precedent to be set out in the definitive agreements and statutory approvals, if any. On June 01, 2022, post completion of closing conditions precedent set out in the definitive agreements and statutory approvals, HMLPL became a subsidiary of the Company. During the year, the Company has infused ₹ 17.09 crore under Rights Issue to existing operations and growth of the business. The Company has committed to provide support to fund the operations of House of Masaba Lifestyle Private Limited.

   Further, the agreement stipulates a simultaneous call and put option (the Company holds the call options and has written the put options), whereby, after the expiry of 5 years upto 15 years from the date of initial acquisition, in certain specified time periods, the Company can acquire, if it exercises the call option it holds, and will also be required to acquire, if Promoter exercises the put options the Company has written, all or such number of equity shares so as to increase its shareholding to 100%. The excercise price of put and call option is equal to the fair value of the investments on the date of excercise.

6. On February 4, 2022, the Board approved to set up a new subsidiary, for foraying into the Direct to Consumer ("D2C') business towards building a portfolio of distinct, new-age, digital brands across categories in fashion, beauty and other allied lifestyle segments. The D2C portfolio will be built through organic and inorganic means. Thus, w.e.f. April 11, 2022 Aditya Birla Digital Fashion Ventures Limited a wholly owned subsidiary of the Company was set up to carry on the "D2C" business.

7. Aditya Birla Garments Limited, a wholly owned subsidiary of the Company has been incorporated w.e.f. June 15, 2022 in compliance with the requirements of 'Operational Guidelines for the Production Linked Incentive (PLI) scheme for promoting MMF and Textile segments'. Pursuant to the Scheme of Arrangement the investment in Aditya Birla Garments Limited was transferred to Aditya Birla Lifestyle Brands Limited.

8. On August 04, 2023, the Board of Directors approved to incorporate a new company in association with Christian Louboutin SAS ("CL"). On September 12, 2023, the Company has incorporated a new company viz. CLI Footwear and Accessories Private Limited ("CLI") in association with Christian Louboutin SAS ("CL SAS"). CLI is a 50%-50% partnership between the Company and CL SAS. CL

is incorporated by the Company in association with CL SAS in India to carry out the business of distribution and sale of CL SAS's products in India. The Company has entered into shareholders agreement which provides CL SAS with a call option to buy the Company's 50% equity interest at any time during the agreement period at the fair value. The Company has evaluated the terms of the call option and other terms of the Shareholders aggreement and concluded that the Company does not have a significant influence over CLI despite the Company having 3 nominee directors on the board. Accordingly, the Management has disclosed the amount invested in CLI as equity investment carried at fair value through other comprehensive income.

9. On or after the expiry of 3 years from the Closing Date and till the expiry of 5 years from the Closing Date, the Company has right but not an obligation, to acquire all or such number of Promoter securities from the Promoter of Goodview Fashion Private Limited ('Goodview') so as to increase the shareholding to 51%. This is referred to as the Tranche 2 call option. The strike price for the Tranche 2 call option is based on a formula specified in the Shareholders Agreement.

   The Company has raised its shareholding in GFPL, from 33.5% to 51%, through secondary acquisition of 17.5% equity stake for an aggregate amount of ~₹ 127.42 crore from the existing shareholders of GFPL, thereby making GFPL a subsidiary of the Company with effect from July 11, 2024. In accordance with the Shareholders Agreement, the Company has simulatenous put and call option (the Company holds the call options and has written the put options), whereby, after the expiry of 10 years and upto 15 years from the date of initial acquisition, in certain specified time periods, the Company can acquire, if it exercises the call options it holds, and will also be required to acquire, if Promoter exercises the put options the Company has written, all or such number of equity shares so as to increase its shareholding to 100%. The excercise price of put and call option is equal to the fair value of the investments on the date of excercise.

NOTE: 7
NON-CURRENT FINANCIAL ASSETS - LOANS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loans to employees	-	0.45
Total	-	0.45

NOTE: 8
NON-CURRENT FINANCIAL ASSETS - SECURITY DEPOSITS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Security deposits		
Deposits to related party - unsecured, considered good (Refer Note - 46)	**5.64**	5.64
Unsecured, considered good	**266.26**	453.83
Unsecured, considered doubtful	**7.36**	6.00
Provision for doubtful deposits	**(7.36)**	(6.00)
Total	**271.90**	459.47

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 9
NON-CURRENT FINANCIAL ASSETS - OTHERS

Accounting Policy

(I) Financial instruments

(i) Classification of financial assets at amortised cost

The group classifies its financial assets at amortised cost only if both of the following criteria are met:

- the asset is held within a business model whose objective is to collect the contractual cash flows, and
- the contractual terms give rise to cash flows that are solely payments of principal and interest.

Financial assets classified at amortised cost comprise trade receivables, loans and security deposits.

(ii) Classification of financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income (FVTOCI) comprise equity securities (unlisted) which are not held for trading, and for which the Company has irrevocably elected at initial recognition to recognise changes in fair value through OCI rather than profit or loss. These are strategic investments and the Company considers this classification to be more relevant.

(iii) Classification of financial assets at fair value through profit or loss

The Company classifies the following financial assets at fair value through profit or loss (FVTPL):

- debt investments (bonds, debentures and mutual funds) that do not qualify for measurement at either amortised cost or FVTOCI,
- equity investments that are held for trading, and
- equity investments for which the entity has not elected to recognise fair value gains and losses through OCI, and
- Investments in financial instruments issued by subsidiaries, associate and joint venture, whose contractual terms are not wholly equity in nature.

Derivatives

The Put and Call options held to acquire equity interest held by Non-Controlling Interest ("NCI") holders in a subsidiary or to acquire equity interest held by the venture partners in a joint venture are initially measured at fair value. The subsequent changes in fair value is recognised in the Standalone Statement of Profit and Loss.

See note 55 for other accounting policies relevant to Financial instruments

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Lease receivables (from sub-lease arrangements)	**60.77**	299.86
Other bank balance		
Bank deposits with more than 12 months maturity from the Balance Sheet date	**0.08**	0.53
Derivative Instruments*	**215.16**	218.35
Investment (Pending Allotment)	**-**	100.00
Total	**276.01**	618.74

* During the year ended March 31, 2021, the Company acquired 51% stake in Sabyasachi Calcutta LLP by entering into an agreement on February 24, 2021. Under the terms of the agreement, the Company has a Call option to purchase the entire holding of Mr. Sabyasachi Mukherjee in case the Put Option (as specified in Note - 23) is not exercised by Mr. Sabyasachi Mukherjee at the end of fourteen years. Accordingly, the derivative instruments includes the fair value of call option of ₹ 215.16 Crore (March 31, 2024: ₹ 218.28 Crore) as non-current financial asset based on independent valuation performed by the Company's appointed independent valuer.

NOTE: 10
DEFERRED TAX ASSETS (NET)

Reflected in the Standalone Balance Sheet as follows:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Deferred tax assets	**103.85**	146.37
Deferred tax assets/ (liabilities) (net)	**103.85**	146.37

Deferred tax assets / (liabilities) relates to the following:

	Deferred tax assets/ (liabilities) as at March 31, 2024	Deferred Tax charge/(Credit) recognised in Total Comprehensive Income	Deferred tax assets/ (liabilities) transferred Pursuant to Scheme of Arrangement	Deferred tax assets/ (liabilities) as at March 31, 2025
Difference between carrying amount of property, plant and equipment and intangible assets and their tax base	(225.66)	(35.17)	(75.96)	(114.53)
Disallowance under Section 43B and 40(a)(ia) of the Income Tax Act, 1961	59.90	3.57	37.73	18.60
Share-based payment	14.27	(4.38)	9.22	9.43

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

	Deferred tax assets/ (liabilities) as at March 31, 2024	Deferred Tax charge/(Credit) recognised in Total Comprehensive Income	Deferred tax assets/ (liabilities) transferred Pursuant to Scheme of Arrangement	Deferred tax assets/ (liabilities) as at March 31, 2025
Business and depreciation loss as per income tax computations available for off-set against future taxable income	472.34	(21.36)	55.95	437.75
Impact of Ind AS				
a) ROU assets - Ind AS 116	(929.36)	26.22	(408.23)	(547.35)
b) lease liabilities - Ind AS 116	1,146.54	(16.14)	498.43	664.25
Adjustments pursuant to amalgamation	(370.00)	(5.88)	-	(364.12)
Others	(21.66)	4.56	(26.05)	(0.18)
Net deferred tax assets/ (liabilities)	**146.37**	**(48.58)**	**91.10**	**103.85**

	Deferred tax assets/ (liabilities) as at March 31, 2023	Deferred tax assets/ (liabilities) acquired pursuant to Amalgmation	Deferred Tax charge/(Credit) recognised in Total Comprehensive Income	Deferred tax assets/ (liabilities) as at March 31, 2024
Difference between carrying amount of property, plant and equipment and intangible assets and their tax base	(252.47)	13.70	(13.11)	(225.66)
Disallowance under Section 43B and 40(a)(ia) of the Income Tax Act, 1961	50.58	-	(9.32)	59.90
Share-based payment	10.94	-	(3.33)	14.27
Business and depreciation loss as per income tax computations available for off-set against future taxable income	371.86	73.15	(27.33)	472.34
Impact of Ind AS				
a) ROU assets - Ind AS 116	(765.96)	(105.37)	58.03	(929.36)
b) lease liabilities - Ind AS 116	918.38	120.35	(107.81)	1,146.54
Adjustments pursuant to amalgamation	-	(376.29)	(6.29)	(370.00)
Others	(16.72)	14.63	19.57	(21.66)
Net deferred tax assets/ (liabilities)	**316.61**	**(259.83)**	**(89.59)**	**146.37**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Reconciliation of deferred tax assets/ (liabilities) (net):

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
As at the beginning of the year	**146.37**	316.61
Adjustments pursuant to amalgamation	**-**	(259.83)
Deferred tax credit / (charge) recognised in profit and loss during the year	**48.06**	89.08
Deferred tax credit / (charge) recognised in OCI during the year	**0.52**	0.51
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	**(91.10)**	-
As at the end of the year	**103.85**	146.37

Number of years of expiry of brought forward losses, in respect of which the Company has created deferred tax assets:

₹ in Crore

Period of expiry	As at March 31, 2025	As at March 31, 2024
- Within 4 years	**136.84**	-
- Beyond 4 years upto 8 years	**758.71**	579.89
Total	**895.55**	579.89

Note:-

(i) Unabsorbed depreciation does not have any expiry period. Refer note - 2.4 (c)

(ii) Corporate tax rate considered for arriving at the above amounts is 25.17% (March 31, 2024: 25.17%)

NOTE: 11
OTHER NON-CURRENT ASSETS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Capital advances	**10.92**	10.51
Prepayments	**1.86**	14.57
Balances with government authorities (other than income tax)	**5.01**	32.66
Other receivables	**0.17**	1.31
Total	**17.96**	59.05

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 12
INVENTORIES

Accounting Policy

Raw materials, components, stores and spares, and packing materials are valued at lower of cost or net realisable value. Cost is determined on weighted average cost basis. Traded goods, work-in-progress and finished goods are valued at cost or net realisable value, whichever is lower. Cost is determined on weighted average cost basis.

See note 55 for other accounting policies relevant to inventories

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
At lower of cost and net realisable value		
Raw materials	**28.03**	208.87
(Includes Goods-in-transit ₹ Nil (March 31, 2024: ₹ 73.06 Crore)		
Work-in-progress	**44.88**	45.70
Finished goods	**189.41**	737.84
(Includes Goods-in-transit ₹ 21.22 Crore (March 31, 2024: ₹ 36.22 Crore)		
Stock-in-trade	**1,491.03**	2,932.60
(Includes Goods-in-transit ₹ 17.42 Crore (March 31, 2024: ₹ 14.49 Crore)		
Stores and spares	**0.00**	2.16
Packing materials	**22.89**	27.04
Total	**1,776.24**	3,954.21

During the year ended March 31, 2025 ₹ 41.87 Crore (March 31, 2024: ₹ 275.40 Crore) is recognised as an expense for inventories carried at net realisable value.

NOTE: 13
CURRENT FINANCIAL ASSETS - LOANS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loans to employees	1.64	8.70
Loans to related party (Refer Note - 46)	214.84	255.93
Total	**216.48**	**264.63**

Note:

Disclosure as per Regulation 34(3) and 53(f) read with Part A of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013:

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Details of loans given/ received:

Name of Companies	Interest rates	Repayment terms	Outstanding	
			As at March 31, 2025	As at March 31, 2024
Jaypore E-Commerce Private Limited	6 month MCLR + 0.25%	On demand	**60.85**	59.32
TG Apparel & Decor Private Limited	6 month MCLR + 0.25%	On demand	**2.85**	2.55
Indivinity Clothing Retail Private Limited	6 month MCLR + 0.25%	On demand	**151.14**	194.06

Name of Companies	Maximum amount outstanding during the year ended	
	March 31, 2025	March 31, 2024
Jaypore E-Commerce Private Limited	**135.85**	59.32
TG Apparel & Decor Private Limited	**2.85**	2.55
Indivinity Clothing Retail Private Limited	**251.15**	194.06
Aditya Birla Garments Limited	**-**	10.00
Aditya Birla Digital Fashion Venture Ltd.	**30.00**	-

NOTE: 14
CURRENT FINANCIAL ASSETS - SECURITY DEPOSITS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Security deposits		
Unsecured, considered good	**81.81**	132.52
Unsecured, considered doubtful	**3.74**	7.48
Provision for doubtful deposits	**(3.74)**	(7.48)
Total	**81.81**	132.52

NOTE: 15
TRADE RECEIVABLES

Accounting Policy

Trade receivables are amounts due from customers for goods sold or services provided in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time).

Trade receivables are recognised initially at the transaction price as they do not contain significant financing component. The Company holds the trade receivables with the objective of collecting the

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Company applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Trade receivables from others	**157.83**	1,069.44
Trade receivables from related parties (Refer Note - 46)	**16.91**	5.51
	174.74	1,074.95
Less: Loss Allowances	**(26.26)**	(53.07)
Total	**148.48**	1,021.88

Break-up for security details:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Trade receivables		
Secured, considered good	**-**	88.92
Unsecured, considered good	**174.74**	986.03
	174.74	1,074.95

Ageing of Trade Receivables:

₹ in Crore

Particulars		Outstanding as on March 31, 2025 (for following periods from due date of payment)						
		Not due	**0 - 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i)	Undisputed Trade receivables – considered good	87.32	54.60	6.56	-	-	-	148.48
(ii)	Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(iii)	Undisputed - Credit Impaired	0.10	1.48	1.04	0.26	1.67	18.10	22.65
(iv)	Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v)	Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-
(vi)	Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vii)	Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

Particulars		Outstanding as on March 31, 2025 (for following periods from due date of payment)						
		Not due	**0 - 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(viii)	Trade Receivables assessed for credit risk on individual basis:	-	-	-	-	-	-	-
	Disputed	0.11	0.90	0.10	0.02	2.48	-	3.61
	Undisputed	-	-	-	-	-	-	-
(ix)	Provision on Trade Receivables assessed on individual basis							(3.61)
(x)	Expected credit loss	-	-	-	-	-	-	(22.65)
	Total	**87.53**	**56.97**	**7.71**	**0.28**	**4.15**	**18.10**	**148.48**

₹ in Crore

Particulars		Outstanding as on March 31, 2024 (for following periods from due date of payment)						
		Not due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	667.32	295.50	44.47	15.80	1.93	-	1,025.02
(ii)	Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(iii)	Undisputed - Credit Impaired	-	9.79	0.25	2.01	5.89	4.53	22.47
(iv)	Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v)	Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-
(vi)	Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vii)	Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(viii)	Trade Receivables assessed for credit risk on individual basis:	-	-	-	-	-	-	-
	Disputed	0.07	0.07	-	0.28	0.10	7.24	7.76
	Undisputed	-	4.36	2.42	3.77	1.05	8.10	19.70
(ix)	Provision on Trade Receivables assessed on individual basis	-	-	-	-	-	-	(27.46)
(x)	Expected credit loss	-	-	-	-	-	-	(25.61)
	Total	**667.39**	**309.72**	**47.14**	**21.86**	**8.97**	**19.88**	**1,021.88**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

No trade or other receivables is due from directors or other officers of the Company either severally or jointly with any other person.

For terms and conditions relating to related party receivables, refer Note - 46.

Trade receivables are generally non-interest bearing and the credit period generally between 30 to 300 days.

Based on the risk profiling for each category of customer, the Company has not evaluated credit risk where the risk is mitigated by collateral. The Company has therefore evaluated credit risk for departmental, depletion, e-commerce b2b, e-commerce b2c, export and trade customers. The Company follows the simplified approach method for computing the expected credit loss. The risks are categorised into high, low and moderate category basis internal and external parameters. Any customer related specific information has been factored over and above the probability of default (PD). Provision matrix takes into account historical credit loss experience adjusted for forward-looking estimates and macro-economic factors. The expected credit loss allowance is based on the ageing of the receivables and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

₹ in Crore

	Expected credit loss (%)					
	As at March 31, 2025			As at March 31, 2024		
	Departmental stores #	**Depletion key accounts #**	**Trade Channel**	Departmental stores #	Depletion key accounts #	Trade Channel
Not due	**0.00%**	**0.00%**	**4.40%**	0.00%	0.00%	0.63%
0-90 days	**0.00%**	**0.00%**	**6.77%**	0.00%	0.00%	5.67%
91-180 days	**0.00%**	**0.00%**	**8.40%**	0.00%	0.00%	5.30%
181-365 days	**0.00%**	**0.00%**	**12.53%**	0.00%	0.00%	2.18%
1-2 years	**0.00%**	**0.00%**	**63.08%**	0.00%	0.00%	80.58%
2-3 years	**0.00%**	**0.00%**	**99.15%**	0.00%	0.00%	99.67%
More than 3 years	**0.00%**	**0.00%**	**100.00%**	0.00%	0.00%	100.00%

Ageing of receivables on which impairment allowance of doubtful debts is applied

₹ in Crore

	Expected credit loss (%)					
	As at March 31, 2025			As at March 31, 2024		
	Departmental stores #	**Depletion key accounts #**	**Trade Channel**	Departmental stores #	Depletion key accounts #	Trade Channel
Not due	**-**	**-**	**0.01**	-	-	446.39
0-90 days	**-**	**-**	**100.72**	-	-	111.03
91-180 days	**-**	**-**	**15.03**	-	-	71.00
181-365 days	**-**	**-**	**0.41**	-	-	13.92
1-2 years	**-**	**-**	**0.41**	-	-	2.50
2-3 years	**-**	**-**	**12.09**	-	-	5.91
More than 3 years	**-**	**-**	**1.58**	-	-	4.53
Total	**-**	**-**	**130.25**	-	-	655.28

The amount of loss allowance on trade receivable as per provision matrix approach is determined to be not material at the year end.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Note - The change in the Expected Credit Loss (ECL) percentage for the Trade Channel category compared to the previous year is primarily attributable to the demerger of the Madura division, as per the approved scheme of arrangement. Consequently, the current year's loss rate is not directly comparable with those of the previous year.

Movement in the expected credit loss allowance

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
As at the beginning of the year	**53.07**	26.53
Addition pursuant to amalgamation	**-**	20.10
Expected credit loss provision made/ (reversed) on trade receivables calculated at lifetime expected credit losses	**3.39**	2.37
Specific provision made/ (reversed)	**(0.12)**	4.07
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	**(30.08)**	-
As at the end of the year	**26.26**	53.07

NOTE: 16
CASH AND CASH EQUIVALENTS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Balances with banks		
Current accounts	**126.09**	236.79
Deposit accounts (original maturity less than 3 months)	**581.00**	0.07
Balances with credit card companies	**10.00**	40.93
Balances with e-wallet companies	**1.43**	1.40
Cash on hand	**15.18**	21.18
Cheques/ drafts on hand	**0.00**	5.13
Total	**733.70**	305.50

The Company has undrawn committed borrowing facilities available to the extent of ₹ 2,164 Crore as at March 31, 2025 (March 31, 2024: ₹ 1,243.00 Crore). Further the Board has approved to raise ₹ 2000 Crore through commercial papers as at March 31, 2025 (March 31, 2024 : ₹ 2,000.00 Crore). The Company has raised Nil as at March 31, 2025 (March 31, 2024 : ₹ 295 Crore) through commercial papers.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Net debt reconciliation:

As at March 31, 2025

₹ in Crore

	As at March 31, 2024	Cash inflows/ (outflows) (net)	Non-cash changes			As at March 31, 2025
			Fair value adjustments	Transferred pursuant to Scheme of Arrangement	Others	
Investing activities						
Cash and cash equivalents	**305.50**	**481.18**	**-**	**(52.97)**	**-**	**733.70**
Current investments	**823.60**	**(679.54)**	**4.37**	**(117.18)**	**48.45**	**1,438.79**
Total (a)	**1,129.10**	**(198.36)**	**4.37**	**(170.15)**	**48.45**	**2,172.49**
Financing activities						
Non-current borrowings	**2,341.79**	**(1,511.73)**	**-**	**(1.04)**	**(84.94)**	**744.08**
Current borrowings (including current maturities of non-current borrowings)	**1,494.70**	**(715.58)**	**-**	**(850.18)**	**84.94**	**13.88**
Lease liabilities*	**4,555.17**	**(1,456.39)**	**-**	**(1,980.25)**	**1,520.53**	**2,639.05**
Total (b)	**8,391.66**	**(3,683.70)**	**-**	**(2,831.48)**	**1,520.53**	**3,397.01**
Net debt (b-a)						**1,224.52**

As at March 31, 2024

₹ in Crore

	As at March 31, 2023	Pursuant to amalgamation	Cash inflows/ (outflows) (net)	Non-cash changes			As at March 31, 2024
				Fair value adjustments	Transferred pursuant to Scheme of Arrangement	Others	
Investing activities							
Cash and cash equivalents	642.48	-	(336.98)	-	-	-	305.50
Current investments	150.02	-	(640.52)	3.16	-	29.90	823.60
Total (a)	792.50	-	(977.50)	3.16	-	29.90	1,129.10
Financing activities							
Non-current borrowings	1,415.41	-	1,002.46	-	-	(76.08)	2,341.79
Current borrowings (including current maturities of non-current borrowings)	614.50	92.35	711.78	-	-	76.07	1,494.70
Lease liabilities*	3,648.71	542.81	(1,274.22)	-	-	1,637.86	4,555.17
Total (b)	5,678.62	635.16	440.02	-	-	1,637.85	8,391.66
Net debt (b-a)							7,262.56

* Movement in lease liabilities amounting to ₹ 1,520.53 crores (March 31, 2024 ₹ 1,637.86 crores) represents non-cash adjustments for additions amounting to ₹ 1,454.53 crores (March 31, 2024: ₹ 1,560.69 crores), Interest accrued of ₹ 428.92 crores (March 31, 2024: ₹ 381.48 crores), lease retirements/ terminations of ₹ 283.53 crores (March 31, 2024: ₹ 300.79 crores) and other adjustment of ₹ 79.39 crores (March 31, 2024: ₹ 3.52 crores).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 17
BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Earmarked deposits		
Current accounts	**0.27**	0.30
Bank deposits (with original maturity of more than 3 months and having remaining maturity of less than 12 months)	**0.01**	0.05
Total	**0.28**	0.35

NOTE: 18
CURRENT FINANCIAL ASSETS - OTHERS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Derivative contracts	**-**	0.38
Interest accrued on deposits	**3.74**	1.82
Other receivables	**0.11**	26.66
Lease receivables (from sub-lease arrangements)	**18.89**	76.48
Total	**22.74**	105.34

NOTE: 19
OTHER CURRENT ASSETS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Prepayments	**28.82**	61.00
Advance to suppliers	**118.59**	179.63
Export incentives	**0.00**	3.45
Balances with government authorities (other than income tax)	**311.22**	554.10
Government grant receivables	**0.00**	1.24
Right to return assets	**36.83**	281.42
Other receivables	**17.90**	17.31
Total	**513.36**	1,098.15

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 20
EQUITY SHARE CAPITAL

Authorised share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
Equity share capital				
As at the beginning of the year	**2,00,00,00,000**	**2,000.00**	2,00,00,00,000	2,000.00
Increase during the year	**3,60,00,000**	**36.00**	-	-
As at the end of the year	**2,03,60,00,000**	**2,036.00**	2,00,00,00,000	2,000.00

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
Preference share capital				
Preference shares of ₹ 10/- each	**1,00,00,000**	**10.00**	1,00,00,000	10.00
Preference shares of ₹ 100/- each	**15,000**	**0.15**	15,000	0.15
Preference shares of ₹ 1/- each	**2,00,00,000**	**2.00**	-	-
As at the end of the year	**3,00,15,000**	**12.15**	1,00,15,000	10.15

Issued equity share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
As at the beginning of the year	**1,01,52,15,146**	**1,015.22**	94,89,96,351	949.00
Increase during the year towards:				
Issue of equity shares on preferential basis [Refer Note - 20(iii) and (iv)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of euity shares to qualified institutional buyers [Refer Note - 20(v)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note - 20(vii)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,04,66,450**	**1,220.47**	1,01,52,15,146	1,015.22

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Subscribed and paid-up equity share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
As at the beginning of the year	**1,01,50,09,642**	**1,015.01**	94,87,90,847	948.79
Increase during the year towards:				
Issue of equity shares on preferential basis [Refer Note - 20(iii) and (iv)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of euity shares to qualified institutional buyers [Refer Note - 20(v)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note - 20(vii)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,02,60,946**	**1,220.26**	1,01,50,09,642	1,015.01

(i) Shares held by Promoters :

	Shares held by Promoters as at March 31, 2025		% Change during the year
Promoter name	**No. of Shares**	**% of total shares**	
Birla Group Holdings Private Limited	**23,66,19,965**	**19.39**	**2.49%**
IGH Holdings Private Limited	**13,64,72,680**	**11.18**	**-2.26%**
Grasim Industries Limited	**9,75,93,931**	**8.00**	**-1.62%**
Umang Commercial Company Private Limited	**-**	**-**	**-6.41%**
Hindalco Industries Limited	**5,02,39,794**	**4.12**	**-0.83%**
Pilani Investment and Industries Corporation Limited	**4,48,22,856**	**3.67**	**3.28%**
Mrs. Rajashree Birla	**8,63,696**	**0.07**	**-0.01%**
Birla Industrial Finance (India) Limited	**1,66,508**	**0.01**	**0.00%**
Birla Consultants Limited	**1,66,422**	**0.01**	**0.00%**
ABNL Investment Limited	**77,430**	**0.01**	**0.00%**
Birla Industrial Investments (India) Limited	**34,666**	**0.00**	**0.00%**
Mr. Kumar Mangalam Birla	**12,51,589**	**0.10**	**0.10%**
Mrs. Neerja Birla	**20,270**	**0.00**	**0.00%**
Mrs. Vasavadatta Bajaj	**19,542**	**0.00**	**0.00%**
Aditya Vikram Kumar Mangalam Birla HUF	**1,780**	**0.00**	**0.00%**
Total	**56,83,51,129**	**46.56**	

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Shares held by Promoters as at March 31, 2024			% Change during the year
Promoter name	No. of Shares	% of total shares	
Birla Group Holdings Private Limited	17,15,52,967	16.90	-1.18%
IGH Holdings Private Limited	13,64,72,680	13.45	-0.94%
Grasim Industries Limited	9,75,93,931	9.62	-0.67%
Umang Commercial Company Private Limited	6,50,66,998	6.41	-0.45%
Hindalco Industries Limited	5,02,39,794	4.95	-0.35%
Pilani Investment and Industries Corporation Limited	39,88,866	0.39	-0.03%
Mrs. Rajashree Birla	8,63,696	0.09	-0.01%
Birla Industrial Finance (India) Limited	1,66,508	0.02	0.00%
Birla Consultants Limited	1,66,422	0.02	0.00%
ABNL Investment Limited	77,430	0.01	0.00%
Birla Industrial Investments (India) Limited	34,666	0.00	0.00%
Mr. Kumar Mangalam Birla	33,966	0.00	0.00%
Mrs. Neerja Birla	20,270	0.00	0.00%
Mrs. Vasavadatta Bajaj	19,542	0.00	0.00%
Aditya Vikram Kumar Mangalam Birla HUF	1,780	0.00	0.00%
Total	52,62,99,516	51.85	

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having face value of ₹ 10 per share. Each holder of an equity share is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders at the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution to all preference shareholders. The distribution will be in proportion to the number of the equity shares held by the shareholders.

(iii) Preferential Issue to to the Promoter Group and Qualified Institutional Buyers under Non-Promoter category

On January 15, 2025, the Board of Directors of the Company approved the Preferential Issue aggregating to ₹ 2,378.75 crores to the Promoter Group and to certain Qualified Institutional Buyers under Non-Promoter category, subject to the approval of the shareholders and other necessary approvals, If any.

The shareholders of the Company at their meeting held on February 13, 2025, inter-alia, have approved the issue of:

i. up to 4,08,33,990 equity shares of face value of ₹ 10 each at issue price of ₹ 317.75 each (including premium of ₹ 307.75 each), aggregating to ₹ 1,297.50 crores to the Promoter/ Promoter Group category; and

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

ii. up to 3,96,09,127 equity shares of face value of ₹ 10 each at issue price of ₹ 272.98 each (including premium of ₹ 262.98 each), aggregating to ₹ 1,081.25 crores to Qualified Institutional Buyers under the Non-Promoter category.

The Preferential Issue Committee of board of directors of the Company, at the meeting held on February 24, 2025, approved the allotment of the above-mentioned equity shares in accordance with the approval of the shareholders of the Company to the Promoter Group and to the Qualified Institutional Buyers under Non-Promoter category.

(iv) Preferential Issue to foreign portfolio investors:

During the year ended March 31, 2024, the Company approved the allotment of 6,58,00,866 equity shares of face value of ₹ 10/- each at issue price of ₹ 288.75/- per equity share (including a premium of ₹ 278.75 per equity share) aggregating to ₹ ~1425 Crore, upon receipt of the balance 75% consideration from Caladium Investment Pte. Ltd, a Foreign Portfolio Investor consequent to the conversion of warrants at a conversion ratio of 1 equity share in lieu of 1 warrant.

(v) Qualified Institutional Placement:

The board of directors of the Company at their meeting held on January 15, 2025 approved issuance of equity shares by way of Qualified Institutions Placement ("QIP') for amount not exceeding ₹ 2,500 crores. Consequently, the Company has raised ₹ 1,860.66 crores through QIP on January 21, 2025. The QIP Committee of board of directors of the Company, at the meeting held on January 21, 2025, approved the allotment of 6,85,83,059 equity shares of face value of ₹ 10/- each to eligible Investors at an issue price of ₹ 271.30 per equity share (including a premium of ₹ 261.30 per equity share).

(vi) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	**As at March 31, 2025**		As at March 31, 2024	
	No. of shares held	**% of paid-up share capital**	No. of shares held	% of paid-up share capital
Birla Group Holdings Private Limited	**23,66,19,965**	**19.39%**	17,15,52,967	16.90%
IGH Holdings Private Limited	**13,64,72,680**	**11.18%**	13,64,72,680	13.45%
Grasim Industries Limited	**9,75,93,931**	**8.00%**	9,75,93,931	9.62%
Flipkart Investments Private Limited	**7,31,70,731**	**6.00%**	7,31,70,731	7.21%
Umang Commercial Company Private Limited	**-**	**-**	6,50,66,998	6.41%
Caladium Investment Pte. Ltd.	**7,60,17,316**	**6.23%**	7,60,17,316	7.49%

(vii) Aggregate number of shares issued for consideration other than cash during the period of 5 years immediately preceeding the reporting year.

The Board of Directors at its meeting held on May 5 2023, approved a draft Scheme of Amalgamation by way of merger by absorption ("Scheme") between TCNS Clothing Co. Limited (Transferor Company) and Aditya Birla Fashion and Retail Limited (Transferee Company) and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013.

The Scheme was sanctioned by the Hon'ble NCLT on August 2, 2024 and the certified copy of the order was received on August 16, 2024. The Transferor and Transferee Company have filed the certified copies of the order and the Scheme with the Registrar of Companies, Mumbai, on September 1, 2024 and accordingly, the Scheme has become effective from the September 1, 2024

("Effective Date") and consequently TCNS stands amalgamated into ABFRL and stands dissolved without being wound up. In accordance with the Scheme, the Appointed Date is the same as the Effective Date i.e. September 1, 2024.

On September 5, 2024, the Company has allotted 5,57,43,053 fully paid-up equity shares of face value ₹ 10/- each, to the eligible shareholders of TCNS as on the record date i.e. September 3, 2024, in the share exchange ratio of 11 fully paid-up equity shares of the Company of face value ₹ 10/- each for every 6 fully paid-up equity shares of TCNS of face value ₹ 2/- each held by the non-controlling shareholders.

The Company has given affect to the amalgamation of TCNS with the Company using the pooling of interests method as specified by Appendix C to Ind AS 103, Business combination of entities under common control. Pursuant to the amalgamation, as per the Ind AS principles, comparative balances for the year ended March 31, 2024 have been restated in the standalone financial statement.

(viii) Summary of Shares allotted pursuant to amalgamation , for a period of five years immediately preceding the reporting year:

During the current year, pursuant to amalgamation of TCNS Clothing Co. Ltd. ('TCNS') with the Company, the Company alloted 55,743,053 equity shares to the minority shareholders for consideration other than cash (Refer note 52). There have been no shares issued for consideration other than cash during four immediately preceding previous years.

(ix) Shares reserved for issue under Employee Stock Option Plan

For details of shares reserved for issue under the Employee Stock Option Plan (ESOP) of the Company, refer Note - 43.

NOTE: 21
OTHER EQUITY

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Share application money pending allotment		
As at the beginning of the year	**0.04**	0.01
Exercise price received pending allotment	**0.27**	0.03
As at the end of the year	**0.31**	0.04
Share suspense account		
As at the beginning of the year	**55.76**	0.02
Share issued on account of amalgamation	**(55.74)**	55.74
As at the end of the year	**0.02**	55.76
Reserves and surplus		
Securities premium		
As at the beginning of the year	**5,635.10**	3,408.07
Reserves taken over on Amalgamation	**-**	380.53
Preferential Issue of equity shares on conversion of warrants (net off share issue expenses of ₹ Nil (March 31,2023: ₹ 0.95 Crore) [Refer Note - 20(iv)]	**-**	1,375.65
Share issue expenses on account of amalgamation	**(12.53)**	-

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Issue of equity shares on preferential basis (net off share issue expenses of ₹ 27.55 Crore)	**2,258.97**	-
Issue of euity shares to qualified institutional buyers (net off share issue expenses of ₹ 39.34 Crore)	**1,764.52**	-
Conversion of warrants	**-**	458.55
Issue of shares upon exercise of options	**10.73**	12.30
As at the end of the year	**9,656.79**	5,635.10
Other equity		
As at the beginning of the year	**1.64**	-
ESOP of the Subsidiaries issued to the employees	**0.58**	1.64
As at the end of the year	**2.22**	1.64
Retained earnings		
As at the beginning of the year	**(1,365.34)**	(1,024.93)
Reserves taken over on Amalgamation	**-**	(28.77)
Profit/(Loss) for the year	**(127.53)**	(311.64)
Net assets transferred in accordance to scheme of arrangement (Refer note - 51)	**(1,359.89)**	-
As at the end of the year	**(2,852.76)**	(1,365.34)
Share options outstanding account		
As at the beginning of the year	**81.81**	66.34
Reserves taken over on Amalgamation	**-**	48.70
Share based payment expense	**2.46**	7.46
Transfer to General reserve on cancellation of options	**-**	(33.74)
Issue of shares upon exercise of options	**(9.54)**	(6.95)
Transferred in accordance to scheme of arrangement (Refer note - 51)	**(41.49)**	-
As at the end of the year	**33.24**	81.81
Treasury shares (Refer Note - 43)		
As at the beginning of the year	**(111.31)**	(115.00)
Treasury shares Issued/ (purchased) by ESOP Trust (Net)	**7.15**	3.69
As at the end of the year	**(104.16)**	(111.31)
Share Warrants [Refer Note 20 (iv)]		
As at the beginning of the year	**-**	475.00
Conversion of warrants	**-**	(475.00)
As at the end of the year	**-**	-
General reserve		
As at the beginning of the year	**36.70**	-
Reserves taken over on Amalgamation	**-**	2.96
Transfer to General reserve on cancellation of options	**-**	33.74
As at the end of the year	**36.70**	36.70

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Capital reserve		
As at the beginning of the year	**299.48**	22.70
Reserves created due to Amalgamation	**-**	276.59
Issue of shares upon exercise of options	**2.90**	0.19
As at the end of the year	**302.38**	299.48
Other comprehensive income		
Remeasurement gains/ (losses) on defined benefit plans		
As at the beginning of the year	**(3.09)**	1.12
Gains/ (losses) during the year	**(4.03)**	(4.21)
As at the end of the year	**(7.12)**	(3.09)
Fair value gains/ (losses) on equity instruments		
As at the beginning of the year	**7.48**	4.77
Gains/ (losses) during the year	**2.50**	2.71
As at the end of the year	**9.98**	7.48
Total	**7,077.60**	4,638.27

Other equity

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Share application money pending allotment	**0.31**	0.04
Share suspense account	**0.02**	55.76
Reserves and surplus		
Securities premium	**9,656.79**	5,635.10
Retained earnings	**(2,852.76)**	(1,365.34)
Share options outstanding account	**33.24**	81.81
Treasury shares (Refer Note - 43)	**(104.16)**	(111.31)
Capital reserve	**302.38**	299.48
General reserve	**36.70**	36.70
Other equity	**2.22**	1.64
Other comprehensive income		
Remeasurement gains/ (losses) on defined benefit plans	**(7.12)**	(3.09)
Fair value gains/ (losses) on equity instruments	**9.98**	7.48
Total	**7,077.60**	4,638.27

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The description of the nature and purpose of each reserve within other equity is as follows:

1. Share suspense account

As per the Scheme of Arrangement, the Non-Resident shareholders of ABNL, holding shares on repatriation basis, are allotted shares upon receiving necessary regulatory approval(s). The amount lying in share suspense account pertains to shares not allotted on account of pending requisite approvals.

2. Securities premium

Securities premium is used to record the premium on issue of shares, and is utilised in accordance with the provisions of the Companies Act, 2013.

3. Retained earnings

Retained earnings comprise of the Company's accumulated undistributed profits/ (losses) after taxes.

4. Share options outstanding account

The fair value of the equity-settled share based payment transactions with employees is recognised in Standalone Statement of Profit and Loss with corresponding credit to employee stock options outstanding account. The amount of cost recognised is transferred to share premium on exercise of the related stock options.

5. Treasury shares (Refer Note - 43)

The equity shares of the Company have been acquired from open markets for Employee Stock Option Scheme 2019 and is held by ABFRL Employee Welfare Trust (ESOP Trust) at cost. Trust allots shares to employees at the time of exercise of stock options by the employees.

6. Capital reserve

Capital reserve pertains to the reserve created out of the difference between the share capital issued and the net assets taken over at the time of Scheme of Arrangement and forfeiture of Rights shares.

7. Remeasurement gains/ (losses) on defined benefit plans

The cumulative balances of gains/ (losses) arising on remeasurements of defined benefit plan is accumulated and recognised within this component of other comprehensive income. Items included in remeasurement gains/ (losses) reserve will not be reclassified subsequently to Standalone Statement of Profit and Loss.

8. Fair value gains/ (losses) on equity instruments

It represents the cumulative gains/(losses) arising on the fair valuation of equity shares (other than investments in subsidiaries and a Joint venture, which are carried at cost) measured at fair value through other comprehensive income. This fair value gain/ (loss) will not be reclassified subsequently to Standalone Statement of Profit and Loss.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 22
NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

	Effective interest rate % p.a.	Maturity	As at March 31, 2025 ₹ in Crore	As at March 31, 2024 ₹ in Crore
Redeemable non-convertible debentures				
Redeemable non-convertible debentures - Series 9 (Unsecured)*	7.97%	January 29, 2026	-	498.42
Redeemable non-convertible debentures - Series 10 (Unsecured)*	7.71%	September 11, 2030	**743.39**	743.07
Term loans from banks				
Term Loan from Federal Bank (Secured) [1]	7.95%	March 28, 2028	-	499.54
Term Loan from Axis Bank (Secured) [4]	8.15%	April 24, 2030	-	597.32
Term loan from others				
Other borrowings (Unsecured) [3]	8.00% - 14.37%	June 30, 2026	**0.14**	2.33
Preference shares				
Non-Cumulative Non-Convertible Redeemable Preference Shares [5]	8.00%	March 26, 2029	**0.56**	1.11
Total			**744.08**	2,341.79

*Net off unamortised charges

Current maturities of long-term borrowings

	Effective interest rate % p.a.	Maturity	As at March 31, 2025 ₹ in Crore	As at March 31, 2024 ₹ in Crore
Current maturities of long-term borrowings (included in current borrowings)				
Redeemable non-convertible debentures - Series 8 (Unsecured)*	5.89%	September 09, 2024	-	399.14
Term loan from HDFC Bank (TUF) (Secured) [2]	1 year MCLR + 0.25%	March 15, 2025	-	3.33
Other borrowings (Unsecured) [3]	8.00% - 14.37%	June 30, 2026	**0.23**	12.51
Total (included in Current Borrowings)			**0.23**	**414.98**
*Net off unamortised charges				
Aggregate secured borrowings			-	1,100.19
Aggregate unsecured borrowings			744.31	1,656.58

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Notes:

i) Redeemable non-convertible debentures - Series 9 of ₹ 500 Crore has been transferred to Aditya Birla Lifestyle Brands Limited pursuant to Scheme of Arrangement.

ii) On September 12, 2024, the Company issued Redeemable non-convertible debentures - Series 11 ('NCD Series 11') of ₹ 500 Crore. During March 2025, the Company has bought back the NCD Series 11 from the open market and accordingly the liability stands extinguished.

iii) The Company has not defaulted on any loans payable, and there has been no breach of any covenant attached to the borrowings.

iv) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken.

v) The Company has registered all the charges with Registrar of Companies within the statutory period.

Details of security and terms of repayment

1 Term loan of ₹ 500 Crores from Federal Bank is secured by way of First pari passu charge on the present and future fixed assets. The loan was repayable on maturity i.e 28th March, 2028. The loan was repaid during the year ended March 31, 2025.

2 Term loan from HDFC Bank (TUF) secured by way of exclusive charge over movable assets of the Company's plant situated at Bhubaneswar, Odisha. The loan was repayable in 24 equal quarterly instalments commencing from June 15, 2019. The loan was repaid during the year ended March 31, 2025.

3. Loans amounting to ₹ 0.37 Crore is repayable in monthly instalments till June 2026.

4 Term loan of ₹ 600 Crores from Axis Bank is secured by way of First pari passu charge on the present and future fixed assets. The loan is repayable on maturity i.e 24th April, 2030. The loan was repaid during the year ended March 31, 2025.

5. The Board of Directors at its meeting held on February 14, 2024, approved issuance of Non-Cumulative Non-Convertible Redeemable Preference Shares ("NCRPS") on private placement basis subject to the approval of the shareholders of the Company, the proceeds of which is to be utilized towards redemption of the existing Preference Shares.

   The Company received the approval of the Shareholders by way of Postal Ballot on March 21, 2024 for Re-classification of Authorised Share Capital and Issue of NCRPS on private placement basis to redeem the existing Preference Shares.

   The Stakeholders Relationship Committee of the Board of Directors of the Company has on March 27, 2024 approved the allotment of 11,10,000 8% Non-Cumulative Non-Convertible Redeemable Preference Shares of face value of ₹ 10/- each on private placement basis to Birla Management Centre Services Private Limited (BMCSPL).

   The existing Preference Shares were redeemed through the proceeds of fresh issuance of 8% Non-Cumulative Non-Convertible Redeemable Preference Shares on March 28, 2024.

   As per the approved Scheme of arrangement, upon effectiveness of the Scheme, 5,55,000 Non-Convertible Redeemable Preference Shares will stand cancelled and in exchange BMCSPL will receive equivalent number of Non-Convertible Redeemable Preference Shares of Aditya Birla Lifestlye Brands Limited on identical terms. The Liability relating to such of Non-Convertible Redeemable Preference Shares has been transferred to the resulting entity as at March 31, 2025 upon approval of the Scheme.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 23
NON-CURRENT FINANCIAL LIABILITIES- OTHERS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Derivative Instruments*	**239.43**	222.97
Liability towards license rights	**31.38**	537.13
Total	**270.81**	760.10

*During the year ended March 31,2021 , the Company acquired 51% stake in Sabyasachi Calcutta LLP by entering into an agreement on February 24, 2021. Under the terms of the Agreement, the Company has provided a Put Option to Mr. Sabyasachi Mukherjee to sell his entire holding of 49% to the Company over a period of fourteen years starting from the end of five years from the aforesaid date and thereafter in three tranches, should an initial public offer of the organisation (after conversion to a company) does not take place. Accordingly, the Company has accounted the put option of ₹ 239.43 Crore (March 31, 2024: ₹ 222.97 Crore) at its fair value as a non-current financial liability based on independent valuation performed by the Company's appointed independent valuer.

NOTE: 24
NON-CURRENT PROVISIONS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Employee benefit obligation		
Provision for gratuity (Refer Note - 42)	**55.93**	53.80
Stock Appreciation Rights (SAR)	**2.63**	-
Total	**58.56**	53.80

NOTE: 25
OTHER NON-CURRENT LIABILITIES

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Deferred income	**2.60**	22.77
Total	**2.60**	22.77

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 26
CURRENT - BORROWINGS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Loans repayable on demand from banks		
Cash credit/ Working capital demand loan (Secured)	**-**	334.24
Cash credit/ Working capital demand loan (Unsecured)	**13.65**	450.00
Loans repayable on demand from others		
Commercial paper (Unsecured)	**-**	295.48
Current maturities of long term borrowings (Refer Note - 22)	**0.23**	414.98
Total current borrowings	**13.88**	1,494.70
Aggregate secured borrowings	**-**	337.57
Aggregate unsecured borrowings	**13.88**	1,157.13

NOTE: 27
TRADE PAYABLES

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro enterprises and small enterprises (Refer details below)	**163.08**	287.13
Total outstanding dues of creditors other than micro enterprises and small enterprises*	**1,675.84**	3,492.49
Total	**1,838.92**	3,779.62

*Includes payables to related parties, refer Note - 46.

Details of dues to Micro and Small Enterprises as defined under MSMED Act, 2006

₹ in Crore

		As at March 31, 2025	As at March 31, 2024
a.	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
	Principal amount due to Micro and Small Enterprises*	**29.28**	304.38
	Interest due on the above	**0.82**	2.48
b.	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	**97.35**	141.26

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

		As at March 31, 2025	As at March 31, 2024
c.	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	**0.71**	3.60
d.	The amount of interest accrued and remaining unpaid at the end of each accounting year	**1.52**	6.08
e.	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	**1.72**	2.49

* Includes amount due to creditors for capital supplies/ services amounting to ₹ 21.38 Crore as at March 31, 2025 (March 31, 2024: ₹ 19.73 Crore).

The above disclosures are provided by the Company based on the information available with the Company in respect of the registration status of its vendors.

Ageing of Trade Payables:

₹ in Crore

	Particulars	Outstanding as on March 31, 2025 (for following periods from due date of payment)					
		Not due (including unbilled)	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i)	MSME	**154.36**	**8.57**	**0.13**	**0.01**	**0.01**	**163.08**
(ii)	Others	**1,428.62**	**228.42**	**13.37**	**0.84**	**4.59**	**1,675.84**
(iii)	Disputed dues – MSME	**-**	**-**	**-**	**-**	**-**	**-**
(iv)	Disputed dues – Others	**-**	**-**	**-**	**-**	**-**	**-**

	Particulars	Outstanding as on March 31, 2024 (for following periods from due date of payment)					
		Not due (including unbilled)	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	86.49	200.23	0.04	0.03	0.00	286.79
(ii)	Others	2,538.07	881.90	15.02	31.15	24.17	3,490.31
(iii)	Disputed dues – MSME	-	0.22	0.12	-	-	0.34
(iv)	Disputed dues – Others	0.23	0.54	0.03	0.25	1.13	2.18

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 28
CURRENT FINANCIAL LIABILITIES - OTHERS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Interest accrued but not due on borrowings	**29.92**	54.05
Creditors for capital supplies/ services (including dues to micro and small enterprises)	**56.98**	63.90
Derivative contracts	**0.03**	0.28
Employee Payable	**78.34**	190.44
Liability towards license rights	**0.13**	0.21
Others	**0.11**	0.10
Total	**165.51**	308.98

NOTE: 29
CURRENT PROVISIONS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Employee benefit obligation		
Provision for compensated absences	**43.36**	89.88
Provision for gratuity (Refer Note - 42)	**5.38**	5.20
Stock Appreciation Rights (SAR)	**19.58**	30.83
Provision for pending litigations (Refer Note - 45)	**2.16**	63.59
Total	**70.48**	189.50

Movement of provision for pending litigations during the year:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Opening balance	**63.59**	65.60
Add: pursuant to business combination during the year	**-**	0.49
Add: provision made during the year	**0.88**	1.31
Less: provision utilised during the year	**(10.48)**	(1.54)
Less: provision reversed during the year	**(1.82)**	(2.27)
Less: Transferred pursuant to Scheme of Arrangement	**(50.02)**	-
Closing balance	**2.16**	63.59

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 30
OTHER CURRENT LIABILITIES

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Advances received from customers	**44.11**	61.23
Deferred revenue*	**14.97**	20.89
Other advances received	**0.00**	0.24
Statutory dues (other than income tax)	**42.64**	78.29
Refund liabilities	**59.21**	528.17
Deferred Income	**0.43**	0.43
Total	**161.36**	689.25

*** Deferred revenue**

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
As at the beginning of the year	**20.89**	18.61
Deferred during the year	**77.19**	80.00
Released to the Standalone Statement of Profit and Loss	**(76.74)**	(77.72)
Transferred pursuant to Scheme of Arrangement	**(6.37)**	-
As at the end of the year	**14.97**	20.89

The deferred revenue relates to the accrual and release of customer loyalty points according to the loyalty programme announced by the respective businesses of the company. As at March 31, 2025, the estimated liability towards unredeemed points amounts to ₹ 14.97 Crore (March 31, 2024: ₹ 20.89 Crore).

NOTE: 31
REVENUE FROM OPERATIONS

Accounting Policy

(I) Revenue from contracts with customers

Revenue from contracts with customers is recognised upon transfer of control of promised goods/ services to customers at an amount that reflects the consideration to which the Company expect to be entitled for those goods/ services.

To recognize revenues, the Company applies the following five-step approach:

- Identify the contract with a customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract; and
- Recognise revenues when a performance obligation is satisfied.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Revenue from sale of products

Revenue from sales of products is measured at the amount of transaction price (net of returns, customer incentives, discounts, variable consideration and other similar charges offered by the Company) allocated to the performance obligation.

Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on behalf of the government. Accordingly, it is excluded from revenue.

Assets and liabilities arising from right to return

The Company has contracts with customers which entitles them an unconditional right to return.

Right to return assets

A right of return gives an entity a contractual right to recover the goods from a customer (right to return asset), if the customer exercises its option to return the goods and obtain a refund. The asset is measured at the carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods.

Refund liabilities

A refund liability is the obligation to refund part or all of the consideration received (or receivable) from the customer. The Company has therefore recognised refund liabilities in respect of customer's right to return. The liability is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimate of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

The Company has presented its right to return assets and refund liabilities under other current assets and other current liabilities, respectively.

Income from gift voucher

Gift voucher sales are recognised when the vouchers are redeemed, and the goods are sold to the customer.

Loyalty points programme

The Company operates a loyalty programme which allows customers to accumulate points on purchases made in retail stores. The points give rise to a separate performance obligation as it entitles customers to redeem as settlement of future purchase transaction price. Consideration received is allocated between the sale of products and the points issued, with the consideration allocated to the points equal to their fair value. Fair value of points is determined by applying statistical techniques based on the historical trends.

Transaction price allocated to reward points is deferred and recognised in the Standalone Statement of Profit and Loss when points are redeemed or when the points expire. The amount of revenue is based on the value of points redeemed/ expired.

Income from services

Income from services is recognised as they are rendered based on agreements/ arrangements with the concerned parties, and recognised net of goods and services tax/ applicable taxes.

Export incentives income

Export incentives under various schemes notified by government are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Licence fees and royalties

Royalty and licensing revenue is received from customers for usage of the Company's brand name. Revenue is recognised over time based on the terms of contracts with the customer.

Commission income

In case of sales of goods, where the Company is an agent in the transaction, the difference between the revenue and the cost of the goods sold is disclosed as commission income in other operating income.

REVENUE FROM OPERATIONS

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from sale of products		
Sale of products	**5,538.18**	5,134.27
Revenue from redemption of loyalty points (Refer Note - 30)	**31.27**	22.52
Total revenue from sale of products	**5,569.45**	5,156.77
Other operating income		
Scrap sales	**9.40**	17.32
Commission income	**28.80**	27.15
Others	**1.25**	1.13
Total	**5,608.90**	5,202.37

(a) Right to return assets and refund liabilities:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024*
Right to return assets	**36.83**	281.42
Refund liabilities	**59.21**	528.17

*Balances pertaining to discontinued operation included above are Right to return assets ₹ 254.51 Crore and Refund liabilities ₹ 469.39 Crore.

(b) Contract balances:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024*
Contract assets		
Trade receivables	**148.48**	1,021.88
Contract Liabilities		
Advances received from customers	**44.11**	61.23
Deferred revenue	**14.97**	20.89

*Balances pertaining to discontinued operation included above are Trade receivable ₹ 890.23 Crore, Advances received from customers ₹ 36.30 Crore and Deferred revenue ₹ 5.55 Crore.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(c) Reconciliation of revenue as recognised in the Standalone Statement of Profit and Loss with the contracted price:

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue as per contracted price	**5,735.37**	5,340.81
Less:		
Sales return	**110.17**	116.86
Discounts	**1.33**	6.23
Loyalty points	**14.97**	15.34
Revenue as per the Standalone Statement of Profit and Loss	**5,608.90**	5,202.37

(d) Disclosure of disaggregated revenue recognised in the Standalone Statement of Profit and Loss:

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Pantaloons		
Revenue from retail operations	**4,249.17**	4,184.23
Revenue from non-retail operations	**123.48**	144.04
	4,372.65	4,328.27
Ethinic and Others		
Revenue from retail operations	**915.21**	686.27
Revenue from non-retail operations	**321.04**	187.83
	1,236.25	874.10
Revenue as per the Standalone Statement of Profit and Loss	**5,608.90**	5,202.37

(e) Disclosure of disaggregated revenue recognised in the Standalone Statement of Profit and Loss based on geographical location of customers:

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from customers outside India	**1.43**	0.86
Revenue from customers within India	**5,607.47**	5,201.51
Revenue as per the Standalone Statement of Profit and Loss	**5,608.90**	5,202.37

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 32
OTHER INCOME

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Profit on sale of property, plant and equipment	**0.65**	-
Interest income	**28.87**	29.86
Net gain on investment in mutual funds (including on redemption)	**52.83**	33.06
Fair value gain on financial instruments at FVTPL	**79.23**	34.95
Gain on retirement of right-of-use assets (Refer Note - 44a)	**29.27**	21.03
Miscellaneous income	**7.32**	2.00
Total	**198.17**	120.90

NOTE: 33
COST OF MATERIALS CONSUMED

₹ in Crore

		Year ended March 31, 2025	Year ended March 31, 2024
(a)	**Materials consumed**		
	Inventories at the beginning of the year	**22.78**	-
	Add: Inventory acquired pursuant to amalgamation	**-**	28.91
	Add: Purchases	**177.52**	79.99
		200.30	108.90
	Less: Inventories at the end of the year	**28.03**	22.78
	Total	**172.27**	86.12
(b)	**Purchase of stock-in-trade**		
	Purchase of stock-in-trade	**2,486.97**	2,458.66
	Total	**2,486.97**	2,458.66
(c)	**Changes in inventories of finished goods, work-in-progress and stock-in-trade**		
	Opening inventories		
	Finished goods	**318.83**	5.31
	Stock-in-trade	**1,364.41**	1,424.57
	Work-in-progress	**25.21**	-
	Inventories taken over pursuant to amalgamation		
	Finished goods	**-**	368.71
	Stock-in-trade	**-**	13.24
	Work-in-progress	**-**	43.87
		1,708.45	1,855.70
	Less:		
	Closing inventories		
	Finished goods	**189.41**	318.83
	Stock-in-trade	**1,491.04**	1,364.41
	Work-in-progress	**44.88**	25.21
		1,725.33	1,708.45
	(Increase)/Decrease in inventories	**(16.88)**	147.25

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 34
EMPLOYEE BENEFITS EXPENSE

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus	**643.05**	578.33
Contribution to provident and other funds (Refer Note - 42)	**39.32**	35.59
Share-based payment to employees (Refer Note - 43)	**21.57**	3.70
Gratuity expense (Refer Note - 42)	**15.10**	9.44
Staff welfare expenses	**28.75**	23.15
Total	**747.79**	650.21

NOTE: 35
FINANCE COSTS

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Interest expense on borrowings	**211.26**	236.54
Interest expense on lease liabilities (Refer Note - 4b & 44a)	**225.10**	214.47
Other borrowing costs	**7.70**	2.52
Unwinding of interest on financial liabilities	**3.15**	0.66
Total	**447.21**	454.19

NOTE: 36
DEPRECIATION AND AMORTISATION EXPENSE

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant and equipment (Refer Note - 3a)	**171.37**	169.79
Depreciation on right-of-use assets (Refer Note - 4a & 44a)	**674.32**	589.42
Amortisation on intangible assets (Refer Note - 5)	**78.24**	54.36
Total	**923.93**	813.57

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 37
OTHER EXPENSES

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Power and fuel	**0.34**	0.14
Electricity charges	**161.57**	143.12
Repairs and maintenance		
Buildings	**20.56**	10.88
Plant and machinery	**14.96**	12.75
Others	**157.16**	135.32
Insurance	**6.09**	6.42
Rates and taxes	**13.38**	8.07
Processing charges	**95.35**	59.19
Commission to selling agents	**51.04**	52.57
Brokerage and discounts	**0.47**	0.02
Advertisement and sales promotion	**314.19**	242.47
Transportation and handling charges	**87.35**	83.43
Royalty expenses	**6.40**	15.14
Legal and professional	**73.76**	84.84
Bad debts written off	**0.04**	-
Allowances for bad and doubtful debts	**3.26**	2.14
Provision for bad and doubtful deposits and advances	**0.93**	0.78
Printing and stationery	**5.93**	6.17
Travelling and conveyance	**24.41**	23.83
Communication	**5.25**	1.68
Loss on sale/ discard of property, plant and equipment	**-**	1.18
Bank and credit card charges	**26.67**	27.89
Payment to auditors (Refer details below)	**2.31**	1.54
Donation	**-**	0.02
Postage expenses	**0.54**	0.77
Foreign exchange loss (net)	**2.52**	0.65
Information technology	**93.52**	96.85
Outsourcing, housekeeping and security	**67.14**	67.87
Corporate Social Responsibility (CSR) (Refer Note - 41)	**4.07**	3.08
Directors' fees	**0.95**	0.40
Miscellaneous	**43.21**	42.55
Total	**1,283.37**	1,131.76

Payment to auditors:

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
For audit fees (including Limited Review fees)	**1.72**	1.27
For tax audit fees	**0.11**	0.08
For other services*	**1.74**	0.02
For reimbursement of expenses	**0.25**	0.17
Total	**3.82**	1.54

*Above include fees of ₹ 1.51 Crore (March 31, 2024: ₹ Nil) paid to auditors for certification services for QIP Issue and Preferential issue, which is directly recognised in other equity.

NOTE: 37a
EXCEPTIONAL ITEMS

Exceptional item for the year ended March 31, 2025 represents provision for impairment of goodwill, right-of-use assets, franchisee rights and Inventory obsolescence amounting to ₹ 98.33 Crore pursuant to restructuring of operations of a business unit.

NOTE: 38
INCOME TAX EXPENSE

The major components of income tax (income)/ expense are:

In Standalone Statement of Profit and Loss:

			₹ in Crore
		Year ended March 31, 2025	Year ended March 31, 2024
Current income tax			
Current income tax charge		**-**	-
	(A)	**-**	-
Deferred tax charge / (credit)			
Relating to origination and reversal of temporary differences		**(109.06)**	(138.77)
	(B)	**(109.06)**	(138.77)
Total	**(A+B)**	**(109.06)**	(138.77)

In Other Comprehensive Income (OCI)

Deferred tax related to items recognised in OCI during the year

	₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Deferred tax charge/ (credit) on:		
Net (gains)/ losses on re-measurement of defined benefit plans	**(0.28)**	(0.07)
Net (gains)/ losses on fair value of equity instruments	**0.84**	0.91
Total	**0.56**	0.84

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Reconciliation of tax (income)/ expense and the accounting profit/ (loss) multiplied by India's domestic tax rate

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Accounting Profit/(Loss) before income tax from Continuing operations	**(413.08)**	(625.46)
Tax expense/ (income) at statutory income tax rate of 25.17% (March 31, 2024: 25.17%)	**(103.97)**	(157.43)
Expenses not allowed under the Income tax Act:		
Corporate Social Responsibility	**1.01**	0.77
Expenses disallowed for tax purposes	**0.56**	1.01
Current tax relating to earlier years	**-**	-
Others	**(6.66)**	16.88
Income tax expenses/ (income) of Continuing operations as per Statement of Profit and Loss Account	**(109.06)**	(138.77)
Accounting Profit/(Loss) before income tax from discontinued operations	**237.50**	224.74
Tax expense/ (income) at statutory income tax rate of 25.17% (March 31, 2024: 25.17%)	**59.78**	56.57
Expenses not allowed under the Income tax Act:		
Expenses disallowed for tax purposes	**0.47**	0.67
Others	**0.75**	(7.55)
Income tax expenses/ (income) of discontinued operations as per Statement of Profit and Loss Account	**61.00**	49.69

NOTE: 39
EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The following reflects the profit/(loss) and equity share data used in the basic and diluted EPS computations:

₹ in Crore

		Year ended March 31, 2025	Year ended March 31, 2024
Continuing operations			
Profit/(Loss) for calculation of EPS	**(A)**	**(304.03)**	(486.69)
Weighted average number of equity shares for calculation of Basic EPS	**(B)**	**1,08,75,80,070**	99,15,59,162
Profit / (Loss) per share - basic (₹)	**(A/B)**	**(2.80)**	(4.91)
Weighted average number of equity shares outstanding		**1,08,75,80,070**	99,15,59,162
Weighted average number of potential equity shares		**19,71,425**	13,77,819
Weighted average number of equity shares for calculation of Diluted EPS	**(C)**	**1,08,75,80,070**	99,15,59,162
Diluted EPS (₹)	**(A/C)**	**(2.80)**	(4.91)
Nominal value of shares (₹)		**10.00**	10.00
Discontinued operations			
Profit/(Loss) for calculation of EPS	**(A)**	**176.50**	175.05
Weighted average number of equity shares for calculation of Basic EPS	**(B)**	**1,08,75,80,070**	99,15,59,162
Profit / (Loss) per share - basic (₹)	**(A/B)**	**1.62**	1.77
Weighted average number of equity shares outstanding		**1,08,75,80,070**	99,15,59,162
Weighted average number of potential equity shares		**19,71,425**	13,77,819
Weighted average number of equity shares for calculation of Diluted EPS	**(C)**	**1,08,75,80,070**	99,15,59,162
Diluted EPS (₹)	**(A/C)**	**1.62**	1.77
Nominal value of shares (₹)		**10.00**	10.00
Continuing and discontinued operations			
Profit/(Loss) for calculation of EPS	**(A)**	**(127.53)**	(311.64)
Weighted average number of equity shares for calculation of Basic EPS	**(B)**	**1,08,75,80,070**	99,15,59,162
Profit / (Loss) per share - basic (₹)	**(A/B)**	**(1.18)**	(3.14)
Weighted average number of equity shares outstanding		**1,08,75,80,070**	99,15,59,162
Weighted average number of potential equity shares		**19,71,425**	13,77,819
Weighted average number of equity shares for calculation of Diluted EPS	**(C)**	**1,08,75,80,070**	99,15,59,162
Diluted EPS (₹)	**(A/C)**	**(1.18)**	(3.14)
Nominal value of shares (₹)		**10.00**	10.00

Note :-

a) Treasury shares are adjusted in computing the weighted average number of equity shares outstanding during the year in calculation of EPS.

b) Stock options granted to the employees under various ESOP schemes are considered to be potential equity shares. The same is considered in the determination of diluted earnings per share to the extent that they are not anti-dilutive. During the current and previous year, the Stock options/RSUs are anti-dilutive and hence have been ignored for the purpose of calculating diluted EPS. Vested unexercised stock options/ RSUs have been considered in the calculation of Basic EPS where the excercise price of such options are insignificant. The details relating to stock options are given in Note - 43.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 40
LARGE CORPORATE DISCLOSURE

The Company is a Large Corporate as per the SEBI circular number SEBI/HO/DDHS/P/CIR/2021/613 dated April 13, 2022. Below is disclosure required as per the said circular:

Initial Disclosure: **₹ in Crore**

Particulars	Details
Name of the Company	Aditya Birla Fashion and Retail Limited
CIN	L18101MH2007PLC233901
Outstanding borrowing of Company as on 31st March 2025*	1750 Crore
Highest credit rating during the previous FY along with name of the Credit Rating Agency	CRISIL AA+ ICRA AA+ India Ratings & Research Private Limited - AA+
Name of the Stock Exchange in which the fine shall be paid, in case of shortfall in the required borrowing under the framework	BSE Limited

* Outstanding borrowing of Company as on 31st March 2025 includes: a) ₹ 500 Crore NCD series IX which has been transferred to Aditya Birla Lifestyle Brands Limited pursuant to Scheme of Arrangement. The Company is in the process of assigning the said NCD to Aditya Birla Lifestyle Brands Limited; b) ₹ 500 Crore NCD (Series XI) was issued by the Company on September 12, 2024 and purchased back from the open market prior to the year ended March 31, 2025. The said NCD has been derecognised in these financial statements pursuant to purchase of the NCDs from the open market.

Details of the current block **₹ in Crore**

Particulars	Details
2-year block period	FY 2024-25, FY 2025-26
Incremental borrowing done in FY 2024-25 (a)	-
Mandatory borrowing to be done through debt securities in FY 2024-25 (b) = (25% of a)	Nil
Actual borrowing done through debt securities in FY 2024-25 (c)	500.00
Shortfall in the borrowing through debt securities, if any, for FY 2023-24 carried forward to FY 2024-25 (d)	Nil
Quantum of (d), which has been met from (c) (e)	Nil
Shortfall, if any, in the mandatory borrowing through debt securities for FY 2024-25 {after adjusting for any shortfall in borrowing for FY 2023-24 which was carried forward to FY 2024-25} (f)= (b)-[(c)-(e)]	Nil
Amount of fine to be paid for the block, if applicable Fine = 0.2% of {(d)-(e)}	Nil

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 41
DISCLOSURE IN RESPECT OF CORPORATE SOCIAL RESPONSIBILITY UNDER SECTION 135 OF THE COMPANIES ACT, 2013 AND RULES THEREON

Details of actual CSR expenditure incurred: **₹ in Crore**

		Year ended March 31, 2025	Year ended March 31, 2024
i)	Amount required to be spent by the company during the year	**-**	-
ii)	Amount of expenditure incurred	**4.07**	3.08
iii)	Shortfall at the end of the financial year	**-**	-
iv)	Total of previous years shortfall	**-**	-
v)	Reason for shortfall	**NA**	NA
vi)	Nature of CSR activities	CSR activities are mainly focused towards Education, Health and Sanitation, Water, Digitisation, Sustainable livelihood, Institutional Building and Social Causes.	
vii)	Details of related party transaction (contribution to a trust controlled by the company)	**4.07**	3.08
viii)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	**NA**	NA

Note:-

The Company has spent in excess of the mandatory requirement under the Companies Act, 2013 but the same is not proposed to be set off against the amounts required to spent in the future year. There are no ongoing projects as at March 31, 2025 (March 31, 2024:Nil).

NOTE - 42
GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

The Company operates gratuity plan through a Trust wherein certain employees are entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service as per the Payment of Gratuity Act, 1972. In case of some employees, the Company's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972. The benefits are payable on termination of service or retirement, whichever is earlier. The benefits vests after five years of continuous service. A part of the gratuity plan is funded and another part is unfunded and managed within the Company, hence the liability has been bifurcated into funded and unfunded.

The Company has contributed to the Insurer Managed Fund (managed by Life Insurance Corporation of India), details of which is available in the table of Investment pattern of plan assets.

The following tables summarise the components of net benefit expense recognised in the Standalone Statement of Profit and Loss and Standalone Balance Sheet for the respective plans:

Unfunded defined benefit plan

Net benefit expense recognised through the Standalone Statement of Profit and Loss

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Current service cost	**9.27**	6.97
Interest cost on defined benefit obligation	**3.77**	2.91
Total	**13.04**	9.88

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Changes in the present value of the Defined Benefit Obligations (DBO) are as follows:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening defined benefit obligation	**52.39**	32.14
Addition pursuant to amalgamation	**-**	15.73
Current service cost	**9.27**	6.97
Interest cost on defined benefit obligation	**3.77**	2.91
Actuarial (gain)/ loss on account of:		
Changes in financial assumptions	**2.24**	1.39
Experience adjustments	**(1.43)**	(0.67)
Actuarial (gain)/ loss recognised in Other Comprehensive Income	**0.81**	0.72
Benefits paid	**(7.53)**	(5.54)
Liabilities assumed/ (settled)	**0.05**	(0.54)
Closing defined benefit obligation	**58.77**	52.39

Funded defined benefit plan

Net benefit expense recognised through the Standalone Statement of Profit and Loss

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Current service cost	**13.51**	12.39
Interest cost on defined benefit obligation	**7.33**	6.16
Interest income on plan assets	**(6.56)**	(6.35)
(Less): Amount attributable to discontinued operations	**(12.22)**	(12.64)
	2.06	(0.44)

Changes in the defined benefit obligation and fair value of plan assets are as follows:

(i) Changes in the present value of the Defined Benefit Obligations (DBO)

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening defined benefit obligation	**97.77**	85.28
Current service cost	**13.51**	12.39
Interest cost on defined benefit obligation	**7.33**	6.16
Actuarial (gain)/ loss on account of:		
Changes in financial assumptions	**4.58**	1.82
Experience adjustments	**0.11**	2.58
Actuarial (gain)/ loss recognised in Other Comprehensive Income	**4.69**	4.40
Benefits paid	**(7.79)**	(7.66)
Liabilities assumed/ (settled)	**1.13**	(2.80)
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	**(92.83)**	-
Closing defined benefit obligation	**23.81**	97.77

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(ii) Change in fair value of plan assets

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening fair value of the plan assets	**91.16**	85.01
Contributions by the employer	**6.62**	0.31
Interest income on plan assets	**6.56**	6.35
Actuarial gain/ (loss) recognised in Other Comprehensive Income		
Actual returns on plan assets excluding amounts included in net interest	**(0.11)**	(0.51)
Transferred pursuant to Scheme of Arrangement (Refer Note - 51)	**(82.96)**	-
Closing fair value of the plan assets	**21.27**	91.16

Amounts recognised in the Standalone Balance Sheet

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Funded		
Present value of the defined benefit obligation	**23.81**	97.77
Fair value of plan assets	**(21.27)**	(91.16)
Net liability/ (asset)	**2.54**	6.61
Net liability is classified as follows:		
Current	**-**	-
Non-current	**2.54**	6.61
Net liability - Funded	**2.54**	6.61

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Unfunded		
Present value of the defined benefit obligation	**58.77**	52.39
Liability	**58.77**	52.39
Net liability is classified as follows:		
Current	**5.38**	5.20
Non-current	**53.39**	47.19
Liability - Unfunded	**58.77**	52.39

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The principal assumptions used in determining gratuity (funded and unfunded) defined benefit obligations for the Company are shown below:

	As at March 31, 2025	As at March 31, 2024
Discount rate		
Funded plan	**6.70%**	7.20%
Unfunded plan	**6.70% to 6.85%**	7.15% to 7.20%
Salary escalation rate		
Funded plan		
Management	**8.00%**	8.00%
Staff	**7.00%**	7.00%
Workers	**5.00%**	5.00%
Unfunded plan		
Stores	**7.00% to 8.00%**	7.00% to 8.00%
HO and Zones	**8.00%**	8.00%

The estimates of future salary increase, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The overall expected rate of return on plan assets is determined based on the market yield prevailing as on that date, applicable to the period over which the obligation is expected to be settled.

A quantitative sensitivity analysis for significant assumptions is as follows:

	As at March 31, 2025		As at March 31, 2024	
Sensitivity disclosure				
Discount rate	**0.50% increase**	**0.50% decrease**	0.50% increase	0.50% decrease
Increase/ (Decrease) in DBO (₹ in Crore)				
Funded plan	**(0.69)**	**0.72**	(3.60)	3.84
Unfunded plan	**(3.99)**	**4.67**	(3.59)	4.26
Salary escalation rate	**0.50% increase**	**0.50% decrease**	0.50% increase	0.50% decrease
Increase/ (Decrease) in DBO (₹ in Crore)				
Funded plan	**0.71**	**(0.68)**	3.84	(3.62)
Unfunded plan	**4.49**	**(3.91)**	4.12	(3.54)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognized in the balance sheet.

There has been no change from the previous year in the method and assumptions used in preparing the sensitivity analysis.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The maturity profile of the defined benefit obligation are as follows:

₹ in Crore

	March 31, 2025	March 31, 2024
Within the next 12 months (next annual reporting period)	**8.80**	17.98
Between 2 and 5 years	**33.52**	56.72
Between 6 and 10 years	**31.36**	67.24
Beyond 10 years	**101.58**	183.74
Total	**175.26**	325.68

The Company is expected to contribute ₹ 4.94 Crore to the gratuity fund during the year ended March 31, 2026.

The average duration of the defined benefit plan obligation at the end of the reporting period is 8 years (March 31, 2024: 7 to 16 years).

Risk exposure

Through its defined benefit plans, Company is exposed to number of risks, the most significant of which are detailed below:

Asset volatility	The plan liabilities are calculated using a discount rate set with reference to yields of government securities. If plan assets underperform this yield, this will create a deficit. Plan asset investments for gratuity are made in pre-defined insurance plans. These are subject to risk of default and interest rate risk. The fund manages credit risk/ interest rate risk through continuous monitoring to minimise risk to an acceptable level.
Inflation Risk	In the Gratuity plans, the gratuity in payment are not linked to inflation, so this is a less material risk.
Life Expectancy	The Gratuity plan provides benefits for the life of the member, so increases in life expectancy will result in an increase in the plans' liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

Defined contribution plans

Provident Fund: Contributions are made to registered provident fund administered by the government at the rate of 12% of the basic salary. The obligation of the Company is limited to the amount contributed and the Company has no further contractual or constructive obligation.

Employees' State Insurance: Employees' State Insurance is a state plan applicable to employees of the Company whose salaries do not exceed a specified amount. The contributions are made on the basis of a percentage of salary to a fund administered by government authority. The obligation of the Company is limited to the extent of contributions made on a monthly basis.

Superannuation Fund: Certain executive staff of the Company participate in Superannuation Fund, which is a voluntary contribution plan.The Company has no further obligations to the plan beyond its monthly contributions to the Superannuation Fund. The corpus of which is administered by a Trust belonging to the company and is invested in insurance products.

Labour Welfare Fund (LWF): The Labour Welfare Fund (LWF) is a statutory contributory fund managed by the individual state government authorities in India. The state Labour Welfare Board determines the frequency and amount of the LWF contribution and it differs from state to state. The contributions to the LWF are made annually, half-yearly or monthly**.**

Amount recognised as an expense and included in Note - 34 as "Contribution to provident and other funds"

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Contribution to Government Provident Fund	**30.71**	29.60
Contribution to Superannuation Fund	**1.10**	0.49
Contribution to Employee Pension Scheme (EPS)	**1.79**	1.34
Contribution to Employee State Insurance (ESI)	**5.34**	4.09
Contribution to Employee Deposit Linked Insurance Scheme (EDLIS)	**0.27**	-
Contribution to Labour Welfare Fund (LWF)	**0.11**	0.07
Total	**39.32**	35.59

Note:

1. The Company has evaluated the impact of the Supreme Court ("SC") judgement dated February 28, 2019 in the case of Regional Provident Fund Commissioner (II) West Bengal v/s Vivekananda Vidyamandir and Others, in relation to non-inclusion of certain allowances in the definition of "basic wages" of the relevant employees for the purposes of determining contribution to Provident Fund ("PF") under the Employees' Provident Fund & Miscellaneous Provisions Act, 1952. There are interpretation issues relating to the said SC judgement. In the assessment of the management, the aforesaid matter is not likely to have a significant impact on the Company and accordingly, no provision has been made in the financial statements.
2. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact after the Code becomes effective.

NOTE- 43
SHARE-BASED PAYMENT

The expense recognised for employee services received during the year is shown in the following table:

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Expense arising from equity-settled share-based payment transactions (net of cross charge)	**(0.79)**	2.11
Expense arising from cash-settled share-based payment transactions	**22.36**	1.59
Total	**21.57**	3.70

I. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017

During the year ended March 31, 2018, i.e. on July 25, 2017, the Nomination and Remuneration Committee of the Board of Directors of the Company ("NRC") and the Board of Directors ("Board") approved the introduction of a Employee Stock Option Scheme, viz. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 ("Scheme 2017") for issue of Stock Options in the form of Options ("Options") and/or Restricted Stock Units ("RSUs") to the identified employees of

the Company and of its subsidiary companies, subject to the approval of the Shareholders of the Company. Shareholders of the Company, vide a resolution passed at the Tenth Annual General Meeting of the Company, held on August 23, 2017, approved the introduction of the Scheme 2017 and authorised the Board/ NRC to finalise and implement the Scheme 2017.

Pursuant to demerger of Madura business, in accordance with the Scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited, the employees of the Madura business continue to be entitled to the options and RSUs granted under the Scheme 2017.

Accordingly, under the said Scheme 2017, vide its resolution dated September 8, 2017, the Committee commenced granting of options.

i) Details of the grants under Scheme 2017

	Options	RSU
No. of Options/ RSUs	41,16,415	14,52,051
Method of accounting	Fair value	Fair value
Vesting plan	Graded vesting - 25% every year	Bullet vesting at the end of 3rd year
Exercise period	5 years from the date of vesting	5 years from the date of vesting
Grant date	September 08, 2017 Onwards	September 08, 2017 Onwards
Grant/ exercise price (₹ per share)	150.80 to 178.30	10.00
Market price on the date of granting of Options/ RSUs (₹ per share)	BSE - 147.70 to 176.40 NSE - 147.10 to 176.50	BSE - 147.70 to 176.40 NSE - 147.10 to 176.50
Method of settlement	Equity	Equity

ii) Movement of Options and RSUs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Options during the current and previous year:

	As at March 31, 2025		As at March 31, 2024	
	No. of Options	**Weighted average exercise price (₹ per share)**	No. of Options	Weighted average exercise price (₹ per share)
Options				
Outstanding at the beginning of the financial year	**9,19,897**	**176.67**	13,20,344	177.06
Granted during the financial year	**-**	**-**	-	-
Exercised during the financial year^	**(4,68,005)**	**175.37**	(3,53,021)	177.93
Lapsed during the financial year	**(22,509)**	**178.30**	(47,426)	178.30
Outstanding at the end of the financial year	**4,29,383**	**177.99**	9,19,897	176.67
Unvested at the end of the financial year	**-**	**-**	-	-
Exercisable at the end of the financial year	**4,29,383**	**177.99**	9,19,897	176.67

^The weighted average share price at the date of exercise of these Options was ₹ 312.97.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The following table illustrates the number and weighted average exercise prices of, and movements in, RSUs during the current and previous year:

	As at March 31, 2025		As at March 31, 2024	
	No. of RSUs	**Weighted average exercise price (₹ per share)**	No. of RSUs	Weighted average exercise price (₹ per share)
RSU				
Outstanding at the beginning of the financial year	**2,45,866**	**10.00**	3,03,490	10.00
Granted during the financial year	**-**	**-**		
Exercised during the financial year^	**(14,070)**	**10.00**	(57,624)	10.00
Lapsed during the financial year	**-**	**-**		
Outstanding at the end of the financial year	**2,31,796**	**10.00**	2,45,866	10.00
Unvested at the end of the financial year	**-**	**-**		
Exercisable at the end of the financial year	**2,31,796**	**10.00**	2,45,866	10.00

^The weighted average share price at the date of exercise of these RSUs was ₹ 278.61.

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025, is 1 year (March 31, 2024: 2 years) and for RSUs outstanding as at March 31, 2025, is 6 months (March 31, 2024: 1 year).

III. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019

During the year ended March 31, 2020, on July 26, 2019, the Nomination and Remuneration Committee and the Board of Directors ("Board"), approved introduction of Employee Stock Option Scheme, viz. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 ("Scheme 2019") through trust route, for issue of Stock Options in the form of Options ("Options") and/or Restricted Stock Units ("RSUs") to the identified employees of the Company and of its subsidiary companies. Based on the loan granted by the Company, the Trust held 47,18,017 equity shares as at March 31, 2024. During the year ended March 31, 2024, the Trust has not purchased any equity shares to back the grants made under the Scheme 2019. As on March 31, 2025, the Trust holds 43,95,862 equity shares. 3,18,344 equity shares were exercised during the year and 3,811 where sold in the open market.

Pursuant to demerger of Madura business, in accordance with the Scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited, the employees of the Madura business continue to be entitled to the options and RSUs granted under the Scheme 2019.

Accordingly, under the said Scheme 2019, vide its resolution dated December 2, 2019, the Committee commenced granting of options.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

i) Details of the grants under Scheme 2019

	Options	**RSUs**
No. of Options/ RSUs	56,82,141	13,83,683
Method of accounting	Fair value	Fair value
Vesting plan	Graded and Bullet vesting over/ at the end of 1 to 3 years	Bullet vesting at the end of 3rd year
Exercise period	5 years from the date of vesting	5 years from the date of vesting
Grant date	December 02, 2019 onwards	December 02, 2019 onwards
Grant/ exercise price (₹ per share)	164.10 to 330.75	10.00
Market price on the date of granting of Options/ RSUs (₹ per share)	BSE - 163.85 to 338.00 NSE - 163.80 to 337.55	BSE - 163.85 to 338.00 NSE - 163.80 to 337.55
Method of settlement	Equity	Equity

ii) Movement of Options and RSUs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Options during the current and previous year (excluding SARs):

Options	**As at March 31, 2025**		As at March 31, 2024	
	No. of Options	**Weighted average exercise price (₹ per share)**	No. of Options	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**37,43,861**	**224.14**	39,46,259	223.57
Granted during the financial year	**-**	**-**	-	-
Exercised during the financial year^	**(2,19,850)**	**196.72**	(51,248)	173.55
Lapsed during the financial year	**(2,04,822)**	**258.02**	(1,51,150)	226.43
Outstanding at the end of the financial year	**33,19,190**	**223.86**	37,43,861	224.14
Unvested at the end of the financial year	**2,53,481**	**-**	5,28,781	-
Exercisable at the end of the financial year	**30,65,709**	**218.38**	32,15,080	214.14

^The weighted average share price at the date of exercise of these Options was ₹ 296.27.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The following table illustrates the number and weighted average exercise prices of, and movements in, RSUs during the and previous year:

RSU	As at March 31, 2025		As at March 31, 2024	
	No. of RSUs	**Weighted average exercise price (₹ per share)**	No. of RSUs	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**7,69,832**	**10.00**	9,27,034.00	10.00
Granted during the financial year	**-**	**-**		
Exercised during the financial year^	**(82,886)**	**10.00**	(1,36,515)	10.00
Lapsed during the financial year	**(2,010)**	**10.00**	(20,687)	10.00
Outstanding at the end of the financial year	**6,84,936**	**10.00**	7,69,832	10.00
Unvested at the end of the financial year	**2,16,470**		**2,16,470**	
Exercisable at the end of the financial year	**4,68,466**	**10.00**	5,53,362	10.00

^The weighted average share price at the date of exercise of these RSU was ₹ 307.23.

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025 is 3 years (March 31, 2024: 4 years) and for RSUs outstanding as at March 31, 2025 is 3 years (March 31, 2024: 4 years).

IV. Aditya Birla Fashion and Retail Limited -TCNS Division Employee Stock Option Scheme 2024 ("ABFRL-TCNS Division ESOP Scheme")

Pursuant to merger of TCNS Clothing Ltd. with ABFRL, the Company issued replacement awards to the employees of TCNS as per Clause 24 of the approved Scheme of Amalagamation, i.e. in line with terms of grants made to them under the schemes previously issued by erstwhile TCNS Clothing Ltd., with adjustment for number of options and related terms in the Share Exchange Ratio.

i) The details of the Plan are as below:

	Options
No. of Options	24,27,380
Method of accounting	Fair value
Vesting plan	Graded vesting - with vesting completing between March 31, 2025 and March 01, 2031
Exercise period	Upto 7 years from the date of vesting
Grant date	September 3, 2024
Grant price (₹ per share)	163.64 to 390.55
Market price on the date of granting of SARs (₹ per share)	BSE - 319.45 NSE - 319.80
Method of settlement	Equity

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

ii) Movement of Options granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Options during the year:

	As at March 31, 2025	
	No. of Options	**Weighted average exercise price (₹ per share)**
Outstanding at the beginning of the financial year	**-**	**-**
Granted during the financial year*	**24,27,380**	**220.46**
Exercised during the financial year	**-**	**-**
Lapsed during the financial year	**-**	**-**
Outstanding at the end of the financial year	**24,27,380**	**220.46**
Unvested at the end of the financial year	**95,333**	**-**
Exercisable at the end of the financial year	**23,32,047**	**217.84**

* Includes grants pursuant to the approved Scheme of Arrangement.

iii) The following table lists the inputs to the model used for options granted during the year:

	Options
Expected dividend yield (%)	Nil
Expected volatility (%)	29.46
Risk-free interest rate (%)	6.96
Weighted average fair value per SAR (₹)	161.11
Model used	Binomial model

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025 is 4 years.

I. Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2019

On February 04, 2019, the Nomination and Remuneration Committee and the Board of Directors of the Company, at their respective meetings had approved the "Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2019" ("SARs Scheme 2019"), to grant SARs in the form of "Option SARs" and "RSU SARs", from time to time, to the eligible employees (as defined in the SARs Scheme 2019).

i) The details of the Plan are as below:

	SARs	
	Option SARs	**RSUs**
No. of SARs	32,43,149	13,81,305
Method of accounting	Fair value	Fair value
Vesting plan	May 16, 2019 onwards and graded vesting over 2 to 3 years	Bullet vesting- September 08, 2020 to November 15, 2025
Exercise period	3 years from the date of vesting	3 years from the date of vesting
Grant date	May 15, 2019 onwards	May 15, 2019 onwards
Grant price (₹ per share)	178.30 to 330.75	10.00
Market price on the date of granting of SARs (₹ per share)	BSE - 192.45 to 338.00 NSE - 192.80 to 337.55	BSE - 192.45 to 338.00 NSE - 192.80 to 337.55
Method of settlement	Cash	Cash

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

ii) Movement of SARs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Option SARs during the current and previous year:

Option SARs	As at March 31, 2025		As at March 31, 2024	
	No. of Option SARs	**Weighted average**	No. of Option SARs	Weighted average
Outstanding at the beginning of the financial year	**27,82,351**	**236.20**	28,87,587	238.64
Granted during the financial year	**-**	**-**	69,397	246.69
Exercised during the financial year^	**(2,32,813)**	**217.52**	(26,361)	288.10
Lapsed during the financial year	**(5,29,296)**	**240.98**	(1,48,272)	279.43
Outstanding at the end of the financial year	**20,20,242**	**240.17**	27,82,351	236.20
Unvested at the end of the financial year	**3,20,522**	**-**	12,91,042	-
Exercisable at the end of the financial year	**16,99,720**	**233.39**	14,91,309	229.94

^The weighted average share price at the date of exercise of these Option SAR was ₹ 318.79 (March 31, 2024: ₹ 226.15)

The following table illustrates the number and weighted average exercise prices of, and movements in, RSU SARs during the current and previous year:

RSU SARs	As at March 31, 2025		As at March 31, 2024	
	No. of RSU SARs	**Weighted average exercise price (₹ per share)**	No. of RSU SARs	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**12,15,684**	**10.00**	12,97,650	10.00
Granted during the financial year	**-**		16,667	10.00
Exercised during the financial year^	**(1,09,920)**	**10.00**	-	-
Lapsed during the financial year	**(60,590)**	**10.00**	(98,633)	10.00
Outstanding at the end of the financial year	**10,45,174**	**10.00**	12,15,684	10.00
Unvested at the end of the financial year	**5,43,335**		12,05,131	
Exercisable at the end of the financial year	**5,01,839**	**10.00**	10,553	10.00

^The weighted average share price at the date of exercise of these RSU SAR was ₹ 314.88 (March 31, 2024: ₹ 226.15)

The weighted average remaining contractual life for SARs options outstanding as at March 31, 2025 is 2 years (March 31, 2024 : 3 years) and for RSUs outstanding as at March 31, 2025, is 3 years (March 31, 2024: 4 years).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The expected life of the Share Options, RSUs and SARs is based on historical data and current expectations, and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the Share Options, RSUs and SARs is indicative of future trends, which may not necessarily be the actual outcome.

I. Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2024

On August 04, 2024, the Nomination and Remuneration Committee and the Board of Directors of the Company, at their respective meetings had approved the "Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2024" ("SARs Scheme 2024"), to grant SARs in the form of "Option SARs" and "RSU SARs", from time to time, to the eligible employees (as defined in the SARs Scheme 2024).

i) The details of the Plan are as below:

	SARs	
	Options	**RSUs**
No. of SARs	46,36,352	14,00,487
Method of accounting	Fair value	Fair value
Vesting plan	Graded vesting over 2 to 3 years	Bullet Vesting at the end 2 to 3 years
Exercise period	3 years from the date of vesting	3 years from the date of vesting
Grant date	August 07, 2024 onwards	August 07, 2024 onwards
Grant price (₹ per share)	248.55 to 318.90	10
Market price on the date of granting of SARs (₹ per share)	BSE - 242.15 to 323.90 NSE - 242.30 to 323.05	BSE - 242.15 to 323.90 NSE - 242.30 to 323.05
Method of settlement	Cash	Cash

ii) Movement of SARs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, SARs during the year:

	As at March 31, 2025			
	No. of Option SARs	**Weighted average exercise price (₹ per share)**	**No. of RSU SARs**	**Weighted average exercise price (₹ per share)**
Outstanding at the beginning of the financial year	**-**	**-**		
Granted during the financial year	46,36,352	318.37	14,00,487	10.00
Exercised during the financial year^	-	-	-	-
Lapsed during the financial year	(1,78,350)	318.37	(52,660)	10.00
Outstanding at the end of the financial year	**44,58,002**	**318.37**	**13,47,827**	10.00
Unvested at the end of the financial year	**44,58,002**	**318.37**	**13,47,827**	10.00
Exercisable at the end of the financial year	**-**	**-**	**-**	**-**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

iii) The following table lists the inputs to the model used for SARs as on grant date:

	Options	RSUs
Expected dividend yield (%)	Nil	Nil
Expected volatility (%)	36.62 to 40.35	36.67 to 43.92
Risk-free interest rate (%)	6.77 to 6.94	6.82 to 6.97
Weighted average fair value per SAR (₹)	71.73 to 120.71	211.55 to 271.34
Model used	Binomial model	Binomial model

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025, is 3 years and for RSUs outstanding as at March 31, 2025, is 3 years.

NOTE - 44
COMMITMENTS AND CONTINGENCIES

a) Leases

Lease commitments as lessee

The Company has entered into agreements for taking on lease certain land, residential and office premises, stores, warehouses, factories and property, plant and equipment on lease. The lease term is for periods ranging from 3 to 21 years, with escalation clauses in the lease agreements. Consistent with Industry practice, the Company has contracts which have fixed rentals or variable rentals based on a percentage of sales in the stores, or a combination of both.

Expenses/ Income recognised in the Standalone Statement of Profit and Loss (Continuing and Discontinued Operations)

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Other income		
Gain on retirement of right-of-use assets*	**38.20**	39.48
*Includes amounts pertaining to Discontinued operation of ₹ 8.93 Crore (March 31, 2024: ₹ 18.45 Crore)		
Rent		
Expense relating to short-term leases	**49.13**	59.32
Expense relating to leases of low value assets	**-**	-
Variable rent**	**891.07**	886.79
*Includes amounts pertaining to Discontinued operation of ₹ 764.70 Crore (March 31, 2024: ₹ 739.14 Crore)		
Finance cost#		
Interest expense on lease liabilities	**412.84**	368.90
#Includes amounts pertaining to Discontinued operation of ₹ 187.74 Crore (March 31, 2024: ₹ 154.43 Crore)		

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation and amortisation expenses^		
Depreciation on right-of-use assets	**1,074.97**	1,060.15
^ Includes amounts pertaining to Discontinued operation of ₹ 400.65 Crore (March 31, 2024: ₹ 470.73 Crore)		
Other expenses##		
Processing charges	**32.65**	23.11
Sublease payments received (not shown separately in the Standalone Statement of Profit and Loss)	**89.60**	1.79
## Includes amounts pertaining to Discontinued operation of ₹ 121.22 Crore (March 31, 2024: ₹ 23.11 Crore)		

** The variable rent varies basis percentage of Net Sales Value (NSV) at the lease premises.

Contractual maturities of lease liabilities

The below table provides details regarding the contractual maturities of lease liabilities on undiscounted basis:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Within one year	**731.97**	1,375.02
After one year but not more than five years	**1,788.22**	3,367.77
More than five years	**164.77**	659.23
Total	**2,684.96**	5,402.02

The initial non-cancellable period of the lease agreement for stores is upto 3 years, beyond which there is an option for the lessee to continue the lease, which the Company expects to continue for a period of 2 to 6 years after the initial non-cancellable period, accordingly 5 to 9 years has been considered as the lease term. Post the non-cancellable period, the Company has the option to exit the lease by giving a notice period. The Company assesses its intention to continue considering its location and other economic factors associated with the lease arrangement.

Total cash outflow for leases (Continuing and Discontinued Operations) for the year ended March 31, 2025 is ₹ 2,429.24 Crore (March 31, 2024: ₹ 2,243.44 Crore).

Total cash outflow for leases for Discontinued Operations for the year ended March 31, 2025 is ₹ 1,494.23 Crore.

The Company entered into a sale and leaseback transaction in respect of certain assets such as furniture and fixtures, office equipment etc., in line with its capital expenditure strategy. The assets were sold at fair values with no gains/ losses. Sale proceeds of ₹ 3.55 Crore (March 31, 2024: ₹ Nil) were realised upon sale of such assets. The lease arrangement is for a period of 4-5 years. The assets leased back have same has been recorded as a right-of-use assets with corresponding lease liabilities.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Lease commitments for leases not considered in measurement of lease liabilities

₹ in Crore

Particulars	As at March 31, 2025	As at March 31, 2024
Lease commitment for short-term leases	**4.76**	1.59
Lease commitment for leases of low value assets	**-**	-
Total	**4.76**	1.59

Variable lease payments

Some store leases contain variable payment terms that are linked to sales generated from a store. For certain stores, upto 100% of lease payment are on the basis of variable payment terms. Variable payment terms are used for a variety of reasons, including minimising the fixed cost base for newly established stores. Variable lease payments that depend on sales are recognised in profit or loss in the period in which the condition that triggers those payments occur.

₹ in Crore

Particulars	March 31, 2025		March 31, 2024	
Increase/ (Decrease) in sales	**Increase by 5%**	**Decrease by 5%**	Increase by 5%	Decrease by 5%
Rent	**44.55**	**(44.55)**	44.34	(44.34)

b) Capital commitments

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**61.20**	77.23
Total	**61.20**	77.23

c) Other commitments

As at March 31, 2025, the Company has committed to provide financial support to TG Apparel & Décor Private Limited, Jaypore E-Commerce Private Limited, Indivinity Clothing Retail Private Limited to enable them to meet their commitments within a period of next 12 months.

NOTE - 45
CONTINGENT LIABILITIES NOT PROVIDED FOR

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Claims against the Company not acknowledged as debts		
Commercial taxes	**7.59**	9.42
Excise duty	**1.70**	0.50
Customs duty	**-**	4.62
Textile committee cess	**-**	0.75
Income Tax	**-**	3.54
Others*	**7.51**	22.13
Total	**16.80**	40.96

* Pertains to claims made by third parties, pending settlement, which are considered not tenable.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The Company's pending litigations comprise of claims against the Company primarily for excise duty, comprising various cases demanding duty on reversal of CENVAT credit on sale of capital goods and for commercial taxes, comprising various cases in respect of short fall in submission of Forms F, H, I and C, disallowance of input credit, etc.

The Company has reviewed all its pending litigations and proceedings, and has adequately provided for where provisions are required and disclosed the contingent liabilities in its standalone financial statements where financial outflow is not probable. The Company does not expect the outcome of these proceedings to have a material adverse effect on the standalone financial statements. In respect of litigations, where the management's assessment of a financial outflow is probable, the Company has a provision of ₹ 2.16 Crore as at March 31, 2025 (March 31, 2024: ₹ 63.59 Crore) (Refer Note - 29).

The Company has a process whereby periodically all long-term contracts are assessed for material foreseeable losses. The Company has made provision as required under the accounting standards for material foreseeable losses on derivative contracts as at March 31, 2025.

Notes:

a) As per the approved Scheme of Arrangement, the Company has transferred contingent liabilities of ₹ 7.61 Crore specifically attributable to MFL business of Aditya Birla Lifestyle Brands Limited.

b) Claims against the Company not acknowledged as debts does not include tax demands under various laws for which the probability of cash outflows has been determined by the management to be remote.

NOTE - 46
RELATED PARTY TRANSACTIONS

Names of related parties and related party relationship with whom transactions have taken place:

Name of related parties

Subsidiaries

Jaypore E-Commerce Private Limited (Wholly-owned subsidiary)

TG Apparel & Decor Private Limited (Wholly-owned subsidiary)

Finesse International Design Private Limited

Sabyasachi Calcutta LLP

Sabyasachi Inc.(A wholly-owned subsidiary of Sabyasachi Calcutta LLP)

Indivinity Clothing Retail Private Limited

Aditya Birla Digital Fashion Ventures Limited

House of Masaba Lifestyle Private Limited

Aditya Birla Garments Limited upto March 27, 2025

Pratyaya E-Commerce Private Limited

Imperial Online Services Private Limited

Awesomefab Shopping Private Limited

Bewakoof Brands Private Limited

Next Tree Products Private Limited

Styleverse Lifestyle Private Limited- with effect from October 30, 2023

Jaypore Fashions Inc- with effect from May 31, 2023

Goodview Fashion Private Limited- with effect from July 11, 2024

TCNS Clothing Company Ltd upto August 31, 2024 (Amalgamated with the Company with effect from September 01, 2024)

Aditya Birla Lifestyle Brands Limited (till March 26, 2025)

Parties under common control

Aditya Birla Lifestyle Brands Limited (with effect from March 27, 2025)

Joint Venture

Goodview Fashion Private Limited upto July 10, 2024

Associate

Wrogn Private Limited with effect from October 16, 2024

Other related parties in which directors are interested

Aditya Birla Fashion and Retail Jan Kalyan Trust

Vyas Giannetti Creative Private Limited

Aditya Birla Management Corporation Private Limited

Indiginus Learning Private Limited

Post-employment benefit plans

Aditya Birla Fashion and Retail Limited - Employees Group Superannuation Scheme Trust

Aditya Birla Fashion and Retail Limited - Employees Group Gratuity Fund Trust

Key Management Personnel ("KMP")

Mr. Kumar Mangalam Birla - Chairman and Non-Executive Director

Mr. Ashish Dikshit - Managing Director

Mr. Vishak Kumar - Whole-time Director upto April 30, 2025

Ms. Sangeeta Tanwani - Whole-time Director

Mr. Nish Bhutani - Independent Director

Ms. Preeti Vyas - Independent Director

Mr. Sunirmal Talukdar - Independent Director

Ms. Sukanya Kripalu - Independent Director

Mr. Yogesh Chaudhary - Independent Director

Mr. Arun Kumar Adhikari - Independent Director

Mr. Vikram Dondu Rao - Independent Director

Mr. Venkatesh Mysore with effect from October 13, 2024

Mr. Pankaj Sood - Non-Executive Nominee Director

Ms. Ananyashree Birla - Non-Executive Director

Mr. Aryaman Birla - Non-Executive Director

Mr. Jagdish Bajaj - Chief Financial Officer

Mr. Anil Malik - Company Secretary

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

₹ in Crore

	Year ended March 31, 2025			Year ended March 31, 2024		
	Subsidiaries, Joint Venture and Associate	**KMP and Relative of KMP**	**Other related parties**	**Subsidiaries, Joint Venture and Associate**	**KMP and Relative of KMP**	**Other related parties**
Sale of goods	48.02	-	1.28	5.48	-	0.63
Interest income	24.61	-	-	12.78	-	-
Reimbursement of expenses recovered from	40.17	-	-	24.78	-	-
Purchase of goods	112.58	-	-	44.65	-	-
Reimbursement of expenses paid to	-	-	58.07	-	-	52.23
Consultancy/Designing services	-	-	0.03	-	-	0.01
Production services provided	11.21	-	-	5.62	-	-
Job work services availed	-	-	-	7.64	-	-
Contribution to post employment benefits plans	-	-	5.19	-	-	6.02
Purchase of capital item	0.07	-	-	0.00	-	-
Advertisment income (Space on hire)	-	-	-	0.11	-	-
Inter Corporate Deposits provided	258.91	-	-	267.60	-	-
Repayment of Inter Corporate Deposits	300.00	-	-	29.00	-	-
Transfer of Post-employment liabilities	2.38	-	-	1.84	-	-
Sale of property, plant and equipment	-	-	-	0.23	-	-
Investment in equity shares/preference share**	505.06	-	-	2,125.68	-	-
Remuneration paid to KMP*	-	38.01	-	-	36.78	-

* Includes paid to director sitting fees

** Includes amounts paid where shares are not alloted by the balance sheet date (Refer Note 9)

Balances outstanding

₹ in Crore

	As at March 31, 2025			As at March 31, 2024		
	Subsidiaries, Joint Venture and Associate	**KMP and Relative of KMP**	**Other related parties**	Subsidiaries, Joint Venture and Associate	KMP and Relative of KMP	Other related parties
Amounts owed to related parties	**9.56**	**-**	**151.27**	2.90	-	8.79
Amounts owed by related parties	**16.91**	**-**	**6.15**	5.51	-	-
Deposits/ Loans receivable	**214.84**	**-**	**5.64**	255.93	-	5.64

The above amounts are classified as security deposit receivable, loans receivables, inter corporate deposit receivable, trade receivables and trade payables (Refer Notes - 8, 13, 15, 18 and 27 respectively).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Disclosure as per Regulation 34(3) and 53(f) read with Part A of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Disclosure of transactions with the entity belonging to the promoter/ promoter group holding 10% or more shareholding in the Company

Transactions during the financial year

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Grasim Industries Limited		
Reimbursement of expenses recovered from	**-**	2.12
Purchase of goods/materials	**-**	13.01
Rental Income	**-**	0.03
Sale of goods/gift vouchers	**-**	0.05

Balances outstanding

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Grasim Industries Limited		
Amounts owed to entity	**-**	27.91
Amounts owed by entity	**-**	0.62

Notes:

a) No amounts in respect of the related parties have been written off/ back during the year.

b) Transactions with Grasim Industries Limited has been disclosed till the date when its shareholding in the Company was above 10%.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Amount owed to and by related parties are unsecured and interest free and settlement occurs in cash. Deposits to wholly-owned subsidiaries are unsecured, interest bearing and settlement occurs in cash. There have been no guarantees received or provided for any related party receivables or payables. For the year ended March 31, 2025, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2024: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Compensation of Key Managerial Personnel (KMP) of the Company

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Short-term employee benefits	**25.82**	28.44
Post-employment benefits	**3.75**	1.51
Share-based payment	**8.44**	6.83
Total	**38.01**	36.78

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key managerial personnel.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

KMPs interests in the Employee Stock Options, RSUs and SARs

Scheme	**Grant date**	**Expiry period**	**Exercise price (₹)**	**As at March 31, 2025**	As at March 31, 2024
				Number outstanding	Number outstanding
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 - Options	September 08, 2017 Onwards	5 years from the date of vesting	150.80 to 178.30	**1,65,248**	3,45,147
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 - Options	December 02, 2019 Onwards	5 years from the date of vesting	173.55 to 330.75	**14,93,790**	16,22,196
Total				**16,59,038**	19,67,343
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 - RSUs	September 08, 2017 Onwards	5 years from the date of vesting	10.00	**91,048**	91,048
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 - RSUs	December 02, 2019 Onwards	5 years from the date of vesting	10.00	**3,24,354**	3,24,354
Total				**4,15,402**	4,15,402
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2019 - Options	August 18, 2021 Onwards	3 years from the date of vesting	206.35 to 288.10	**3,44,692**	5,31,467
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2024 - Options	August 07, 2024 onwards	3 years from the date of vesting	248.55 to 318.90	**12,13,423**	-
Total				**15,58,115**	5,31,467
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2019 - RSUs	August 18, 2021 Onwards	3 years from the date of vesting	10.00	**1,44,472**	1,65,754
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2024 - RSUs	August 07, 2024 onwards	3 years from the date of vesting	10.00	**2,28,909**	-
Total				**3,73,381**	1,65,754

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 47
FINANCIAL INSTRUMENTS: FAIR VALUE, RISK MANAGEMENT OBJECTIVES AND POLICIES

A. Accounting classification and fair values

The carrying value and fair value of financial instruments by categories as at March 31, 2025 and March 31, 2024 are as follows:

As at March 31, 2025

₹ in Crore

	FVTPL	FVTOCI	Amortised cost*	Total carrying value	Fair value		
					Level 1	Level 2	Level 3
Financial assets							
Investments (Refer Notes - 6b and 6c)	1,438.79	24.36	-	1,463.15	1,438.79	-	24.36
Loans (Refer Notes - 7 and 13)	-	-	216.48	216.48	-	-	-
Security deposits (Refer Notes - 8 and 14)	-	-	353.71	353.71	-	-	-
Trade receivables (Refer Note - 15)	-	-	148.48	148.48	-	-	-
Cash and cash equivalents (Refer Note - 16)	-	-	733.70	733.70	-	-	-
Bank balance other than the cash and cash equivalents (Refer Note - 17)	-	-	0.28	0.28	-	-	-
Other financial assets (Refer Notes - 9 and 18)	-	-	83.59	83.59	-	-	-
Derivative Instruments (Refer Note - 9)	215.16	-	-	215.16	-	-	215.16
Total	**1,653.95**	**24.36**	**1,536.24**	**3,214.55**	**1,438.79**	**-**	**239.52**
Financial liabilities							
Non-current borrowings (Refer Note - 22)	-	-	744.08	744.08	-	-	-
Current borrowings (Refer Note - 26)	-	-	13.88	13.88	-	-	-
Deposits	-	-	17.92	17.92	-	-	-
Trade payables (Refer Note - 27)	-	-	1,838.92	1,838.92	-	-	-
Other financial liabilities (Refer Notes - 23 and 28)	-	-	196.86	196.86	-	-	-
Derivative contracts (Refer Note - 28)	0.03	-	-	0.03	0.03	-	-
Derivative Instruments (Refer Note - 23)	239.43	-	-	239.43	-	-	239.43
Total	**239.46**	**-**	**2,811.66**	**3,051.12**	**0.03**	**-**	**239.43**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

As at March 31, 2024

₹ in Crore

	FVTPL	FVTOCI	Amortised cost*	Total carrying value	Fair value		
					Level 1	Level 2	Level 3
Financial assets							
Investments (Refer Notes - 6b and 6c)	823.60	21.03	-	844.63	823.60	-	21.03
Loans (Refer Notes - 7 and 13)	-	-	265.08	265.08	-	-	-
Security deposits (Refer Notes - 8 and 14)	-	-	591.99	591.99	-	-	-
Trade receivables (Refer Note - 15)	-	-	1,021.88	1,021.88	-	-	-
Cash and cash equivalents (Refer Note - 16)	-	-	305.50	305.50	-	-	-
Bank balance other than the cash and cash equivalents (Refer Note - 17)	-	-	0.35	0.35	-	-	-
Other financial assets (Refer Notes - 9 and 18)	-	-	505.35	505.35	-	-	-
Derivative contracts (Refer Note - 18)	0.38	-	-	0.38	0.38	-	-
Derivative Instruments (Refer Note - 9)	218.35	-	-	218.35	-	-	218.35
Total	**1,042.33**	**21.03**	**2,690.15**	**3,753.51**	**823.98**	**-**	**239.38**

₹ in Crore

	FVTPL	FVTOCI	Amortised cost*	Total carrying value	Fair value		
					Level 1	Level 2	Level 3
Financial liabilities							
Non-current borrowings (Refer Note - 22)	-	-	2,341.79	2,341.79	-	-	-
Current borrowings (Refer Note - 26)	-	-	1,494.70	1,494.70	-	-	-
Deposits	-	-	541.51	541.51	-	-	-
Trade payables (Refer Note - 27)	-	-	3,779.62	3,779.62	-	-	-
Other financial liabilities (Refer Notes - 23 and 28)	-	-	845.83	845.83	-	-	-
Derivative contracts (Refer Note - 28)	0.28	-	-	0.28	0.28	-	-
Derivative Instruments (Refer Note - 23)	222.97	-	-	222.97	-	-	222.97
Total	**223.25**	**-**	**9,003.44**	**9,226.69**	**0.28**	**-**	**222.97**

* Carrying value of financial instruments (current) measured at amortised cost equals to the fair value on account of the short-term nature. In respect of non-current borrowings, non-current financial liabilities and non-current financial assets, management has determined that the difference between the fair value at year end and their carrying amount is not materially different.

The investments made in subsidiaries and joint venture as at March 31, 2025 is ₹ 2,302.36 Crore (March 31, 2024: ₹ 1,789.99 Crore) and are measured at cost.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Key inputs for level 1 and 3 fair valuation techniques

a) Derivative contracts:

i) Forward contracts: Fair value of forward foreign exchange contracts is determined using forward exchange rates as provided by banks to the Company (level 1)

b) Derivative Instruments:

i) Option contracts: Fair value of option contracts is determined basis valuation performed by independent valuer appointed by the Company (level 3)

c) Investment:

i) Unquoted equity instruments: Fair value has been determined by considering the net worth of the company to arrive at the fair value (level 3)

ii) Quoted investments: Fair value has been dertermined based on quoted price of the investment i.e. fair value (level 1)

Valuation inputs and relationships to fair value

The following tables show the valuation techniques used in measuring level 3 fair values, as well as the significant unobservable inputs used (refer above notes for valuation technique adopted):

Financial instruments measured at fair value

₹ in Crore

Particulars	Fair Value as at March 31, 2025	Significant unobservable inputs	Fair Value as at March 31, 2025		Sensitivity
			Increase by 0.50%	Decrease by 0.50%	
Call Option	215.16	Risk adjusted discount rate	218.00	202.44	Increase in discount rate by 0.50% would increase the fair value by ₹ 2.84 Crore and decrease in discount rate by 0.50% would decrease the fair value by ₹ 12.72 Crore
		EBITDA margin projection	207.72	219.10	Increase in margin by 0.50% would decrease the fair value by ₹ 7.44 Crore and decrease in margin by 0.50% would increase the fair value by ₹ 3.94 Crore
		Revenue projection	211.06	217.12	Increase in revenue by 0.50% would decrease the fair value by ₹ 4.1 Crore and decrease in revenue by 0.50% would increase the fair value by ₹ 1.96 Crore
Put Option	239.43	Risk adjusted discount rate	226.37	252.07	Increase in discount rate by 0.50% would decrease the fair value by ₹ 13.03 Crore and decrease in discount rate by 0.50% would increase the fair value by ₹ 12.67 Crore
		EBITDA margin projection	250.86	227.86	Increase in margin by 0.50% would increase the fair value by ₹ 11.46 Crore and decrease in margin by 0.50% would decrease the fair value by ₹ 11.54 Crore
		Revenue projection	240.64	236.81	Increase in revenue by 0.50% would increase the fair value by ₹ 1.24 Crore and decrease in revenue by 0.50% would decrease the fair value by ₹ 2.59 Crore

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Particulars	Fair Value as at March 31, 2024	Significant unobservable inputs	Fair Value as at March 31, 2024		Sensitivity
			Increase by 0.50%	Decrease by 0.50%	
Call Option	218.35	Risk adjusted discount rate	225.95	207.22	Increase in discount rate by 0.50% would decrease the fair value by ₹ 7.60 Crore and decrease in discount rate by 0.50% would increase the fair value by ₹ 11.13 Crore
		EBITDA margin projection	208.79	220.65	Increase in margin by 0.50% would decrease the fair value by ₹ 9.56 Crore and decrease in margin by 0.50% would increase the fair value by ₹ 2.30 Crore
		Revenue projection	201.96	235.06	Increase in revenue by 0.50% would decrease the fair value by ₹ 16.39 Crore and decrease in revenue by 0.50% would increase the fair value by ₹ 16.71 Crore
Put Option	239.43	Risk adjusted discount rate	209.86	236.93	Increase in discount rate by 0.50% would decrease the fair value by ₹ 13.11 Crore and decrease in discount rate by 0.50% would increase the fair value by ₹ 13.96 Crore
		EBITDA margin projection	232.15	214.88	Increase in margin by 0.50% would increase the fair value by ₹ 9.18 Crore and decrease in margin by 0.50% would decrease the fair value by ₹ 8.09 Crore
		Revenue projection	245.71	203.36	Increase in revenue by 0.50% would increase the fair value by ₹ 22.74 Crore and decrease in revenue by 0.50% would decrease the fair value by ₹ 19.61 Crore

B. Risk management objectives and policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include 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. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors review and agree policies for managing each of these risks, which are summarised below:

a) 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 market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. As at March 31, 2025, approximately 98% of the Company's borrowings are at a fixed rate of interest (March 31, 2024: 93%).

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings taken at floating rates. With all other variables held constant, the Company's profit/ (loss) before tax is affected through the impact on floating rate borrowings, as follows:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Basis points (%)	**(+/-) 0.50%**	(+/-) 0.50%
Increase/ decrease in Profit/ loss before tax	**0.07**	3.29
Increase/ decrease in Profit/ loss after tax	**0.05**	2.46

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in the prior years.

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities denominated in a currency other than INR. INR is the functional currency of the Company.

The Company manages foreign currency risk by hedging its transactions using foreign currency forward contracts. The foreign exchange forward contracts are not designated as cash flow hedges, and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from 2 to 6 months. As at March 31, 2025, the Company has hedged Nil (March 31, 2024: Nil) of its receivables in foreign currency and 110% (March 31, 2024: 109%) of its payables in foreign currency.

The following table provide the details of forward contracts outstanding at the Balance Sheet date:

As at March 31, 2025

	Currency	Foreign currency in Crore	₹ in Crore
Forward contracts to buy (Hedge of payables)	**USD**	**0.39**	**33.41**

As at March 31, 2024

	Currency	Foreign currency in Crore	₹ in Crore
Forward contracts to buy (Hedge of payables)	USD	3.91	326.88

The details of unhedged foreign currency exposure as at the Standalone Balance Sheet date are as follows:

As at March 31, 2025

	Currency	Foreign currency in Crore	₹ in Crore
Trade payables (net of advances)	EURO	0.03	3.08
	GBP	0.04	3.71
	HKD	0.02	1.65
Trade receivables	EURO	0.00	0.27

As at March 31, 2024

	Currency	Foreign currency in Crore	₹ in Crore
Trade payables (net of advances)	USD	0.03	2.85
	EURO	0.05	4.47
	GBP	0.10	10.50
	AED	0.01	0.14
	AUD	0.00	0.01
Trade receivables	USD	0.29	24.00
	EURO	0.07	6.23
	GBP	0.07	7.71
	HKD	0.02	0.18
Bank balances	CNY	0.03	0.30
	BDT	0.22	0.16

* The amount has been rounded off in Crore.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in USD, with all other variables held constant. The impact on the Company's Profit/ loss before tax is due to changes in the foreign currency rate is as below. The Company's exposure to foreign currency changes for all other currencies is not material.

	As at March 31, 2025	As at March 31, 2024
Basis points (%)	**(+/-) 0.50%**	(+/-) 0.50%
Increase/ decrease in Profit/ loss before tax	**(0.04)**	0.10
Increase/ decrease in Profit/ loss after tax	**(0.03)**	0.08

iii) Price Risk

The Company invests in debt mutual fund schemes of leading fund houses. Such investments are susceptible to market price risks that arise mainly from changes in interest rate which may impact the return and value of such investments. However, given the relatively short tenure of underlying portfolio of the mutual fund schemes in which the Company has invested, such price risk is not significant.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. To manage this, the Company periodically assesses financial reliability of customers and other counterparties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information. Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty.

The Company only deals with parties which has good credit rating given by external rating agencies or based on the Company's internal assessment.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable dues where recoveries are made, these are recognised as income in the Standalone Statement of Profit and Loss.

The Company is exposed to credit risk from its operating activities (primarily trade receivables and security deposits).

Trade receivables

Customer credit risk is managed by each business unit, subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed, and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. As at March 31, 2025, the Company has 8 customers (March 31, 2024: 36 customers) that owed the Company more than ₹ 5.00 Crore each and account for approximately 37% (March 31, 2024: 76%) of all the receivables outstanding. There are 55 customers (March 31, 2024: 210 customers) with balances greater than ₹ 0.50 Crore each and account for approximately 52% (March 31, 2024: 15%) of the total amounts receivable.

An impairment analysis is performed at each reporting date on the basis of sales channel. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively. The calculation is based on losses from historical data and and also considers reasonable and supportable infomation of current conclusions and forecast of future economic conclusion.

The Company's maximum exposure to credit risk for the components of the Standalone Balance Sheet as at March 31, 2025 and March 31, 2024, is the carrying amount as provided in Note - 15.

c) Liquidity risk

The Company monitors its risk of shortage of funds. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, preference shares and commercial papers. Approximately, 2% of the Company's debt will mature in less than one year (March 31, 2024: 39%) based on the carrying value of borrowings reflected in the financial statements. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to various sources of funding.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The below tables summarises the maturity profile of the Company's financial liabilities based on contractual payments.

As at March 31, 2025

₹ in Crore

	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings (other than preference shares)*	**101.87**	**687.49**	**258.50**	**1,047.86**
Cumulative redeemable preference shares	**-**	**0.56**	**-**	**0.56**
Lease liabilities	**731.97**	**1,788.22**	**164.77**	**2,684.96**
Other financial liabilities	**138.05**	**262.29**	**21.11**	**421.45**
Deposits	**4.03**	**13.88**	**-**	**17.91**
Trade payables	**1,838.92**	**-**	**-**	**1,838.92**
Total	**2,814.84**	**2,752.44**	**444.38**	**6,011.66**

As at March 31, 2024

₹ in Crore

	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings (other than preference shares)*	1,632.55	2,443.24	300.50	4,376.29
Cumulative redeemable preference shares	-	1.11	-	1.11
Lease liabilities	1,375.02	3,367.77	659.23	5,402.02
Other financial liabilities	360.66	477.44	960.41	1,798.51
Deposits	266.97	274.54	-	541.51
Trade payables	3,779.62	-	-	3,779.62
Total	7,414.81	6,564.10	1,920.14	15,899.06

*Includes interest

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations, to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

The Company is leader in apparels in the country and has a diversified portfolio of brands.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 48
CAPITAL MANAGEMENT

The Company's objective, when managing capital is to ensure the going concern operation and to maintain an efficient capital structure to reduce the cost of capital, support the corporate strategy and meet shareholder's expectations. The policy of the Company is to borrow funds through banks/ financial institutions supported by committed borrowing facilities to meet anticipated funding requirements. The Company manages its capital structure and makes adjustments in the light of changes in economic conditions and the requirement of financial markets.

The capital structure is governed by policies approved by the Board of Directors, and is monitored by various metrics. Funding requirements are reviewed periodically .

The following table summarises the capital of the Company (debts excludes lease liabilities):

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Short-term debts (including current maturities of long-term borrowings)	**13.88**	1,494.70
Long-term debts	**744.08**	2,341.79
Total borrowings	**757.96**	3,836.49
Equity	**8,297.86**	5,653.28

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.

During the year, the Company has not defaulted on any loans payable, and there have been no breach of any financial covenants attached to the borrowings.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025 and March 31, 2024.

NOTE - 49
ACQUISTION OF WROGN BUSINESS BY ABDFVL (WHOLLY OWNED SUBSIDIARY)

Aditya Birla Digital Fashion Ventures Limited ('ABDFVL') (wholly owned subsidiary of the Company) executed a Binding offer Letter with Wrogn on June 18, 2024, for minority investment with an option for a path to majority stake acquisition. As of March 31, 2025, ABDFVL held 32.84% stake on a fully diluted basis in Wrogn aggregating to ₹ 148 crores (which includes an investment of ₹ 75 crores made on October 16, 2024).

NOTE - 50
ACQUISITION OF GOODVIEW FASHION PRIVATE LIMITED ["GFPL"]

The Company acquired controlling interest in GFPL on July 11, 2024 and consequently GFPL become a subsidiary with effect from July 11, 2024. The Company is in the process of completing the purchase price allocation for determining the fair values of assets and liabilities acquired. As per Ind AS 103, Business Combinations, the Company is permitted to complete the purchase price allocation within a period of 12 months from the date of transfer of control and retrospectively adjust the provisional amounts recorded for assets, liabilities and goodwill.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 51
DEMERGER OF MADURA FASHION & LIFESTYLE BUSINESS ("MFL BUSINESS")

The Board of directors at its meeting held on April 19, 2024, subject to necessary approvals, had considered and approved demerger of MFL Division under a Scheme of Arrangement among the Company, Aditya Birla Lifestyle Brands Limited ('Resulting Company'), wholly owned subsidiary of the Company and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 (the "Scheme"). The Scheme, inter alia, provided for demerger, transfer and vesting of the MFL Division from the Company into the Resulting Company on a going concern basis, and issuance of 1 equity share in the Resulting Company for every one equity share held in the Company as on the record date.

On March 27, 2025, the Hon'ble National Company Law Tribunal, Mumbai (NCLT) sanctioned the Scheme. The Company received the certified true copy of the order on April 22, 2025. Consequent upon filing of the certified copies of NCLT orders by the Company and the Resulting Company with the respective jurisdictional Registrar of Companies on April 23, 2025, the Scheme has become effective from May 1, 2025.

Significant Accounting Judgement

Management has accounted for the demerger in accordance with the accounting treatment specified in the sanctioned Scheme as a common control transaction where assets and liabilities have been transferred to Resulting Company at their respective book values. Management has evaluated that Promoter along with other promoter group companies (Promoters) have de-facto control over the MFL division, both before and after the demerger, on account of the following factors:

(i) Total cumulative shareholding Promoters relative to the size and dispersion of holding of other shareholders

(ii) There are no potential voting rights other than the equity shares. None of the other shareholders have any contractual or legal veto rights. Further, there has not been any instance of any resolutions being vetoed by other shareholders.

Basis above, demerger of the MFL division has been accounted as a common control transaction and assets and liabilities have been transferred to Resulting Company at their respective book values after the sanction of scheme by the NCLT.

Discontinued operations

MFL division qualifies as a discontinued operation as per Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations. The statement of profit and loss for the year ended March 31, 2024 have been restated by the Company to give effect of the Scheme. The directly identifiable assets, liabilities, income and expenditures of the MFL division are based on the books of accounts and underlying accounting records maintained by the Company. All other assets and liabilities including cash and cash equivalents, current investments in mutual funds, balance with government authorities, general corporate borrowings, deferred tax assets, income and expenditures (including common in nature), etc. have been allocated on a reasonable basis as approved by the Board.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

a. Details of assets and liabilities which have been transferred pursuant to Scheme of Arrangement are as follows:

Particulars	₹ in Crore
Assets	
Non-Current Assets	
Property, plant and equipment	543.38
Capital work-in-progress	11.69
Goodwill	627.67
Other intangible assets	502.39
Right to use assets	1,621.92
Financial assets	
(i) Investment in equity of a subsidiary	35.00
(ii) Loans	0.48
(iii) Security deposits	176.51
(iv) Other financial assets	203.74
Deferred tax assets (net)	91.10
Non-current tax assets (net)	14.68
Other non-current assets	53.75
Total - Non-current assets	**3,882.31**
Current assets	
Inventories	2,107.53
Financial assets	
(i) Current Investments	117.18
(ii) Loans	5.74
(iii) Security deposits	100.13
(iv) Trade receivables	1,325.48
(v) Cash and cash equivalents	52.97
(vi) Bank balance other than Cash and cash equivalents	0.07
(vii) Other financial assets	76.06
Other current assets	616.65
Total - Current assets	**4,401.82**
TOTAL - ASSETS - (A)	**8,284.13**
Non-current liabilities	
Financial liabilities	
(i) Borrowings	1.04
(ii) Deposits	274.30
(iii) Lease liability	1,516.88
(iv) Other financial liabilities	518.08
Provisions	22.20
Other non-current liabilities	19.53
Total - Non-current liabilities	**2,352.03**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Particulars	₹ in Crore
Current liabilities	
Financial liabilities	
(i) Borrowings	850.18
(ii) Trade payables	
Total outstanding dues of micro enterprises and small enterprises	88.85
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,029.41
(iii) Deposits	250.55
(iv) Lease liability	463.38
Other financial liabilities	140.17
Provisions	140.83
Other current liabilities	567.35
Total - Current liabilities	**4,530.72**
Total - Liabilities - (B)	**6,882.75**
Net Assets - C (A - B)	**1,401.38**

	₹ in Crore
Net cash flows attributable to the MFL business during the year ended March 31, 2025 is as follows:	**March 31, 2025**
Net cash inflows from operating activities	1,133.22
Net cash inflows from investing activities	49.21
Net cash used in financing activities	(1,261.65)
Net increase/ (decrease) in cash and cash equivalents	**(79.22)**

b. Breakup for the amount of 'Net profit/(loss) after tax for the year from discontinued operations' has been presented in the Statement of Profit and Loss.

c. Pursuant to the Scheme, the difference between the book value of the assets and liabilities transferred to Resulting Company has been debited to the following reserves of the Company:

Particulars	₹ in Crore
Employee Stock options reserve	(41.49)
Retained earnings	(1,359.89)
Total	**(1,401.38)**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 52
AMALGAMATION OF TCNS CLOTHING COMPANY LIMITED

The board of Directors at its meeting dated May 5, 2023, approved a draft Scheme of Amalgamation ('Scheme') between TCNS Clothing Co Limited ('Transferor Company' or 'TCNS') and the Aditya Birla Fashion and Retail Limited ('Transferee Company') and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013. The Scheme was Sanctioned by the Honourable NCLT on August 2, 2024. The Transferor Company and the Transferee Company have filed the certified copies of the order and the Scheme with the Registrar of Companies, Mumbai, on September 1, 2024 and accordingly, the Scheme has become effective from the September 1, 2024 ("Effective Date") and consequently TCNS stands amalgamated into and with ABFRL and dissolved without being wound up. In accordance with the Scheme, the appointed date is specified to be the same as the Effective date i.e. September 1, 2024. On September 5, 2024, the Company has allotted 5,57,43,053 fully paid-up equity shares of face value ₹ 10 each to the Non-controlling shareholders of TCNS.

In accordance with the Scheme, the Transferee Company has given effect to amalgamation of TCNS with the Company using the pooling of interest's method as specified by Appendix C to Ind AS 103, 'Business combination of entities under common control'.

As per Ind AS principles, the amalgamation has been recorded with effect from September 26, 2023 (date on which the entity became common control entity) and comparative balances for the year ended March 31, 2024 have been restated in the standalone financial statements. The accounting treatment followed by the Company is as follows:

i. All assets, liabilities and reserves relating to TCNS as appearing in the consolidated financial statements of the Company have been transferred and vested in the Company and has been recorded at the book values.

ii. The amount of any intercompany balances between TCNS and the Company have been cancelled.

iii. The accounting policies followed by TCNS have been adjusted for differences (if any) between the accounting policies followed by the Company and the accounting policies followed by the Company have prevailed.

iv. The surplus arising out of: (i) the book values of assets over the values of liabilities and reserves taken over on amalgamation; (ii) Face value of equity shares to be issued to the minority shareholders of TCNS; and (iii) after considering adjustments for elimination of intercompany balances and differences in accounting policies followed by TCNS, is recorded as capital reserve.

Details of the assets and liabilities taken over pursuant to amalgamation as on September 26, 2023 is as below:

	₹ in Crore
Assets taken over	
Property, plant and equipment	64.76
Capital work-in-progress	0.35
Goodwill	827.17
Brand	1,495.00
Other intangible assets	1.58
Right to use assets	482.79
Security deposits (non-current)	55.49
Other financial assets (non-current)	0.12
Deferred tax assets	116.47
Non-current tax assets (net)	5.52
Other non-current assets	2.65
Inventories	454.72
Trade receivables	161.41
Cash and cash equivalent	17.67
Bank balance other than above	0.17
Other financial assets (current)	0.14
Other current assets	88.27
	3,774.29
Liabilities taken over	
Deposits (non-current)	5.63
Lease liability (non-current)	457.63
Provisions (non-current)	17.51
Deferred Tax Liabilities (net)	376.29
Other non-current liabilities	0.47
Borrowings (Current)	92.35
Trade payables	270.54
Lease liability (current)	85.19
Other financial liabilities	39.44
Provisions (current)	1.05
Other current liabilities	66.24
	1,412.34
Net Assets taken over on amalgamation (A)	2,361.94
Reserves taken over from Transferor Company (B)	403.42
Equity Share issued (at their face value) to Non-controlling shareholders upon amalgamation (C)	55.74
Cancellation of Investment in the transferor company (D)	1,626.19
Net Capital Reserve recognised on amalgamation (A-B-C-D)	**276.59**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE - 53
RATIO DISCLOSURES

	As at March 31, 2025	As at March 31, 2024	% Change	Reasons for variance more than 25%
Current ratio (times)[1]	2.19	1.15	90.43%	Increase in cash and cash equivalent and current investments on account of funds raised through qualified institutional placement and prefrential issue of equity shares during the year.
Debt equity ratio (times)[2]	NA*	0.42	100%	Amount of net debt at the year end is Nil on account availability of surplus funds.
Debt service coverage ratio (times)[3]	0.08	(0.06)	-233.33%	Increase in Earnings before interest and tax as compared to previous year mainly due to improvement in gross margin ratio on sale of products.
Return On Equity (%)[4]	-1.83%	-6.60%	-72.27%	Reduction in losses and increase in equity on account of fund raised during the year through qualified institutional placement and prefrential issue of equity shares during the year.
Inventory turnover (times)[5]	4.62	3.31	39.58%	Decrease in average Inventory ascompared to previous year due to transfer of inventory pertaining to Madura business on account of Demerger.
Debtors turnover (times)[6]	22.63	13.75	64.58%	Decrease in average trade receivables as compared to previous year due to transfer of trade receivables pertaining to Madura business on account of Demerger.
Trade Payables turnover (times)[7]	2.13	1.52	40.13%	Decrease in Trade Payables turnover ascompared to previous year due to transfer of trade payables pertaining to Madura business on account of Demerger.
Net capital turnover (times)[8]	5.13	7.16	-28.35%	Decrease due to increase in average working capital as compared to previous year due to increase in cash and cash equivalent and current investments on account of funds raised through qualified institutional placement and prefrential issue of equity shares during the year.
Net profit margin (%)[9]	-0.96%	-2.44%	-60.66%	Increase in Earnings as compared to previous year mainly due to improvement in gross margin ratio on sale of products.
Return On Average Capital Employed (%)[10]	5.80%	3.22%	80.12%	Increase in Earnings before interest and tax as compared to previous year mainly due to improvement in gross margin ratio on sale of products.
Return On Investment (%)[11]	4.31%	2.11%	104.27%	Increase in Earnings before interest and tax as compared to previous year mainly due to improvement in gross margin ratio on sale of products.

*Company has excess Liquid investment and cash over its debt.

**For the purpose of calculating ratios for the periods upto March 31, 2025, all relevant amounts pertaining to continuing and discontinued operations have been considered.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Ratios have been computed as follows:

1. Current ratio = Current Assets / Current Liabilities (excluding Lease Liabilities accounted as per Ind AS 116)
2. Debt equity ratio = Debt / Equity

   Debt = Borrowings (excluding Lease Liabilities accounted as per Ind AS 116) - Cash and Bank Balance (includes fixed deposits) - Liquid Investments

   Equity = Equity share capital + Other equity (excluding Ind AS 116)
3. Debt service coverage ratio = Earnings before interest* and tax / [Finance cost* + Principal repayment of non-current borrowings (netted off to the extent of non-current borrowings availed during the same period for the repayments)]
4. Return on equity ratio = Profit after tax / Average of opening and closing Net Worth
5. Inventory turnover = Revenue from Operations for the period / Average of opening and closing Inventories
6. Debtors turnover = Revenue from Operations for the period / Average of opening and closing Trade Receivables
7. Trade payables turnover = Total Purchases / Average of opening and closing Trade Payables
8. Net capital turnover = Revenue from Operations for the period / Average of opening and closing Working Capital
9. Net profit margin = Profit After Tax / Revenue from Operations
10. Return on Average Capital Employed = Earnings before interest and tax / Average of opening and closing Capital Employed
11. Return on Investment = Earnings before interest and tax / Average of opening and closing Total Assets

* Finance cost/ interest comprises of Interest expense on borrowings and excludes interest expense on lease liabilities and interest charge on fair value of financial instruments.

NOTE - 54
SEGMENT INFORMATION

In accordance with Ind AS 108 - Operating segments, segment information has been provided in the Consolidated Financial Statements of the Company and therefore no separate disclosure on segment information is given in these Standalone Financial Statements.

NOTE - 55
SUMMARY OF OTHER ACCOUNTING POLICIES

(a) Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Segment assets and liabilities include all operating assets and liabilities. Segment results include all related income and expenditure. Corporate (unallocated) represents assets, liabilities, income and expenses which relate to the Company as a whole and are not allocated to the segments.

Inter-segment transfers

The Company generally accounts for inter-segment sales at arm's length basis in a manner similar to transactions with third parties.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items

Unallocated items include general corporate income, expense and other common assets and liabilities which are not allocated to any business segment.

Segment accounting policies

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

(b) Fair value measurements and hierarchy

The Company measures financial instruments, such as investments (other than equity investments in subsidiaries and associate) and derivatives at fair value at each Standalone Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability; or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use, or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances, and for which sufficient data are available to measure the fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on its nature, characteristics and risks:

- Level 1 - inputs are quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 - valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 - valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level of input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(c) Foreign currencies

Transactions and balances:

Transactions in foreign currency are recorded applying the exchange rate at the date of transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the end of the year, are translated at the closing exchange rates prevailing on the Standalone Balance Sheet date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Standalone Statement of Profit and Loss.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income (OCI) or the Standalone Statement of Profit and Loss are also reclassified in OCI or the Standalone Statement of Profit and Loss, respectively).

(d) Government grants

Government grants are recognised where there is a reasonable assurance that the grant will be received and all attached conditions will be complied with:

- When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.
- When the grant relates to an asset, it is recognised as income in Statement of Profit and Loss in equal amounts over the expected useful life of the related asset.

When loans or similar assistance are provided by governments or related institutions, at a below-market rate of interest, the effect of this favourable interest is treated as a government grant. The loan or assistance is initially recognised and measured at fair value, and the government grant is measured as the difference between the proceeds received and the initial carrying value of the loan. The loan is subsequently measured as per the accounting policies applicable to financial liabilities.

(e) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur in the Standalone Statement of Profit and Loss.

Borrowing cost includes interest and other costs incurred in connection with the arrangement of borrowings.

Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the interest costs.

(f) Taxes

Current tax

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 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in India.

The management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is recognised on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor the taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor the taxable profit or loss.

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 assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as a part of business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information is received or circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition, if they result from new information obtained about facts and circumstances existing at the acquisition date.

The Company had adopted the new tax regime in the Financial Year 2019-20 under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

Current tax and deferred tax relating to items recognised outside the Standalone Statement of Profit and Loss are recognised outside the Standalone Statement of Profit and Loss (either in OCI or in equity). Current tax and deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

(g) Property, plant and equipment

Freehold land is carried at historical cost. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Property, plant and equipment is stated at cost net of accumulated depreciation and accumulated impairment losses, if any. Cost includes borrowing costs for long-term construction projects, if the recognition criteria is met.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, 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 de-recognised when replaced. All other repairs and maintenance are charged to the Standalone Statement of Profit and Loss, during the reporting period in which they are incurred.

Capital work-in-progress is stated at cost net of accumulated impairment losses, if any.

Based on managements' assessment, items of property, plant and equipment individually costing less than five thousand rupees, are depreciated within one year from the date the asset is ready to use or useful life of class of asset to which these assets belong.

Gains or losses on disposal of property, plant and equipment are determined by comparing proceeds with carrying amount. These are included in the Standalone Statement of Profit and Loss within other gains/ losses.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(h) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in the Standalone Statement of Profit and Loss, in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite life are amortised over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period and changes if any, made on prospective basis. The amortisation expense on intangible assets with finite lives is recognised in the Standalone Statement of Profit and Loss.

Intangible assets with indefinite useful life are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life

is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Standalone Statement of Profit and Loss when the asset is de-recognised.

(i) Business combination and goodwill

Business Combinations are accounted for using the acquisition method. Cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. Acquisition-related costs are recognised in Standalone statement of profit and loss as incurred.

At the acquisition date, the identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values. However, certain assets and liabilities i.e. deferred tax assets or liabilities, assets or liabilities related to employee benefit arrangements, liabilities or equity instruments related to share-based payment arrangements and assets or disposal groups that are classified as held for sale, acquired or assumed in a business combination are measured as per the applicable Ind-AS.

Judgement is applied in determining the acquisition date and determining whether control is transferred from one party to another. Control exists when the Company is exposed to or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive.

At the acquisition date, goodwill on business combination is initially measured at cost, being the excess of the sum of the consideration transferred, the amount recognised for any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net identifiable assets acquired and the liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purposes of impairment testing, goodwill acquired in a business combination is allocated to each of the Company's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash-generating unit (CGU) to which goodwill has been allocated is tested for impairment annually as at reporting date. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

(j) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its assets to determine whether there is any indication of impairment based on internal/ external factors. An impairment loss, if any, is charged to the Standalone Statement of Profit and Loss in the year in which an asset is identified as impaired. An asset's recoverable amount is higher of an asset's or cash-generating unit's (CGUs) fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax

discount rates, that reflects current market assessment of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses of continuing operations, including impairment on inventories, are recognised in the Standalone Statement of Profit and Loss.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually as at reporting date. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in the Standalone Statement of Profit and Loss.

Reversal of impairment losses except on goodwill is recorded when there is an indication that the impairment losses recognised for the assets no longer exist or have decreased. An impairment loss recognised for goodwill is not reversed in subsequent periods.

(k) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables which do not contain significant financing component are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) 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 the Standalone Statement of Profit and Loss are recognised immediately in the Standalone Statement of Profit and Loss.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognised on the trade date.

All recognized financial assets, are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets. For trade receivables, the company applies the simplified approach required by Ind AS 109, which requires expected lifetime credit losses to be recognized from initial recognition of the receivables.

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories:

(a) <u>Non-derivative financial assets</u>

(i) Financial assets at amortised cost

Financial asset is measured at amortised cost using Effective Interest Rate (EIR), if both the conditions are met:

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective Interest Rate (EIR) method:

The EIR method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument or, where appropriate, a shorter period, to the gross carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at Fair Value Through Profit or Loss (FVTPL). Interest income is recognised in the Standalone Statement of Profit and Loss and is included in the 'Other income' line item.

(ii) Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI)

An instrument shall be measured at FVTOCI, if both of the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling financial assets; and
- The asset's contractual cash flows represent Solely Payments of Principal and Interest (SPPI).

Financial assets included within FVTOCI category are measured initially as well as at each reporting period at fair value plus transaction cost. Fair value movements are recognised in other comprehensive income. However, the Company recognises interest income, impairment losses and reversals and foreign exchange gain/ (loss) in the Standalone Statement of Profit and Loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to the Standalone Statement of Profit and Loss.

(iii) Financial assets at Fair Value Through Profit or Loss (FVTPL)

Financial assets that do not meet the amortised cost criteria or FVTOCI criteria (refer above) are measured at FVTPL. In addition, financial assets that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or financial assets that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the Standalone Statement of Profit and Loss. The net gain or loss recognised in the Standalone Statement of Profit and 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 dividend 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.

Call options over shares in the acquired subsidiary is initially recognised as a financial asset at fair value, with subsequent changes in fair value recognised in the standalone statement of profit and loss.

(iv) Equity investments

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Investment in Subsidiaries and Joint Venture are out of scope of Ind AS 109 and hence, the Company has accounted for its investment in Subsidiaries and Joint Venture at cost. All other equity investments are measured at fair value as per Ind AS 109. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company has an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

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 the Standalone Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Impairment of financial assets:

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Expected 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 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 lifetime expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within 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 period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, 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 results 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 based on a provision matrix, which takes into account historical credit loss experience and adjusted for forward looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in OCI and is not reduced from the carrying amount in the Standalone Balance Sheet.

The Company determines whether it is necessary to recognise an impairment loss on its investment in its subsidiaries and joint venture. At each reporting date, the Company determines whether there is objective evidence that the investment in the subsidiaries and joint venture is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the subsidiaries and joint venture and its carrying value, and then recognises the impairment loss in the standalone statement of profit and loss.

(b) Non-derivative financial liabilities

(i) Classification as debt or equity

Debt and equity instruments issued by the 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.

(1) 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 direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the Standalone Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

(2) Compound financial instruments:

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

(3) Financial liabilities:

All financial liabilities are measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading, if:

- It has been acquired or incurred principally for the purpose of selling or 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 a financial guarantee contract or 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 Company is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contracts 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 re-measurement recognised in the Standalone Statement of Profit and Loss.

The Put Option and/or Call option on the Non-Controlling Interest ("NCI") of subsidiary is initially measured at the fair value. The subsequent changes in fair value is recognised in the Standalone Statement of Profit and Loss.

However, financial liabilities that are not held-for-trading and are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in the Standalone Statement of Profit and Loss, in which case these effects of changes in credit risk are recognised in the Standalone Statement of Profit and Loss. The remaining amount of change in the fair value of liability is always recognised in the Standalone Statement of Profit and Loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in other comprehensive income under other equity and are not subsequently reclassified to the Standalone Statement of Profit and Loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in the Standalone Statement of Profit and Loss.

Financial liabilities subsequently measured at amortised cost:

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the gross carrying amount on initial recognition.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(ii) Loans and borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Standalone Statement of Profit and Loss over the period of borrowings using the EIR method. Fees paid on the establishment of loan facilities are recognised as the transaction cost of the loan to the extent it is probable that some or all of the facility will be drawn down, the fees are deferred until the draw down occurs. To the extent that there is no evidence that is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity and amortised over the period of facility to which it relates.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in the Standalone Statement of Profit and Loss as 'Finance costs'.

(iii) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in the Standalone Statement of Profit and Loss, except for those which are designated as hedging instruments in a hedging relationship.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI financial assets are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in the Standalone Statement of Profit and Loss, and other changes in the fair value of FVTOCI financial assets are recognised in OCI.

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in the Standalone Statement of Profit and Loss.

<u>De-recognition of financial assets and financial liabilities</u>

The Company de-recognises 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. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for the amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable, and the cumulative gain or loss that had been recognised in OCI and accumulated in equity is recognised in the Standalone Statement of Profit and Loss.

On de-recognition of a financial asset other than in its entirety (for example: when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the Standalone Statement of Profit and Loss. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

The Company de-recognises financial liabilities 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 de-recognised and the consideration paid and payable is recognised in the Standalone Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount is reported in the Standalone Balance Sheet where there is a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise 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.

(l) Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks and options contract in accordance with agreement. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to the Standalone Statement of Profit and Loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to the Standalone Statement of Profit and Loss when the hedge item affects the Standalone Statement of Profit and Loss or treated as basis adjustment, if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

(m) Inventories

Raw materials, components, stores and spares, and packing materials are valued at lower of cost

or net realisable value. However, these items are considered to be realisable at cost if the finished products, in which they will be used, are expected to be sold at or above cost. Cost includes cost of purchase and other costs in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis.

Traded goods, work-in-progress and finished goods are valued at cost or net realisable value, whichever is lower. Work-in-progress and finished goods include costs of direct materials, labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing cost. Traded goods cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Proceeds in respect of sale of raw materials/ stores are credited to the respective heads. Obsolete and defective inventory are duly provided for, basis the management estimates.

(n) Provisions and contingent liabilities

The amount recognised as a provision is 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).

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. The expense relating to a provision is presented in the Standalone Statement of Profit and Loss, net of any reimbursements.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

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, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company (Refer Note – 45).

Claims against the Company, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

(o) Interest Income

Interest income on all debt instruments is measured at amortised cost. Interest income is recorded

using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the EIR, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument. Interest income is included in other income in the Standalone Statement of Profit and Loss.

(p) Employee benefits

(a) Short-term employee benefits

Short-term employee benefits are recognised as an expense on accrual basis.

(b) Defined contribution plan

The Company makes defined contribution to the Government Employee Provident Fund and Superannuation Fund, which are recognised in the Standalone Statement of Profit and Loss, on accrual basis. The Company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Company has no obligation, other than the contribution payable to the provident fund.

(c) Defined benefit plan

The Company operates a defined benefit gratuity plan in India. The Company operates gratuity plan through a Trust wherein certain employees are entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service as per the Payment of Gratuity Act, 1972. In case of some employees, the Company's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972. The benefit vests after five years of continuous service and the same is payable on termination of service or retirement, whichever is earlier. A part of the gratuity plan is funded (maintained by an independent insurance company) and another part is unfunded and managed within the Company, hence the liability has been bifurcated into funded and unfunded. The Company's liabilities under The Payment of Gratuity Act, 1972 are determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Standalone Balance Sheet date on Government bonds, where the terms of the Government bonds are consistent with the estimated terms of the defined benefit obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. This cost is included in the 'Employee benefits expense' in the Standalone Statement of Profit and Loss. Re-measurement gains or losses and return on plan assets (excluding amounts included in net Interest on the net defined benefit liability) arising from changes in actuarial assumptions are recognised in the period in which they occur, directly in OCI. These are presented as re-measurement gains or losses on defined benefit plans under other comprehensive income in other equity. Remeasurements gains or losses are not reclassified subsequently to the Standalone Statement of Profit and Loss.

(d) Compensated absences

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Company recognises accumulated compensated absences based on actuarial valuation in the Standalone Statement of Profit and Loss.

The Company presents the entire leave as a current liability in the Standalone Balance Sheet, since it does not have any unconditional right to defer its settlement for twelve months after the reporting date.

(q) Share-based payment

Employees of the Company receive remuneration in the form of equity-settled instruments and stock appreciation rights for rendering services over a defined vesting period. Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date using an appropriate valuation model.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the Standalone Statement of Profit and Loss, such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled share options outstanding account.

No expense is recognised for awards that do not ultimately vest because non-market performance and/ or service conditions have not been met.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

For cash-settled share-based payment, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability using a binomial method. At the end of each reporting period until the liability is settled and at the date of settlement, the fair value of the liability is re-measured, with any changes in the fair value recognised in 'Employee benefits expense' in the Standalone Statement of Profit and Loss for the year.

The Company has created an "ABFRL Employee Welfare Trust"(ESOP Trust) and uses it as a vehicle for distributing shares to employees under the Employee Stock Option Scheme 2019 or any subsequent Stock Option Scheme. The trust purchase shares of the Company from the market, for issuing shares to employees. The Company treats trust as its extension and shares held by trust are treated as treasury shares.

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from other equity. No gain or loss is recognised in the standalone statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued or sold, is recognised in capital reserve. Share options exercised during the reporting period are settled with treasury shares.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(r) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the period.

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. Earnings, considered in ascertaining the Company's earnings per share, is the net profit for the period after deducting preference dividends. The weighted average number of equity shares outstanding during the period is adjusted for treasury shares and events such as bonus issue, bonus element in a rights issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the Company and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(s) Cash and cash equivalents

Cash and cash equivalents in the Standalone Balance Sheet and for the purpose of the Standalone Statement of Cash Flows comprise cash on hand and cash at bank including fixed deposits with original maturity period of three months or less and short-term highly liquid investments with an original maturity of three months or less net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

NOTE - 56
ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III

(i) DETAILS OF BENAMI PROPERTY HELD

No proceedings have been initiated on or are pending against the Company under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder.

(ii) COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The Company has complied with the number of layers prescribed under Section 2(87) of the Companies Act, 2013 read with Companies (Restriction of number of layers) Rules, 2017.

(iii) RELATIONSHIP WITH STRUCK OFF COMPANIES

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(iv) BORROWINGS SECURED AGAINST CURRENT ASSETS

The Company has borrowings from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of accounts.

(v) WILFUL DEFAULTER

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(vi) COMPLIANCE WITH APPROVED SCHEME(S) OF ARRANGEMENTS

The Company has accounted for the Scheme of arrangement with resulting Company in accordance with the accounting treatment as specified in the Scheme. (Refer Note - 51).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(vii) UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM

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:

a. 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

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. 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

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(viii) UNDISCLOSED INCOME

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(ix) DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(x) VALUATION OF PROPERTY PLANT AND EQUIPMENT (INCLUDING RIGHT-OF-USE ASSETS) AND INTANGIBLE ASSETS

The Company has not revalued its Property, Plant and Equipment (including Right-of-use assets) and Intangible assets during the current or previous year. The Company did not have any Investment Property during the current or previous year.

(xi) REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

Consolidated Financial Statements

INDEPENDENT AUDITOR'S REPORT

To the Members of Aditya Birla Fashion and Retail Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Aditya Birla Fashion and Retail Limited (hereinafter referred to as the "Holding Company") which includes the financial statements of ABFRL Employee Welfare Trust and its subsidiaries (Holding Company, trust and its subsidiaries together referred to as "the Group") and its associate company (refer Note 48 to the attached consolidated financial statements), which comprise the Consolidated Balance Sheet as at March 31, 2025, 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").

2. In our opinion and to the best of our information and according to the explanations given to 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 accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at March 31, 2025, and consolidated total comprehensive income (comprising of loss and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit 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 consolidated financial statements" section of our report. We are independent of the Group, its erstwhile jointly controlled entity and its associate in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India 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

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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 our audit addressed the key audit matter
Impairment assessment of goodwill and brands (Refer Note 5 to the consolidated financial statements) The Group has goodwill of ₹ 2,670.67 crores and acquired brands amounting to ₹ 2,800.57 crores at March 31, 2025. Goodwill and brands were acquired in business combinations recorded in the current and previous years and was allocated to Cash Generating Units (CGUs) identified by the Group. In accordance with Ind AS 36, Impairment of Assets, goodwill acquired in a business combination is required to be tested for impairment annually. Management has performed impairment assessment for each of the CGUs to which goodwill and brands have been allocated by comparing the carrying amount of the assets relating to CGUs, including the goodwill, with the recoverable amount of the CGUs. Recoverable amount is the higher of its value in use and fair value less costs of disposal. Impairment assessment requires significant management judgement and estimates such as projected cash flows, discount rates, growth rates over the projection period and terminal growth rates. Given the judgement, subjectivity and sensitivity of key parameters to the changes in economic conditions, the impairment assessment is considered to be a key audit matter.	Our audit procedures included the following: • Understood and evaluated the design and tested operating effectiveness of Holding Company's controls to assess impairment on an annual basis. • Evaluated whether the CGUs were determined and the goodwill and brands allocation was performed in accordance with requirements of Ind AS 36 and our knowledge of the Group's operations. • Evaluated the appropriateness of the approach selected by the management to determine the recoverable amount of the CGU. • Evaluated the objectivity, competency and independence of the management expert engaged by the Holding Company. • Assessed the reasonableness of the cashflow projections by testing the key management assumptions and estimates used in the impairment analysis and evaluated the consistency of the cashflow projections with the budgets approved by the Board of Directors of the Holding Company, Board of Directors of the subsidiary companies and Partners of a Limited Liability Partnership (LLP) (accounted as a subsidiary). • Evaluated the sensitivity analysis performed by management on the growth rates and discount rates to determine whether reasonable changes in these key assumptions would result in the carrying amounts of individual CGUs to exceed their recoverable amounts. • Involved auditor's expert to assist in evaluating the impairment assessment including certain assumptions used. • Evaluated the adequacy of the disclosures made in the consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
Accounting for demerger of Madura Fashion and Lifestyle Business division (Refer Note 2.5(i) and Note 41 to the consolidated financial statements) During the year, the Holding Company received all requisite regulatory approvals in respect of the Scheme of Arrangement (the "Demerger Scheme") for transfer of its Madura Fashion and Lifestyle business ('MFL division') to Aditya Birla Lifestyle Brands Limited (the "Resulting Company"). Consequent to the approval received from the National Company Law Tribunal on March 27, 2025, the assets and liabilities relating to MFL division have been transferred to the Resulting Company at book values as on that date. This has been considered as a key audit matter in view of the complexities involved in the Demerger Scheme, risk of accuracy and completeness of assets and liabilities transferred to the Resulting Company, and MFL division income and expense disclosed as discontinued operations under Ind AS 105, 'Non-current Assets Held for Sale and Discontinued Operations'.	Our audit procedures included: • Understood and evaluated the design and tested the operating effectiveness of the internal financial controls for accounting for the impact of the Demerger Scheme and related disclosures. • Understood and evaluated the terms of the demerger as specified in the Demerger Scheme related to the accounting treatment. • Read the Demerger Scheme and related agreements executed between the Company and the Resulting Company for identification of the assets and liabilities transferred at book values and evaluated the accounting for non-routine transactions, estimates and judgements in respect of such assets and liabilities, and income and expenses presented as discontinued operations. • Understood and evaluated the management's basis for identifying the assets and liabilities related to the MFL division. • Verified the approvals received from the regulatory authorities and assessed the Company's compliance with the conditions specified in these approvals. • Verified the underlying agreements to assess the appropriateness of costs related to demerger recognised by the Group. • Assessed the adequacy of the disclosures made in consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
Provision for Inventory obsolescence (Refer Notes 12 and 2.5(d) to the consolidated financial statements) The Group held inventories of ₹ 2,454.39 crores at March 31, 2025. In accordance with Ind AS 2, Inventories, inventories are carried at lower of cost or net realizable value. The Group operates in a fast changing fashion market where there is a risk of inventory falling out of fashion and proving difficult to be sold above cost. Management has a policy to recognize provisions for inventory considering assessment of future trends and the Group's past experience related to its ability to liquidate the aged inventory. The provision for inventory obsolescence has been considered as a key audit matter, as determination of provision for inventory involves significant management judgment and estimates.	Our audit procedures included the following: • Understood and evaluated the design and tested the operating effectiveness of Group's controls to assess the adequacy of provision for inventory obsolescence. • Evaluated the methodology used by the management to determine the provision for inventory obsolescence and determined whether the method is consistent with that applied in the prior year. • Assessed whether the changes in the methodology (if any) are reasonable and consistent with our understanding of the changes in the business. • Evaluated the ageing report including assessing its completeness and the underlying management judgements and estimates made. Further, assessed on a sample basis whether the calculation of provision for obsolescence is in accordance with Group's policy. • Verified appropriate approvals for specific obsolescence provisions and assessed their reasonableness on a sample basis. • Evaluated the adequacy of the disclosures made in the consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
Provisions for discount and sales returns (Refer Note 2.5(e) to the consolidated financial statements) The Group has recognised provisions for unsettled discounts and sales returns amounting to ₹ 62.16 crores and ₹ 138.40 crores respectively, at March 31, 2025 (excluding provisions for discounts and sales returns relating to MFL division, amounting to ₹ 289.84 crores and ₹ 499.11 crores, respectively). Revenue from contracts with customers is recognised when the entity satisfies a performance obligation by transferring control of promised goods to a customer. Recognition of revenue requires determination of the net selling price after considering variable consideration including forecast of sales returns and discounts. The estimate of sales returns and discounts depends on contract terms, forecasts of sales volumes and past history of quantum of returns. The expected returns and discounts that have not yet been settled with the customers are estimated and accrued. Determination of provisions for discounts and sales returns is determined as a key audit matter as it involves significant management judgement and estimation.	Our audit procedures included the following: • Understood and evaluated the design and tested the operating effectiveness of Group's controls to assess the adequacy of provision for discounts and sales returns. • Evaluated the periodic account reconciliations prepared by the management during the year. • Evaluated the management estimates and judgements in determining the provision for discounts and sales returns and assessed whether the same is consistent with the prior year. • Evaluated the contract terms for a sample of customer contracts to assess the reasonableness of the provision for discounts and returns and determine whether the same is in line with terms of the contract. • Verified credits notes issued to customers on a sample basis and assessed the validity of claims with the underlying documents and appropriate approvals. • Evaluated the adequacy of the disclosures made in the consolidated financial statements.

5. The following Key Audit Matters were included in the memorandum of work performed dated May 21, 2025 on the fit for consolidated financial statements of Sabyasachi Calcutta LLP, a subsidiary of the Holding Company. The audit report dated May 21, 2025 issued by the independent auditor of Sabyasachi Calcutta LLP, contains an unmodified audit opinion on the fit for consolidated financial statements:

Key audit matter	How the work of the component auditor addressed the key audit matter
Impairment assessment of indefinite life intangible asset Sabyasachi Calcutta LLP has an Intangible Asset being 'Brand' amounting to ₹ 623.26 crores as at March 31, 2025, which was recognized in a prior year on reconstitution of the Limited Liability Partnership. Sabyasachi Calcutta LLP's management has engaged independent valuation expert to perform valuation of the Sabyasachi Calcutta LLP including the Brand by using the 'value in use' method in accordance with Ind AS 36, 'Impairment of Assets', for financial reporting purposes. Impairment assessment of brand with indefinite useful life are considered as a key audit matter since it requires estimates such as projected cash flows, discount rates, growth rates over the projection period and terminal growth rates which are subject to management / independent valuation expert judgement and subjectivity and might be affected by changes in economic conditions.	The audit procedures performed by the independent auditor of the Sabyasachi Calcutta LLP included the following: • Assessed the reasonableness of the cashflow projections by evaluating the key management assumptions and estimates used in the impairment analysis and evaluated the consistency of the cashflow projections with the budgets approved by the Partners of the Sabyasachi Calcutta LLP. • Assessed that the methodology used by Sabyasachi Calcutta LLP's management to estimate the value in use of the Sabyasachi Calcutta LLP including the Brand is consistent with accounting standards and is in line with the valuation standards applicable in India. • Involved valuation experts to assess the methodologies used by the Sabyasachi Calcutta LLP's management. • Evaluated the Sabyasachi Calcutta LLP's management's determination that no re-estimation of the useful life of the Brand is considered necessary at the year end. • Evaluated the adequacy of the disclosures made in the fit for consolidation financial statements.
Provision for inventory obsolescence The Sabyasachi Calcutta LLP held inventories of ₹ 259.53 crores as at March 31, 2025. In accordance with Ind AS 2, 'Inventories', inventories are carried at lower of cost or net realizable value. Sabyasachi Calcutta LLP operates in a fast-changing fashion market where there is a risk of inventory (mainly apparels and accessories segment) falling out of fashion and proving difficult to be sold taking into consideration the fact that the Brand does not sell its products at a discount. Management has a policy to recognize provisions for inventory considering assessment of future trends and the Sabyasachi Calcutta LLP's past experience related to its ability to liquidate the aged inventory. The provision for inventory obsolescence has been considered as a key audit matter, as determination of provision for inventory involves significant management judgment and estimates.	The audit procedures performed by the independent auditor of the Sabyasachi Calcutta LLP included the following: • Understood and evaluated the design and tested the operating effectiveness of Sabyasachi Calcutta LLP's controls to assess the adequacy of provision for inventory obsolescence. • Evaluated the methodology used by the management to determine the provision for inventory obsolescence and determined whether the method is consistent with that applied in the prior year. • Assessed whether the changes in the methodology (if any) are reasonable and consistent with our understanding of the changes in the business. • Evaluated the ageing report/ workings shared by the Sabyasachi Calcutta LLP including assessing its completeness and the underlying management judgements and estimates made. Further, assessed on a sample basis whether the calculation of provision for obsolescence is in accordance with Sabyasachi Calcutta LLP's policy. • Verified appropriate approvals for specific obsolescence provisions and assessed their reasonableness on a sample basis. • Evaluated the adequacy of the disclosures made in the fit for consolidation financial statements.

Other Information

6. 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 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 will 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 and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of Management and Those Charged with Governance for the consolidated financial statements

7. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and consolidated changes in equity of the Group and its associate

in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and its associate company, the trustees of a trust and partners of a LLP, 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; 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 Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and its associate company, the trustees of a trust and partners of a LLP are responsible for assessing the ability of the Group and of its associate company 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 Group or to cease operations, or has no realistic alternative but to do so.

9. The respective Board of Directors of the companies included in the Group and its associate company, the trustees of a trust and partners of a LLP are responsible for overseeing the financial reporting process of the Group and of its associate company.

Auditor's responsibilities for the audit of the consolidated financial statements

10. 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 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.

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

    a) 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.

    b) 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 Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.

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

    d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate company 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 and its associate company to cease to continue as a going concern.

    e) 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.

    f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate company 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 such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

12. 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.

13. 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.

14. 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 of the current period 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.

Other Matter

15. The financial statements of 8 subsidiaries reflect total assets of ₹ 1,713.58 crores and net assets of ₹ 952.56 crores as at March 31, 2025, total revenue of ₹ 874.32 crores, total comprehensive income (comprising of loss and other comprehensive income) of ₹ (46.32 crores) and net cash outflows amounting to ₹ 16.32 crores for the year ended on that date, as considered in the consolidated financial statements. The financial statements of these subsidiaries have been audited by other auditors whose reports have been furnished to us by the Holding Company's Management/ other auditors, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries, is based on the reports of the other auditors and the procedures performed by us.

16. The consolidated financial statements also include the Group's share of total comprehensive income (comprising of loss and other comprehensive income) of ₹(17.88 crores) for the year ended March 31, 2025 as considered in the consolidated financial statements, in respect of an associate company whose financial information have not been audited by us. The financial information of this associate company are unaudited and have been furnished to us by the management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of this associate company and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid associate company, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the management, this financial information are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters mentioned in Paragraphs 15 and 16 above, with respect to our reliance on the work done and reports of the other auditors and the financial information certified by the management.

Report on Other Legal and Regulatory Requirements

17. As required by the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure B", a statement on the matters specified in paragraph 3(xxi) of CARO 2020.

18. 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 have been kept by the Group so far as it appears from our examination of those books and reports of the other auditors, except for the matters stated in paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended). Further, in the absence of sufficient appropriate audit evidence, we are unable to verify whether the backup of certain books and papers maintained in electronic mode has been maintained on a daily basis on servers physically located in India during the year.

(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 Flows dealt with by this Report are in agreement with the relevant books of account and records 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 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 18(b) above on reporting under Section 143(3)(b) and paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Rules.

(g) 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".

(h) 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 consolidated financial statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group. (Refer Note 45 to the consolidated financial statements)

ii. The Group was not required to recognise a provision as at March 31, 2025 under the applicable law or accounting standards, as it does not have any material foreseeable losses on long-term contracts. The Group has made a provision as required under the accounting standards for material foreseeable losses, if any, on derivative contracts as at March 31, 2025.

iii. During the year ended March 31, 2025, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, incorporated in India.

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 and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in Note 59(vi) to the consolidated financial statements, 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 ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 59(vi) to the consolidated financial statements).

(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 and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the Notes 59(vi) to the consolidated financial statements, no funds have been received by the Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 59(vi) to the consolidated financial statements).

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Holding Company and its subsidiaries have not declared or paid any dividend during the year.

vi. Based on our examination, which included test checks and that performed by the respective auditors of the subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below, the Group has used accounting software for maintaining books of account which have a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software. During the course of performing our procedures, other than the below mentioned instances where audit trail was not maintained and where the question of our commenting does not arise, we and the respective auditors of the above referred subsidiaries, did not notice any instance of the audit trail feature being tampered with:

a) In respect of 2 subsidiary companies (i.e. step-down subsidiary companies) incorporated in India, the feature of recording audit trail (edit log) facility was not available. Further, the audit trail was not maintained in the prior year and hence the question of our commenting on whether the audit trail was preserved by the subsidiary companies as per the statutory requirements for record retention does not arise.

b) In respect of the Holding company and 2 subsidiary companies (including 1 step down subsidiary) incorporated in India, accounting software has the feature of recording audit trail (edit log), except for modifications, if any, made by certain

users with specific access at the application level and for direct database changes. Accordingly, we are unable to comment whether the audit trail feature of the aforesaid software were enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature been tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Holding Company and such subsidiary companies, as per the statutory requirements for record retention.

c) In respect of the Holding company and 6 subsidiary companies (including 1 step down subsidiary) incorporated in India, certain accounting software are maintained by third party service providers and due to absence of or insufficient information in the service auditors' report related to audit trail, we are unable to comment whether the audit trail feature of the aforesaid software were enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of the audit trail feature been tampered with. Further, the audit trail was not maintained in the prior year and hence the question of our commenting on whether the audit trail was preserved by the Holding Company and such subsidiary companies as per the statutory requirements for record retention does not arise.

19. The Group has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration Number: 304026E/E-300009

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 25203637BMKSJN5092

Place: Mumbai
Date: May 23, 2025

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 18(g) of the Independent Auditor's Report of even date to the members of Aditya Birla Fashion and Retail Limited on the consolidated financial statements as of and for the year ended March 31, 2025

Report on the Internal Financial Controls with reference to consolidated financial statements under clause (i) of sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated financial statements of Aditya Birla Fashion and Retail Limited (hereinafter referred to as "the Holding Company") and its subsidiaries and an associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company, its subsidiaries and an associate company, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). 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

3. Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system 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.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation

of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to 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 financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company and its subsidiaries, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Holding Company and its subsidiaries considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matter

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to 5 subsidiaries, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Further our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to an associate company, which is a company incorporated in India, whose financial statements are unaudited and whose effectiveness of internal financial controls over financial reporting is based solely on the Management's certification provided to us. Our opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Group is not affected as the financial statements of the associate is not material to the Group. (Also refer paragraph 16 of our Report on the Audit of Consolidated Financial Statements)

   Our opinion is not modified in respect of this matter.

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration Number: 304026E/E-300009

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 25203637BMKSJN5092

Place: Mumbai
Date: May 23, 2025

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 15 of the Independent Auditors' Report of even date to the members of Aditya Birla Fashion and Retail Limited on the Consolidated Financial Statements for the year ended March 31, 2025

As required by paragraph 3(xxi) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the standalone financial statements of the respective companies included in the Consolidated Financial Statements of the Holding Company:

S. No.	Name of the Company	CIN	Relationship with the Holding Company	Date of the respective auditors' report	Paragraph number and comment in the respective CARO report reproduced below
1	Aditya Birla Fashion and Retail Limited	L18101MH2007PLC233901	Holding Company	May 23, 2025	i(c)
2	Indivinity Clothing Retail Private Limited	U18109HR2021PTC093323	Subsidiary	May 19, 2025	ix(d)
3	Styleverse Lifestyle Private Limited	U14101KA2023PTC174970	Step-down Subsidiary	May 09, 2025	vii(a)

For **Price Waterhouse & Co Chartered Accountants LLP**
Firm Registration Number: 304026E/E-300009

A. J. Shaikh
Partner
Membership Number: 203637
UDIN: 25203637BMKSJN5092

Place: Mumbai
Date: May 23, 2025

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2025

₹ in Crore

		Notes	As at March 31, 2025	As at March 31, 2024
ASSETS				
I	**Non-current assets**			
	(a) Property, plant and equipment	3a	**836.01**	1,337.46
	(b) Capital work-in-progress	3b	**181.01**	171.07
	(c) Right-of-use assets	4a	**2,991.88**	4,306.76
	(d) Investment property	4c	**3.61**	3.62
	(e) Goodwill	5	**2,670.67**	3,212.77
	(f) Other intangible assets	5	**2,915.20**	3,018.12
	(g) Intangible assets under development	5a	**0.21**	-
	(h) Financial assets			
	(i) Investment in Associate and Joint Venture	6a	**130.52**	83.09
	(ii) Other investments	6b	**24.37**	21.03
	(iii) Loans	7	**0.01**	0.45
	(iv) Security deposits	8	**336.76**	499.73
	(v) Other financial assets	9	**127.72**	323.10
	(i) Deferred tax assets	10	**245.53**	657.20
	(j) Non-current tax assets (net)		**19.04**	25.94
	(k) Other non-current assets	11	**96.00**	70.69
	Total - Non-current assets		**10,578.54**	13,731.03
II	**Current assets**			
	(a) Inventories	12	**2,454.39**	4,505.34
	(b) Financial assets			
	(i) Current investments	13	**1,594.21**	880.71
	(ii) Loans	14	**3.20**	10.55
	(iii) Security deposits	15	**89.44**	137.95
	(iv) Trade receivables	16	**373.44**	1,282.78
	(v) Cash and cash equivalents	17	**766.81**	454.03
	(vi) Bank balance other than Cash and cash equivalents	18	**6.25**	8.36
	(vii) Other financial assets	19	**21.07**	105.03
	(c) Other current assets	20	**752.15**	1,331.81
	Total - Current assets		**6,060.96**	8,716.56
	TOTAL - ASSETS		**16,639.50**	22,447.59

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2025

₹ in Crore

		Notes	As at March 31, 2025	As at March 31, 2024
EQUITY AND LIABILITIES				
I	**Equity**			
	(a) Equity share capital	21	**1,220.26**	1,015.01
	(b) Other equity	22	**5,591.91**	3,007.37
	Equity attributable to owners of the Company		**6,812.17**	4,022.38
	(c) Non-controlling interest	22	**1.12**	687.23
	Total - Equity		**6,813.29**	4,709.61
II	**Non-current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	23	**1,148.88**	2,511.56
	(ii) Lease liabilities	4b	**2,822.61**	4,087.66
	(iii) Deposits		**29.00**	280.16
	(iv) Other financial liabilities	24	**1,417.59**	1,446.77
	(b) Deferred tax liabilities	10	**399.87**	661.03
	(c) Provisions	25	**85.19**	73.95
	(d) Other non-current liabilities	26	**4.33**	27.56
	Total - Non-current liabilities		**5,907.47**	9,088.69
III	**Current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	27	**289.70**	1,693.62
	(ii) Lease liabilities	4b	**755.59**	1,158.56
	(iii) Trade payables			
	Total outstanding dues of micro enterprises and small enterprises	28	**209.31**	323.90
	Total outstanding dues of creditors other than micro enterprises and small enterprises	28	**2,032.98**	3,807.42
	(iv) Deposits		**14.73**	276.98
	(v) Other financial liabilities	29	**214.08**	374.38
	(b) Current tax liabilities (net)		**8.18**	3.21
	(c) Provisions	30	**81.75**	199.26
	(d) Other current liabilities	31	**312.42**	811.96
	Total - Current liabilities		**3,918.74**	8,649.29
	TOTAL - EQUITY AND LIABILITIES		**16,639.50**	22,447.59
Basis of preparation		2		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

		Notes	Year ended March 31, 2025	Year ended March 31, 2024
A	**Continuing Operations**			
I	Revenue from operations	32	**7,354.73**	6,441.49
II	Other income	33	**195.72**	137.71
III	**Total income (I + II)**		**7,550.45**	6,579.20
IV	**Expenses**			
	(a) Cost of materials consumed	34a	**522.82**	300.31
	(b) Purchase of stock-in-trade	34b	**2,756.13**	2,686.19
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	34c	**(101.88)**	107.14
	(d) Employee benefits expense	35	**1,142.22**	1,006.09
	(e) Finance costs	36	**567.39**	551.67
	(f) Depreciation and amortisation expense	37	**1,166.40**	1,016.89
	(g) Rent expense	44a & 4a	**205.15**	231.16
	(h) Other expenses	38	**2,153.87**	1,740.58
	Total expenses		**8,412.10**	7,640.03
V	**Profit/ (loss) before Share in Profit/(loss) of Joint Venture and Associate, Exceptional items and Tax from continuing operations (III - IV)**		**(861.65)**	(1,060.83)
VI	Exceptional items	38a	**161.15**	-
VII	**Profit/(Loss) before Share in Profit/ (Loss) of Associate and Joint Venture and tax from continuing operations (V + VI)**		**(700.50)**	(1,060.83)
VIII	Add: Share in Profit/ (loss) of Joint Venture and Associate		**(17.88)**	12.75
IX	**Profit/(Loss) before tax for the year from continuing operations (VII+ VIII)**		**(718.38)**	(1,048.08)
X	**Income tax expense**			
	(a) Current tax	39	**32.65**	35.11
	(b) Current tax relating to earlier years		**-**	0.09
	(c) Deferred tax charge/(credit)	39	**(126.86)**	(176.26)
			(94.21)	(141.06)
XI	**Net Profit/(Loss) for the year from continuing operations (IX - X)**		**(624.17)**	(907.02)
B	**Discontinued operations:**			
XII	Revenue from operations		**7,618.62**	7,554.37
XIII	Other income		**77.81**	99.87
XIV	Expenses		**7,367.13**	7,435.06
XV	Exceptional items	38a	**98.33**	-
XVI	**Profit/ (loss) before tax for the year from discontinued operations (XII + XIII - XIV - XV)**		**230.97**	219.18
XVII	Tax expense/ (credit) of discontinued operations		**62.62**	48.07
XVIII	**Net profit/ (loss) after tax for the year from discontinued operations (XVI - XVII)**		**168.35**	171.11
XIX	**Net profit/ (loss) after tax for the year from continuing and discontinued operations (XI + XVIII)**		**(455.82)**	(735.91)
XX	**Other comprehensive income from continuing operations**			
	Items that will not be reclassified to profit or loss			
	(a) Re-measurement gains/ (losses) on defined benefit plans		**(2.73)**	(1.39)
	Income tax effect on above		**0.83**	0.41
	(b) Fair value gains/ (losses) on equity instruments		**3.34**	3.62
	Income tax effect on above		**(0.84)**	(0.91)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

		Notes	Year ended March 31, 2025	Year ended March 31, 2024
	Items that will be reclassified to profit or loss			
	(a) Exchange differences on translation of foreign operations		**0.40**	0.29
	Income tax effect on above		**-**	-
	(b) Effective Portion of Cashflow Hedge		**(0.43)**	(0.12)
	Income tax effect on above		**0.15**	0.04
	Other comprehensive income from discontinuing operations			
	Items that will not be reclassified to profit or loss			
	(a) Re-measurement gains/ (losses) on defined benefit plans		**(4.37)**	(5.39)
	Income tax effect on above		**1.08**	1.35
XXI	**Other comprehensive income for the year from continuing and discontinued operations**		**(2.57)**	(2.10)
XXII	**Total comprehensive income for the year from continuing and discontinued operations (XIX+XXI)**		**(458.39)**	(738.01)
XXIII	**Profit/(Loss) attributable to**			
	- Owners of the Company		**(375.82)**	(628.02)
	- Non-controlling interest		**(80.00)**	(107.89)
			(455.82)	(735.91)
XXIV	**Other comprehensive income attributable to**			
	- Owners of the Company		**(2.45)**	(1.59)
	- Non-controlling interest		**(0.12)**	(0.51)
			(2.57)	(2.10)
XXV	**Total comprehensive income attributable to**			
	- Owners of the Company		**(378.27)**	(629.61)
	- Non-controlling interest		**(80.12)**	(108.40)
			(458.39)	(738.01)
XXVI	**Earnings per equity share [Nominal value of share ₹ 10 (March 31, 2024 : ₹ 10)]**	40		
	Earnings per share for continuing operations			
	(a) Basic (₹)		**(5.12)**	(8.29)
	(b) Diluted (₹)		**(5.12)**	(8.29)
	Earnings per share for discontinued operations			
	(a) Basic (₹)		**1.59**	1.77
	(b) Diluted (₹)		**1.59**	1.77
	Earnings per share for continuing and discontinued operations			
	(a) Basic (₹)		**(3.53)**	(6.52)
	(b) Diluted (₹)		**(3.53)**	(6.52)
Basis of preparation		2		

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

a. Equity share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	₹ in Crore	No. of shares	₹ in Crore
Equity shares of ₹ 10 each issued				
As at the beginning of the year	**1,01,52,15,146**	**1,015.22**	94,89,96,351	949.00
Issue of equity shares on preferential basis [Refer Note- 21(iii)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of equity shares to qualified institutional buyers [Refer Note- 21(vii)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note 21(v)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,04,66,450**	**1,220.47**	1,01,52,15,146	1,015.22

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	₹ in Crore	No. of shares	₹ in Crore
Equity shares of ₹ 10 each subscribed and fully paid				
As at the beginning of the year	**1,01,50,09,642**	**1,015.01**	94,87,90,847	948.79
Issue of equity shares on preferential basis [Refer Note- 21(iii)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of equity shares to qualified institutional buyers [Refer Note- 21(vii)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note 21(v)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,02,60,946**	**1,220.26**	1,01,50,09,642	1,015.01

b. Other equity

₹ in Crore

	Share application money pending allotment (Refer Note - 22)	Share suspense account (Refer Note - 22)	Reserves and surplus					Share warrants (Refer Note - 22)	Other equity	Other comprehensive income				Equity attributable to owners of the Company	Non-controlling interest (Refer Note-22)	Total other equity
			Securities premium (Refer Note - 22)	Retained earnings (Refer Note - 22)	Share options outstanding account (Refer Note - 22)	Treasury shares (Refer Note - 22)	Capital reserve (Refer Note - 22)			Remeasurement gains/ (losses) on defined benefit plans (Refer Note - 22)	Effective portion of cashflow hedge	Fair value gains/ (losses) on equity instruments (Refer Note - 22)	Foreign currency translation reserve (Refer Note-22)			
As at April 01, 2023	**0.01**	**0.02**	**3,408.05**	**(1,469.51)**	**67.36**	**(115.00)**	**22.70**	**475.00**	**-**	**0.75**	**0.25**	**4.78**	**0.09**	**2,394.50**	**2.71**	**2,397.21**
Loss for the year	-	-	-	(628.02)	-	-	-	-	-	-	-	-	-	(628.02)	(107.89)	(735.91)
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	(4.41)	(0.04)	2.71	0.15	(1.59)	(0.51)	(2.10)
Recognition of Share based payment expense	-	-	-	-	18.10	-	-	-	-	-	-	-	-	18.10	-	18.10
Preferential Issue of equity shares on conversion of warrants [Refer Note - 21(iii)]	-	-	1,375.65	-	-	-	-	-	-	-	-	-	-	1,375.65	-	1,375.65
Conversion of warrants (amount transferred to securities premium) [Refer Note - 21(iii)]	-	-	458.55	-	-	-	-	(475.00)	-	-	-	-	-	(16.45)	-	(16.45)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Share application money pending allotment (Refer Note - 22)	Share suspense account (Refer Note - 22)	Reserves and surplus					Share warrants (Refer Note - 22)	Other equity	Other comprehensive income				Equity attributable to owners of the Company	Non-controlling interest (Refer Note-22)	Total other equity
			Securities premium (Refer Note - 22)	Retained earnings (Refer Note - 22)	Share options outstanding account (Refer Note - 22)	Treasury shares (Refer Note - 22)	Capital reserve (Refer Note - 22)			Remeasurement gains/ (losses) on defined benefit plans (Refer Note - 22)	Effective portion of cashflow hedge	Fair value gains/ (losses) on equity instruments (Refer Note - 22)	Foreign currency translation reserve (Refer Note-22)			
Non-controlling interest recognised on April 01, 2023	-	-	-	-	-	-	-	-	-	-	-	-	-	-	724.08	724.08
Non-controlling interest recognised pursuant to business combinations during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-	846.60	846.60
Acquisition of NCI share	-	-	-	(7.59)	-	-	-	-	**(14.39)**	-	-	-	-	(21.98)	7.59	(14.39)
Difference between redemption amount of Put option liabilities and carrying amount of Non-controlling interest [Refer Note - 24]	-	-	-	(119.79)	-	-	-	-	-	-	-	-	-	(119.79)	119.79	-
Non-controlling interest derecognised on March 31, 2024	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(907.44)	(907.44)
Exercise price received pending allotment	0.03	-	-	-	-	-	-	-	-	-	-	-	-	0.03	-	0.03
Treasury shares issued/ (purchased) by ESOP Trust	-	-	-	-	-	3.69	-	-	-	-	-	-	-	3.69	-	3.69
Issue of shares upon exercise of options	-	-	9.23	-	(6.19)	-	0.19	-	-	-	-	-	-	3.23	2.30	5.53
As at March 31, 2024	**0.04**	**0.02**	**5,251.48**	**(2,224.91)**	**79.27**	**(111.31)**	**22.89**	**-**	**(14.39)**	**(3.66)**	**0.21**	**7.49**	**0.24**	**3,007.37**	**687.23**	**3,694.60**
As at April 01, 2024	**0.04**	**0.02**	**5,251.48**	**(2,224.91)**	**79.27**	**(111.31)**	**22.89**	**-**	**(14.39)**	**(3.66)**	**0.21**	**7.49**	**0.24**	**3,007.37**	**687.23**	**3,694.60**
Loss for the year	-	-	-	(375.82)	-	-	-	-	-	-	-	-	-	(375.82)	(80.00)	(455.82)
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	(5.01)	(0.14)	2.50	0.20	(2.45)	(0.12)	(2.57)
Recognition of Share based payment expenses	-	-	-	-	12.68	-	-	-	-	-	-	-	-	12.68	-	12.68
Additional contribution by Non-controlling shareholders	-	-	-	-	-	-	-	-	-	-	-	-	-	-	22.44	22.44
Issue of equity shares on preferential basis [Refer Note- 21(iii)]	-	-	2,258.97	-	-	-	-	-	-	-	-	-	-	2,258.97	-	2,258.97
Issue of equity shares to qualified institutional buyers [Refer Note - 21(vii)]	-	-	1,764.52	-	-	-	-	-	-	-	-	-	-	1,764.52	-	1,764.52
Share issue expenses on account of amalgamation	-	-	(12.53)	-	-	-	-	-	-	-	-	-	-	(12.53)	-	(12.53)
Equity shares issued to non-controlling shareholders upon amalgamation [Refer Note - 21(v)]	-	-	-	-	-	-	593.25	-	-	-	-	-	-	593.25	(648.99)	(55.74)

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Notes	Year ended March 31, 2025	Year ended March 31, 2024
Cash flows from operating activities			
Profit/(Loss) before tax from continuing operations		**(718.38)**	(1,048.08)
Profit/(Loss) before tax from discontinuing operations		**230.97**	219.18
Adjustments for:			
Depreciation, impairment and amortisation expense		**1,807.42**	1,655.23
Finance costs		**949.39**	876.61
Gain on termination of right-of-use assets (including exceptional items)		**(49.64)**	(50.07)
(Profit)/ Loss on sale of property, plant and equipment		**(1.18)**	4.48
Fair value changes in derivative financial instruments		**(21.90)**	-
Share-based payment expense		**50.74**	25.35
Interest income		**(16.89)**	(26.26)
Liabilities no longer required written back		**(6.64)**	(9.17)
Net gain on current investments (including on redemption)		**(60.40)**	(36.79)
Net unrealised exchange (gain)/ loss		**14.60**	13.20
Interest income from financial assets at amortised cost		**(87.73)**	(73.74)
Remeasurement of interest held in an erstwhile joint venture		**(161.15)**	-
Provision for doubtful debts, deposits and advances		**8.85**	12.17
Bad debts written off		**1.90**	2.37
Share of (profit)/ loss of joint venture and associate		**17.88**	(12.75)
Operating profit before working capital changes		**1,957.84**	1,551.73
Changes in working capital:			
(Increase)/ decrease in trade receivables		**(414.81)**	(174.42)
(Increase)/ decrease in inventories		**(38.79)**	230.86
(Increase)/ decrease in other assets		**(59.18)**	(133.03)
Increase/ (decrease) in trade payables		**231.38**	(62.35)
Increase/ (decrease) in provisions		**17.83**	(8.78)
Increase/ (decrease) in other liabilities		**(14.59)**	(19.53)
Cash generated from/ (used) in operations		**1,679.68**	1,384.48
Income taxes paid (net of refund)		**(35.85)**	(43.08)
Net cash flows from/ (used) in operating activities		**1,643.83**	1,341.40
Cash flows from investing activities			
Purchase of property, plant and equipment and intangible assets		**(634.77)**	(747.03)
Proceeds from sale of property, plant and equipment and intangible assets		**42.09**	5.90
Consideration paid for acquisition of subsidiaries		**(127.42)**	(1,608.51)
Purchase of equity investments		**-**	(6.82)
Investment in an associate		**(148.09)**	-
(Purchase)/ proceeds from sale or redemption of current investments (net)		**(758.99)**	(661.49)
Interest received		**15.49**	26.32
Net cash flows from/ (used) in investing activities		**(1,611.69)**	(2,991.63)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Share application money pending allotment (Refer Note - 22)	Share suspense account (Refer Note - 22)	Reserves and surplus				Other comprehensive income			Equity attributable to owners of the Company	Non-controlling interest (Refer Note-22)	Total other equity
			Securities premium (Refer Note - 22)	Retained earnings (Refer Note - 22)	Share options outstanding account (Refer Note - 22)	Treasury shares (Refer Note - 22)	Remeasurement gains/ (losses) on defined benefit plans (Refer Note - 22)	Effective portion of cashflow hedge	Fair value gains/ (losses) on equity instruments (Refer Note - 22)	Foreign currency translation reserve (Refer Note-22)		
Non-controlling interest recognised on April 01, 2024	-	-	-	-	-	-	-	-	-	-	907.44	907.44
Non-controlling interest recognised pursuant to business combinations during the year	-	-	-	-	-	-	-	-	-	-	213.04	213.04
Difference between redemption amount of Put option liabilities and carrying amount of Non-controlling interest [Refer Note - 24]	-	-	-	(278.69)	-	-	-	-	-	-	278.69	-
Non-controlling interest derecognised on March 31, 2025	-	-	-	-	-	-	-	-	-	-	(1,378.61)	(1,378.61)
Exercise price received pending allotment	0.27	-	-	-	-	-	-	-	-	0.27	-	0.27
Treasury shares issued/ (purchased) by ESOP Trust	-	-	-	-	-	7.15	-	-	-	7.15	-	7.15
Issue of shares upon exercise of options	-	-	9.04	-	(9.54)	-	-	-	-	2.40	-	2.40
Net asset transferred in accordance to scheme of arrangement [Refer Note - 41]	-	-	-	(1,343.72)	(41.49)	-	-	-	-	(1,385.21)	-	(1,385.21)
As at March 31, 2025	**0.31**	**0.02**	**9,271.48**	**(4,223.14)**	**40.92**	**(104.16)**	**(8.67)**	**0.07**	**9.99**	**0.44**	**5,591.91**	**1.12**	**5,593.03**

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Notes	Year ended March 31, 2025	Year ended March 31, 2024
Cash flows from financing activities			
Proceeds from issue of equity shares		**10.31**	7.30
Proceeds from issue of equity shares to qualified institutional buyers (net off share issue expenses)		**1,833.11**	-
Proceeds from Issue of equity shares on preferential basis (net off share issue expenses)		**2,339.41**	1,425.00
Proceeds from non-current borrowings (net off charges)		**882.90**	1,484.87
Repayment of non-current borrowings		**(2,061.48)**	(353.37)
Treasury shares issued/ (purchased) by ESOP Trust		**7.15**	3.69
Proceeds/ (repayments) from current borrowings (net)		**(637.22)**	655.82
Repayment of lease liabilities		**(1,130.03)**	(995.54)
Interest paid on lease liabilities		**(485.04)**	(433.38)
Interest paid on borrowings		**(425.41)**	(382.82)
Net cash flows from/ (used) in financing activities		**333.70**	1,411.57
Net increase/ (decrease) in cash and cash equivalents		**365.84**	(238.66)
Cash and cash equivalents at the beginning of the year		**454.03**	692.69
Cash transferred pursuant to Scheme of Arrangement		**(53.06)**	-
Cash and cash equivalents at the end of the year	17	**766.81**	454.03
Components of Cash and cash equivalents			
Balances with banks - on current accounts		**156.06**	383.60
Balances with banks - on deposit accounts (original maturity less than 3 months)		**581.04**	0.09
Balances with credit card companies		**10.74**	40.98
Balances with e-wallet companies		**2.61**	2.21
Cash on hand		**16.33**	22.01
Cheques/ drafts on hand		**0.03**	5.14
Total Cash and cash equivalents		**766.81**	454.03

The accompanying notes are an integral part of the consolidated financial statements.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

1. CORPORATE INFORMATION

Aditya Birla Fashion and Retail Limited ("the Company" or "the Holding Company"), a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its equity shares are listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) in India. The registered office of the Company is located at Piramal Agastya Corporate Park, Building 'A', 4th and 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400070.

The Company, its subsidiaries (together referred to as the "Group") and its associate are engaged in the business of manufacturing and retailing of branded apparels/accessories and runs a chain of apparels and accessories retail stores in India.

The consolidated financial statements, as reviewed and recommended by the Audit Committee, have been approved by the Board of Directors in their meeting held on May 23, 2025.

2. BASIS OF PREPARATION

2.1 Compliance with Ind AS and historical cost convention

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), read with Section 133 of the Companies Act, 2013 ("the Act") and presentation requirements of Division II of Schedule III of the Act and other relevant provisions of the Act as applicable. The consolidated financial statements have been prepared on accrual basis under the historical cost convention, except the following assets and liabilities, which have been measured at fair value as required by the relevant Ind AS:

- Certain financial assets and liabilities (refer accounting policy regarding financial instruments);
- Defined employee benefit plans;
- Share-based payment; and
- Derivative financial instruments.

2.2 Functional and Presentation Currency:

The functional currency of the Group, its subsidiaries and its associate is determined on the basis of the primary economic environment in which it operates. The financial statements are presented in Indian Rupee (₹) which is the functional currency of the Company. All amounts are rounded to two decimal places to the nearest Crore, unless otherwise stated. (₹ 1 Crore is equal to ₹ 10 Million)

2.3 Principles of consolidation

The consolidated financial statements (CFS) comprise the financial statements of the Company and its Subsidiaries and an Associate. Subsidiaries are entities controlled by the Group. The CFS of the Group have been prepared in accordance with the Indian Accounting Standards on "Consolidated Financial Statements" (Ind AS 110) and "Investment in Associates and Joint Ventures" (Ind AS 28) notified under Section 133 of the Companies Act, 2013. The Group controls an investee only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)

- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31. When the end of the reporting period of the parent is different from that of a subsidiary and associate, the subsidiary and associate prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent to enable the parent to consolidate the financial information of the subsidiary and associate, unless it is impracticable to do so.

Consolidation procedures for subsidiaries:

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of Other Comprehensive Income (OCI) are attributed to the equity holders of the Parent of the Group and to the non- controlling interests, even if this results in the non- controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the

consideration paid or received is recognised directly in equity and attributed to owners of the Company.

Equity Accounted Investees:

A associate is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the associate. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in a associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

The Consolidated Statement of Profit and Loss reflects the Group's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains resulting from the transaction between the Group and associate are eliminated to the extent of the interest in the associate, and deferred tax is made on the same.

When the Group's share of losses of associate equals or exceeds its interest in that associate (which includes any long-term interest that, in substance, forms part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligation or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of the associate is shown on the face of the Consolidated Statement of Profit and Loss separately.

The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'Share of profit of a associate' in the Consolidated Statement of Profit and Loss.

Upon loss of joint control over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of joint control and the fair value of the retained investment and proceeds from disposal is recognised in the Consolidated Statement of Profit and Loss.

2.4 Current versus non-current classification

The Group presents assets and liabilities in the Consolidated Balance Sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current

A liability is treated as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

2.5 Critical Accounting Judgments, Estimates And Assumptions

The preparation of the Group's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Estimates and assumptions are reviewed on periodic basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised.

The key assumptions concerning the future and other key sources of estimation, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities, within the next financial year, are described below. The Group's assumptions and estimates are based on parameters available at the time of preparation of financial statements. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(a) Impairment of non-financial assets including Goodwill

Impairment exists when the carrying value of an asset or Cash-Generating Unit (CGU) exceeds its recoverable amount, which is higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing off the asset. The value in use calculation is based on Discounted Cash Flow (DCF) model. The cash flows are derived from the budget for the next three years and next 2 years have been extrapolated to demonstrate the tapering of growth rate for computation of perpetual cash flows. These cashflows are considered as a base to arrive at the value of perpetuity. The budget do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill recognised by the Group. The key assumptions used to determine the value in use for the different CGUs, are disclosed and further explained in Note – 5b.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(b) Share-based payment

The Group uses the most appropriate valuation model depending on the terms and conditions of the grant, including the expected life of the share option, volatility and dividend yield. For cash-settled transactions, the liability needs to be remeasured at the end of each reporting period upto the date of settlement, with any changes in fair value recognised in the Consolidated Statement of Profit and Loss. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note - 43.

(c) Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

As at March 31, 2025, the Group has ₹ 2,170.11 Crore (March 31, 2024: ₹ 2,311.90 Crore) of tax losses carried forward as per income tax records to the extent which Deferred tax Asset has been created in books. These losses pertain to unabsorbed business loss as at March 31, 2025 of ₹ 1,260.78 Crore (March 31, 2024 of ₹ 934.95 Crore) which has an expiry of eight years and unabsorbed depreciation loss as at March 31, 2025 of ₹ 909.34 Crore (March 31, 2024 of ₹ 1,376.95 Crore) which do not have any expiry period. Further details on taxes are disclosed in Notes - 10 and 39.

(d) Provision on inventories

The Group has defined policy for provision on inventory for each of its business by differentiating the inventory into core and non-core (fashion) and sub-categorised into finished goods and raw materials. The Group provides provision based on policy, past experience, current trend and future expectations of these materials depending on the category of goods.

(e) Provision for discount and sales return

The Group provides for discount and sales return based on season wise, brand wise and channel wise trend of previous years. The Group reviews the trend at regular intervals to ensure the applicability of the same in the changing scenario, and based on the management's assessment of market conditions.

(f) Leases

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain to exercise the option to renew or terminate the lease. It considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

(g) Valuation of Non - controlling interest Put Option

The fair value of financial liability (put option) arising from acquisition agreements, has been determined at present value of consideration payable, using appropriate valuation model. The probability of the estimate within the range can be reasonably assessed and are used in the management's estimates of fair value of the put option. Such valuation includes assumptions such as discount rate, future cashflow and EBITDA estimates. Such assumptions are reviewed at each reporting date.

(h) Common control business acquisition

Acquisition of business under common control has been accounted in accordance with "Pooling of interest method", as specified below:

(a) All assets and liabilities acquired are stated at their carrying values as appearing in the financial statements of de-merged company

(b) Shares held by the de-merged company in the Company shall be cancelled

(c) Difference between the carrying amounts of assets and liabilities acquired, face value of the shares cancelled as referred to in (b) above and the amount recorded as share-capital issued to the shareholders of the de-merged company shall be transferred to capital reserve; and

(d) Financial information relating to the acquired business has been accounted from the beginning of the financial year, as if the acquisition had occurred from that date.

(i) Accounting Treatment for Demerger

Management has accounted for the demerger in accordance with the accounting treatment specified in the sanctioned Scheme as a common control transaction where assets and liabilities have been transferred to Resulting Company at their respective book values. Management has evaluated that Promoter along with other promoter group companies (Promoters) have de-facto control over the MFL division, both before and after the demerger, on account of the following factors:

(a) Total cumulative shareholding Promoters relative to the size and dispersion of holding of other shareholders

(b) There are no potential voting rights other than the equity shares. None of the other shareholders have any contractual or legal veto rights. Further, there has not been any instance of any resolutions being vetoed by other shareholders.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Basis above, demerger of the MFL division has been accounted as a common control transaction and assets and liabilities have been transferred to Resulting Company at their respective book values after the sanction of scheme by the NCLT.

(j) Going concern

Management has considered the cash and cash equivalents and current investments at March 31, 2025, committed undrawn borrowing facilities available and also evaluated the future cash flow projections for a period of 12 months from the balance sheet date. Based on the said assessment, the management believes that there is no material uncertainty with respect to any events or conditions that may cast a significant doubt on the Group's ability to continue as a going concern, hence the consolidated financial statements have been prepared on a going concern basis.

2.6 a) Standards issued but not yet effective:

The Ministry of Corporate Affairs has vide notification dated May 7, 2025 notified Companies (Indian Accounting Standards) Amendment Rules, 2025 (the 'Rules') which amended the following accounting standards. a) Ind AS 21, "The Effects of Changes in Foreign Exchange Rates b) Ind AS 101, First-time Adoption of Indian Accounting Standards. These amendments are effective from April 01, 2025. The above amendments are not likely to have any material impact on the financial statements of the Company.

b) New and amended standards adopted by the Company:

The 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. During the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance Contracts and amendments to Ind As 116 – Leases, relating to sale and lease back transactions, applicable from April 1, 2024. The Company has assessed that there is no significant impact on its financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 3a
PROPERTY, PLANT AND EQUIPMENT

Accounting Policy

Freehold land is carried at historical cost. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Property, plant and equipment is stated at cost net of accumulated depreciation and accumulated impairment losses, if any.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is calculated on a straight-line basis over the useful life of the asset estimated by the management. Depreciation on additions is provided on a pro rata basis from the month of installation or acquisition. Depreciation on deletions/ disposals is provided on a pro rata basis upto the month preceding the month of deletions/ disposals. The management believes that the estimated useful lives below reflect fair approximation of the period over which the assets are likely to be used.

(a) Assets where useful life is same as Schedule II

Assets	Class of Assets	Useful life as prescribed by Schedule II of the Companies Act, 2013
Factory buildings	Freehold buildings	30 years
Fences, wells, tube wells	Freehold building	5 years
Borewells (pipes, tubes and other fittings)	Freehold building	5 years
Plant and machinery (other than retail stores)	Plant and equipment	15 years
Other office equipment	Office equipment	5 years
Electrical installations and equipment (at factory)	Plant and equipment	10 years

(b) Assets where useful life differ from Schedule II

Assets	Class of Assets	Useful life as prescribed by Schedule II of the Companies Act, 2013	Estimated useful life
Other than continuous process plant (single shift)	Plant and equipment	15 years	20 years
Plant and machinery – retail stores	Plant and equipment	15 years	4 – 6 years
Furniture and fittings – retail stores	Furniture and fixtures	10 years	5 – 6 years
Furniture and fittings – shop in shop stores	Furniture and fixtures	10 years	3 years

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Assets	Class of Assets	Useful life as prescribed by Schedule II of the Companies Act, 2013	Estimated useful life
Motorcycles, scooters and other mopeds	Vehicles	10 years	5 years
Motor buses, motor lorries and motor cars other than those used in a business of running them on hire	Vehicles	6 years for motor cars and 8 years for motor buses and motor lorries	4 – 5 years
Servers, end user devices, such as desktops, laptops, etc.	Computers	3 years for end user devices and 6 years for servers	3 - 4 years
Furniture and fittings (other than retail stores)	Furniture and fixtures	10 years	5 - 7 years
Office electrical equipment	Office equipment	5 years	4 - 7 years
Air conditioner (Other than retail stores)	Office equipment	5 years	15 years
Electrically operated vehicles including battery powered or fuel cell powered vehicles	Vehicles	8 years	4 - 5 years

Useful life of assets different from that prescribed in Schedule II has been estimated by the management, supported by technical assessment.

Leasehold assets

Assets	Estimated useful life
Leasehold improvements at stores	Lease term or management's estimate of useful life, whichever is shorter
Leasehold improvements other than stores	

See note 53 for other accounting policies relevant to property, plant and equipment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

PROPERTY, PLANT AND EQUIPMENT

₹ in Crore

	Freehold land	Freehold buildings	Plant and equipment	Leasehold improvements	Computers	Furniture and fixtures	Office equipment	Vehicles	Total
Cost									
As at April 01, 2023	5.92	43.89	301.76	556.95	180.07	741.65	191.99	19.33	**2,041.56**
Additions	-	22.65	67.71	166.30	36.73	269.25	47.39	28.68	**638.71**
Addition pursuant to business combination (Refer Note - 46)	-	-	1.47	39.35	2.11	19.01	8.16	1.14	**71.24**
Disposals	-	-	38.08	44.61	20.29	158.46	11.72	4.54	**277.70**
As at March 31, 2024	**5.92**	**66.54**	**332.86**	**717.99**	**198.62**	**871.45**	**235.82**	**44.61**	**2,473.81**
Additions	0.26	44.41	77.05	123.37	35.38	185.75	35.92	27.36	**529.50**
Addition pursuant to business combination (Refer Note - 46)	-	-	3.68	5.67	1.34	6.73	8.56	1.85	**27.83**
Adjustments#	-	-	73.39	14.32	7.78	260.08	(56.58)	0.28	**299.27**
Disposals	-	-	39.64	82.58	38.57	94.70	14.81	6.87	**277.17**
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	6.18	110.91	383.83	233.32	57.97	321.91	36.39	41.05	**1,191.56**
As at March 31, 2025	**-**	**0.04**	**63.51**	**545.45**	**146.58**	**907.40**	**172.52**	**26.18**	**1,861.68**
Depreciation									
As at April 01, 2023	-	8.82	140.28	257.25	107.96	426.87	86.11	5.14	**1,032.43**
Depreciation for the year (Refer Note - 37)	-	1.53	28.30	112.04	33.07	151.48	27.89	7.56	**361.87**
Disposals	-	-	34.94	38.04	20.00	152.66	9.17	3.14	**257.95**
As at March 31, 2024	**-**	**10.35**	**133.64**	**331.25**	**121.03**	**425.69**	**104.83**	**9.56**	**1,136.35**
Depreciation for the year (Refer Note - 37)	-	2.07	23.39	108.08	33.97	138.12	30.96	10.61	**347.19**
Adjustments#	-	-	45.68	21.69	9.33	236.45	(14.29)	0.41	**299.27**
Disposals	-	-	37.65	67.34	35.65	84.48	11.80	3.53	**240.45**
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	-	12.42	147.94	118.06	22.85	189.08	17.62	8.73	**516.69**
As at March 31, 2025	**-**	**-**	**17.12**	**275.62**	**105.83**	**526.70**	**92.08**	**8.32**	**1,025.67**
Net carrying value as at:									
March 31, 2025	**-**	**0.04**	**46.39**	**269.83**	**40.75**	**380.70**	**80.44**	**17.86**	**836.01**
March 31, 2024	**5.92**	**56.19**	**199.22**	**386.74**	**77.59**	**445.76**	**130.99**	**35.05**	**1,337.46**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Net carrying value

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Property, plant and equipment	**836.01**	1,337.46
Total	**836.01**	1,337.46

Represents adjustments on account of deletions to property plant and equipment, post the date of transition to Ind AS, which were recorded by considering their cost of acquisition and accumulated depreciation since the date of capitalisation. The assets which were sold / discarded were recorded at their deemed cost by the Company on the date of transition to Ind AS. The adjustment did not have any impact on the net carrying value of the property, plant and equipment.

NOTE: 3b
CAPITAL WORK-IN-PROGRESS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Capital work-in-progress	**181.01**	171.07
Total	**181.01**	171.07

Ageing of Capital work-in-progress as on March 31, 2025 ₹ in Crore

Capital work-in-progress	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) Projects in progress	**137.26**	**43.75**	**-**	**-**	**181.01**
(ii) Projects temporarily suspended	**-**	**-**	**-**	**-**	**-**

Ageing of Capital work-in-progress as on March 31, 2024 ₹ in Crore

Capital work-in-progress	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) Projects in progress	170.05	1.02	-	-	171.07
(ii) Projects temporarily suspended	-	-	-	-	-

There are no projects as on the reporting periods where costs have been exceeded cost as compared to its original plan or where completion is overdue.

NOTE: 4
RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Accounting Policy

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assess whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- The Group has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use; and

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

- The Group has the right to direct the use of the asset. The Group has the right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, either the Group has the right to operate the asset; or the Group designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

Where the Group is the lessee

Right-of-use assets

The Group recognises a right-of-use asset and a lease liability at the lease commencement date except for short-term leases which are less than 12 months and leases of low value assets. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability plus any initial direct costs incurred less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the lease commencement date to the end of the lease term. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The estimated useful lives of right-of-use assets are determined on the same basis as property, plant and equipment owned by the Company. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, adjusted for certain remeasurements of the lease liability.

Lease liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise of fixed payments, including in-substance fixed payments. The lease liabilities are measured at amortised cost using the effective interest method.

In addition, the carrying amount of lease liabilities is re-measured if there is a modification arising due to change in the lease term, change in the lease payments or a change in the assessment of an option to purchase the underlying asset. When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero and there is a further reduction in movement of the lease liability.

The Group presents right-of-use assets that do not meet the definition of investment property, and lease liabilities, separately in the Consolidated Balance Sheet.

Short-term leases and leases of low value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Where the Group is the lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset is classified as an operating lease. Assets subject to operating leases are included in the property, plant and equipment. Rental income on an operating lease is recognised in the Consolidated Statement of Profit and Loss on a straight-line basis over the lease term. Costs, including depreciation, are recognised as an expense in the Consolidated Statement of Profit and Loss.

(A) RIGHT-OF-USE ASSETS

₹ in Crore

	Land	Buildings	Plant and equipment	Computers	Furniture and fixtures	Office equipment	Total
Cost							
As at April 01, 2023	**11.60**	**6,042.82**	**21.33**	**3.90**	**106.09**	**6.58**	**6,192.32**
Additions	-	1,672.22	-	-	5.46	-	**1,677.68**
Addition pursuant to business combination (Refer Note - 46)	-	494.38	-	-	-	-	**494.38**
Termination	-	738.03	-	-	-	0.16	**738.19**
As at March 31, 2024	**11.60**	**7,471.39**	**21.33**	**3.90**	**111.55**	**6.42**	**7,626.19**
Additions	-	1,737.51	-	-	8.51	-	**1,746.02**
Addition pursuant to business combination (Refer Note - 46)	-	46.37	-	-	-	-	**46.37**
Termination	-	863.27	-	-	1.07	-	**864.34**
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	11.33	2,741.11	15.60	-	89.47	3.49	**2,861.00**
As at March 31, 2025	**0.27**	**5,650.89**	**5.73**	**3.90**	**29.52**	**2.93**	**5,693.24**
Depreciation							
As at April 01, 2023	**0.79**	**2,505.02**	**10.11**	**1.60**	**48.99**	**2.37**	**2,568.88**
Depreciation for the year (Refer Note - 37)#	0.16	1,148.51	4.28	0.79	22.57	1.28	**1,177.59**
Termination	-	427.04	-	-	-	-	**427.04**
As at March 31, 2024	**0.95**	**3,226.49**	**14.39**	**2.39**	**71.56**	**3.65**	**3,319.43**
Depreciation for the year (Refer Note - 37)#	0.14	1,187.61	3.91	1.00	19.96	1.29	**1,213.90**
Termination	-	593.52	-	-	0.21	-	**593.73**
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	1.09	1,151.70	13.17	-	69.81	2.48	**1,238.24**
As at March 31, 2025	**-**	**2,668.88**	**5.13**	**3.39**	**21.50**	**2.46**	**2,701.36**
Net carrying value as at:							
As at March 31, 2025	**0.27**	**2,982.01**	**0.60**	**0.51**	**8.02**	**0.47**	**2,991.88**
As at March 31, 2024	**10.65**	**4,244.90**	**6.94**	**1.51**	**39.99**	**2.77**	**4,306.76**

Depreciation for the year excludes ₹ 16.11 Crore (March 31, 2024: ₹ 11.97 Crore) which has been transferred to Capital work-in progress for property under construction.

Net carrying value

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Right-of-use assets	**2,991.88**	4,306.76
Total	**2,991.88**	4,306.76

(b) Lease liabilities

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening balance	**5,246.22**	4,267.34
Additions	**1,770.43**	1,756.21
Additions pursuant to business combination	**49.88**	554.04
Retirements/ Terminations	**(321.33)**	(377.58)
Interest expense on lease liabilities#	**504.32**	445.96
Lease Payments	**(1,691.06)**	(1,399.75)
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	**(1,980.26)**	-
Closing balance	**3,578.20**	5,246.22

Note - Lease liabilities Includes liabilties for net investment in sub-lease amounting to ₹ 116.79 Crore (March 31, 2024: ₹ 397.45 Crore)

Interest expense on lease liabilities excludes of ₹ 19.27 crore (March 31, 2024: ₹ 12.58 Crore) which has been transferred to Capital work-in progress for property under construction.

Current	**755.59**	1,158.56
Non-current	**2,822.61**	4,087.66

For maturity analysis of lease liabilities, refer Note - 44a.

(c) INVESTMENT PROPERTY

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Freehold Land and Structure	**3.61**	3.62
Total	**3.61**	3.62
Fair value of investment property	**11.32**	**10.08**

a) Fair value has been arrived from the valuation report receiving from the registered valuer and the valuation has been done by cost approach which includes Comparable Sales Method for Land Component and Depreciated Replacement Cost Method for the Structures. The fair value of the investment property of Sabyasaachi (subsidiary of the company) ₹ 9.62 crore as on March 31, 2025 (March 31, 2024: ₹ 8.36 crore)

b) The fair value of investment property have been determined by a independent valuer, who is registered valuer as defined under rule 2 of Companies (Registered Valuer and Valuation) rules 2017, the fair value of the investment property is determined using Sales Comparison Method/Market Survey Method under Market approach. The fair value of the investment property of ABDFVL (wholly owned subsidiary of the Company) is ₹ 1.70 crore as on March 31, 2025 (March 31, 2024: ₹ 1.72 crore).

Estimation of fair value: The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the Group considers information from a variety of sources including current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences.

NOTE: 5
GOODWILL AND OTHER INTANGIBLE ASSETS

Accounting Policy

Intangible assets are stated at cost less accumulated amortisation and impairment.

Amortisation methods and periods

A summary of amortisation policies applied to the Group's intangible assets is as below:

Intangible assets	Useful life	Amortisation method used
Computer software	3 - 4 years	Amortised on straight-line basis
Brands/ trademarks	10 -30 years	Amortised on straight-line basis, except where the Brand/Trademark is considered to have indefinite life
Technical knowhow	10 years	Amortised on straight-line basis
Franchisee rights	20 years	Amortised on straight-line basis over the period of franchise agreement
Non-Compete	7 years	Amortised on straight-line basis

See note 53 for other accounting policies relevant to Intangible Assets

							₹ in Crore
	Goodwill	**Brands/ Trademarks**	**Computer software**	**Technical know-how**	**Franchisee rights**	**Non-Compete right**	**Total**
Cost							
As at April 01, 2023	**2,329.70**	**900.68**	**114.63**	**1.84**	**549.15**	**3.00**	**3,899.00**
Additions	-	2.59	90.70	-	43.53	-	**136.82**
Addition pursuant to business combination (Refer Note - 46)	883.07	1,614.00	1.60	-	-	-	**2,498.67**
Disposals	-	-	0.91	-	-	-	**0.91**
As at March 31, 2024	**3,212.77**	**2,517.27**	**206.02**	**1.84**	**592.68**	**3.00**	**6,533.58**
Additions	-	6.64	63.94	23.69	-	-	**94.27**
Addition/Adjustment pursuant to business combination (Refer Note - 46)	149.95	505.00	0.56	-	-	-	**655.51**
Adjustments#	-	-	4.57	-	-	-	**4.57**
Disposals	-	1.63	28.02	-	33.81	-	**63.46**
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	692.05	13.75	108.24	6.36	528.56	-	**1,348.96**
As at March 31, 2025	**2,670.67**	**3,013.53**	**138.83**	**19.17**	**30.31**	**3.00**	**5,875.51**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Goodwill	Brands/ Trademarks	Computer software	Technical know-how	Franchisee rights	Non-Compete right	Total
Amortisation							
As at April 01, 2023	-	**50.09**	**95.87**	**1.48**	**28.11**	**0.29**	**175.84**
Amortisation for the year (Refer Note - 37)	-	61.27	33.03	-	33.44	-	**127.74**
Disposals	-	-	0.89	-	-	-	**0.89**
As at March 31, 2024	**-**	**111.36**	**128.01**	**1.48**	**61.55**	**0.29**	**302.69**
As at April 1, 2024							
Amortisation for the year (Refer Note - 37)	-	109.17	41.09	0.63	28.73	-	**179.61**
Impairment	64.38	-	-	-	18.44	-	**82.82**
Adjustments#	-	-	4.57	-	-	-	**4.57**
Disposals	-	-	27.33	-	33.81	-	**61.14**
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	64.38	7.57	76.86	0.27	69.84	-	**218.91**
As at March 31, 2025	**-**	**212.96**	**69.48**	**1.84**	**5.07**	**0.29**	**289.64**
Net carrying value as at:							
March 31, 2025	**2,670.67**	**2,800.57**	**69.35**	**17.33**	**25.24**	**2.71**	**5,585.87**
March 31, 2024	**3,212.77**	**2,405.91**	**78.01**	**0.36**	**531.13**	**2.71**	**6,230.89**

Net carrying value

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Goodwill	**2,670.67**	3,212.77
Other intangible assets	**2,915.20**	3,018.12
Total	**5,585.87**	6,230.89

Represents adjustments on account of deletions to intangible assets, post the date of transition to Ind AS, which were recorded by considering their cost of acquisition and accumulated amortisation since the date of capitalisation. The assets which were sold / discarded were recorded at their deemed cost by the Company on the date of transition to Ind AS. The adjustment did not have any impact on the net carrying value of the intangible assets.

NOTE: 5
(a) INTANGIBLE ASSETS UNDER DEVELOPMENT

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Intangible assets under development	**0.21**	-
Total	**0.21**	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

INTANGIBLE ASSETS UNDER DEVELOPMENT

Ageing of Intangible assets under development as on March 31, 2025

₹ in Crore

Intangible assets under development	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) Projects in progress	**0.21**	**-**	**-**	**-**	**0.21**
(ii) Projects temporarily suspended	-	-	-	-	-

Ageing of Intangible assets under development as on March 31, 2024

₹ in Crore

Intangible assets under development	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) Projects in progress	-	-	-	-	-
(ii) Projects temporarily suspended	-	-	-	-	-

NOTE: 5
(b) IMPAIRMENT TESTING OF GOODWILL

Goodwill acquired through various business combinations have been allocated to the ten Cash-Generating Units (CGUs) as below:

1. Pantaloons CGU
2. Madura Fashion & Lifestyle CGU
3. Forever 21 CGU
4. Jaypore CGU
5. Finesse CGU
6. Sabyasachi CGU
7. House of Masaba CGU
8. TMRW CGU
9. TCNS CGU
10. GFPL CGU

Pantaloons CGU

During the year ended March 31, 2013, the Company acquired Pantaloons format business ('Pantaloons business') from Future Retail Limited ("FRL"), which consisted of fashion retail business operating under the brand name "Pantaloons". Pantaloons is a leading large format fashion retailer engaged in retailing of apparel and accessories. The business thus acquired is Pantaloons CGU.

Madura Fashion & Lifestyle CGU

Madura Undertaking is a leading premium branded apparel player in India with brands like Louis Philippe, Van Heusen, Allen Solly and Peter England and having licences to retail various international brands like Reebok, American Eagle and Simon Carter. The Madura Garments division is invloved in manufacturing of garments. As per Scheme of Arrangement, Madura Fashion & Lifestyle business which includes the goodwill has been transferred to Aditya Birla Lifestlye Brands Limited on March 27, 2025.

Forever 21 CGU

Effective July 01, 2016, the Company acquired exclusive franchise rights for the Indian market of Forever 21 business comprising of operating retail stores in India for the sale of clothing, artificial jewellery, accessories and related merchandise under the brand name "Forever 21" ("F21"), and is considered as a separate CGU. At September 30, 2024, management has restructured the operations of Forever 21 CGU and re-estimated the recoverable amount of the Forever 21 CGU, using the value-in-use (VIU) method. On the basis of evaluation, management has recognised an impairment provision of ₹ 64.38 crores during the year. As per the Scheme of Arrangement, Forever 21 CGU been transferred to Aditya Birla Lifestlye Brands Limited on March 27, 2025.

Jaypore CGU

Effective July 02, 2019, the Company entered in a Share Purchase Agreement(s) with Jaypore E-Commerce Private Limited ("Jaypore") and TG Apparel & Decor Private Limited ("TG Apparel") which sells ethnic fashion merchandise under its own brand ""Jaypore"" and of other third-party brands through stores and on-line channels. Consequent to the above, Jaypore, Jaypore Inc., USA (an overseas wholly-owned subsidiary of Jaypore) and TG Apparel become wholly-owned subsidiaries of the Company. These Companies together are considered as a separate CGU ""Jaypore CGU"". Jaypore Inc., USA, an overseas wholly-owned subsidiary of Jaypore was dissolved on September 21, 2020.

Finesse CGU

Effective July 26, 2019, the Company entered into a strategic partnership with India's leading designers "Shantanu & Nikhil" by way of acquisition of 51% stake in 'Finesse International Design Private Limited' ("Finesse"), which is primarily engaged in the business of occasional and ceremonial contemporary apparel for men and women under the brand name 'Shantanu & Nikhil'. Finesse became the subsidiary of the Company and is considered as a separate CGU "Finesse CGU".

Sabyasachi CGU

Effective February 24, 2021, the Company entered into Agreement with Sabyasachi Calcutta LLP [formerly M/s. Sabyasachi Couture, a partnership firm ("Sabyasachi") with a profit share of 51% to the Company, which is engaged in the business of manufacturing, distribution and sale of designer apparel, accessories and jewellery under its own brand 'Sabyasachi' (the "Brand" or "Brand – 'Sabyasachi'"). Sabyasachi is India's largest and most influential luxury designer brands with strong Indian roots and global appeal. The Brand straddles categories such as apparel, accessories and jewellery and has a strong franchisee network in India, US, UK, and the Middle East. Considering the terms of the Agreement, Sabyasachi Calcutta LLP became the subsidiary of the Company and is considered as a separate CGU "Sabyasachi CGU".

House of Masaba CGU

On January 14, 2022, the Board of Directors approved the acquisition of 52.44% stake in House of Masaba Lifestyle Private Limited ("HMLPL") by way of entering into a Binding Term Sheet subject to signing of definitive agreements, completion of closing conditions precedent to be set out in the definitive agreements and statutory approvals, if any. On June 01, 2022, post completion of closing conditions

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

precedent to be set out in the definitive agreements and statutory approvals, HMLPL became a subsidiary of the Company and is considered as a separate CGU "HMLPL CGU".

TMRW

On February 4, 2022, the Board approved to set up a new subsidiary, for foraying into the Direct to Consumer ("D2C') business towards building a portfolio of distinct, new-age, digital brands across categories in fashion, beauty and other allied lifestyle segments. The D2C portfolio will be built through organic and inorganic means. Thus, w.e.f. April 11, 2022 Aditya Birla Digital Fashion Ventures Limited ("ABDFVL" or "TMRW") a wholly owned subsidiary of the Company was set up to carry on the "D2C" business. TMRW includes the following CGUs/ businesses for which goodwill impairment evaluation is performed separately, Awesome Fab Shopping Pvt Ltd, Imperial Online Services Private Limited, Pratyaya E-Commerce Pvt Ltd, NautiNati, Bewakoof Brands Private Limited and Styleverse lifesyle private Limited form part of ABDFVL CGU.

TCNS CGU

ABFRL acquired TCNS Clothing Co. Ltd. ('TCNS') on September 26, 2023. TCNS owns 'W', 'Aurelia', 'Elleven' and 'Wishful'. TCNS has retail stores across the country selling women's branded apparel. TCNS is considered as separate CGU for the purpose of goodwill impairment evaluation.

GFPL CGU

During the year, the Group has raised its shareholding in GFPL, from 33.5% to 51%, through secondary acquisition of 17.5% equity stake for an aggregate amount of ~₹127.42 crore from the existing shareholders of GFPL. Accordingly, GFPL became a subsidiary of the Company with effect from July 11, 2024. GFPL is considered as a separate CGU i.e., "GFPL CGU".

Carrying amounts of Goodwill allocated to each of the CGUs are as below:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Pantaloons CGU	**1,167.55**	1,167.55
Madura Fashion & Lifestyle CGU*	**NA**	627.67
Forever 21 CGU*	**NA**	64.38
Jaypore CGU	**88.44**	88.44
Finesse CGU	**35.02**	35.02
Sabyasachi CGU	**226.14**	226.14
House of Masaba CGU	**45.24**	45.24
TMRW CGU		
Awesome Fab Shopping Private Limited	**7.48**	7.48
Imperial Online Services Private Limited	**6.82**	6.82
Pratyaya E-Commerce Private Limited	**3.64**	3.64

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
NautiNati	**4.35**	4.35
Bewakoof Brands Private Limited	**72.47**	72.47
Styleverse lifesyle private Limited	**36.84**	36.40
TCNS CGU	**827.17**	827.17
GFPL CGU	**149.51**	-
Total	**2,670.67**	3,212.77

* Madura Fashion & Lifestyle CGU and Forever 21 CGU transferred pursuant to Scheme of Arrangement

Disclosures with respect to Goodwill allocated to the CGUs

Value in use calculation of CGUs

The recoverable amount of the CGUs as at March 31, 2025, has been determined based on value in use using cash flow projections from financial budgets approved by senior management covering a three years period ended March 31, 2028 and cash flow projections for financial years 2029 and 2030 has been extrapolated to demonstrate the tapering of growth rate for computation of perpetual cash flows. The Group has considered a terminal growth rate of 5% to arrive at the value in use to perpetuity beyond March 31, 2030. The post-tax discount rate is applied to discounted cash flow projections. It is concluded that the carrying value of goodwill does not exceed the value in use except Forever 21 CGU. As a result of this analysis, the management did not identify impairment for these CGUs except Forever 21 CGU.

Key assumptions used for value in use calculations

Discount rates:

Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation of each CGU is derived from its Weighted Average Cost of Capital (WACC). The WACC takes into account both cost of debt and equity. The cost of equity is derived from the expected return on investment. The cost of debt is based on the interest-bearing borrowings of the respective CGU. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect a post-tax discount rate.

Growth rate estimates:

Rates are based on published industry research. Growth rate is based on the Group's projection of business and growth of the industry in which the Group is operating. The growth rate is in line with the long-term growth rate of the industry. The growth rate of these CGUs considers the Group's plan to launch new stores/ expected same store growth, digital e-commerce and change in merchandise.

	Terminal growth rate		Discount rate	
	As at March 31, 2025	As at March 31, 2024	**As at March 31, 2025**	As at March 31, 2024
Pantaloons CGU	**5.00%**	5.00%	12.50%	12.00%
Madura Fashion & Lifestyle CGU	**NA**	5.00%	NA	12.00%
Forever 21 CGU	**NA**	5.00%	NA	16.00%
Jaypore CGU	**5.00%**	5.00%	16.50%	16.50%
Finesse CGU	**5.00%**	5.00%	15.00%	14.50%
Sabyasachi CGU	**5.00%**	5.00%	13.00%	12.50%
HMLPL CGU	**5.00%**	5.00%	15.50%	14.50%
Awesome Fab Shopping Private Limited CGU	**5.00%**	5.00%	17.50%	17.50%
Imperial Online Services Private Limited CGU	**5.00%**	5.00%	17.50%	17.50%
Pratyaya E-Commerce Private Limited CGU	**5.00%**	5.00%	18.00%	18.00%
NautiNati CGU	**5.00%**	5.00%	20.00%	19.00%
Bewakoof Brands Private Limited CGU	**5.00%**	5.00%	17.00%	17.00%
Styleverse lifesyle private Limited CGU	**5.00%**	5.00%	16.50%	16.00%
TCNS CGU	**5.00%**	5.00%	15.00%	14.00%
GFPL CGU	**5.00%**	NA	15.30%	NA

NOTE: 6
(a) INVESTMENT IN JOINT VENTURE

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Joint Venture (Refer Note - 46) [Refer below note ii]		
Unquoted Investment		
Share in Net Assets	**-**	38.13
Goodwill	**-**	29.05
Equity Investment in Joint Venture - at cost	**-**	67.18
Share in profit / (loss) after tax (including other comprehensive income) of Joint Venture	**-**	15.91
Total	**-**	83.09

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

INVESTMENT IN ASSOCIATE

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Investments in an associate (Carried at cost) [Refer below note i]		
Unquoted equity investments:		
3,058 (March 31, 2024: Nil) fully paid equity shares of INR 10/- each of Wrogn Private Limited	**23.09**	-
Share in profit / (loss) after tax (including other comprehensive income) of an associate	**(17.57)**	-
Unquoted preference shares:	**5.52**	-
18,086 (March 31, 2024: Nil) fully paid 0.01% Compulsorily Convertible Preference Shares (CCPS) of INR 10/- each of Wrogn Private Limited	**125.00**	-
Total	**130.52**	-

Note:-

i. On June 19, 2024, the Board of Directors of Aditya Birla Digital Fashion Ventures Limited (ABDFVL) wholly owned subsidiary of the Company has approved the acquisition of 17.1% stake of Wrogn Private Limited ('Wrogn') (formerly known as "Universal Sportsbiz Private Limited") for consideration of ₹ 23.09 Crore in equity and INR 50 in CCPS by entering into a SPA. Further on October 15, 2024 the Company has invested additionally ₹ 75 Crore in CCPS. Cumulative stake in Wrogn is 32.84%. Considering the terms of the agreement, Wrogn is considered as an associate of ABDFVL.

ii. The Company has raised its shareholding in Goodview Fashion Private Limited (GFPL), a joint venture company of the Company, from 33.5% to 51%, through secondary acquisition of 17.5% equity stake for an aggregate amount of ~₹ 127.42 crore from the existing shareholders of GFPL, thereby making GFPL a subsidiary of the Company with effect from July 11, 2024.

(b) OTHER INVESTMENTS: Carried at fair value through other comprehensive income

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Unquoted equity instruments		
7,000 (March 31, 2024: 7,000) fully paid equity shares of ₹ 10/- each of Birla Management Centre Services Limited*	**17.53**	14.19
68,25,000 (March 31, 2024: 68,25,000) fully paid equity shares of ₹ 10/- each of CLI Footwear and Accessories Private Limited#	**6.83**	6.83
10,000 (March 31, 2024: 10,000) fully paid up equity shares of ₹ 10/- each of Retailers Association of India	**0.01**	0.01
Total	**24.37**	21.03

* Increase is on account of fair valuation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

On August 04, 2023, the Board of Directors approved to incorporate a new company in association with Christian Louboutin SAS ("CL"). On September 12, 2023, the Company has incorporated a new company viz. CLI Footwear and Accessories Private Limited ("CLI") in association with Christian Louboutin SAS ("CL SAS"). CLI is a 50%-50% partnership between the Company and CL SAS. CL is incorporated by the Company in association with CL SAS in India to carry out the business of distribution and sale of CL SAS's products in India. The Company has entered into shareholders agreement which provides CL SAS with a call option to buy the Company's 50% equity interest at any time during the agreement period at the fair value. The Company has evaluated the terms of the call option and other terms of the Shareholders aggreement and concluded that the Company does not have a significant influence over CLI despite the Company having 3 nominee directors on the board. Accordingly, the Management has disclosed the amount invested in CLI as equity investment carried at fair value through other comprehensive income.

Aggregate book value of unquoted investments	**154.89**	104.12
Aggregate amount of impairment in value of investments	**-**	-

NOTE: 7
NON-CURRENT FINANCIAL ASSETS - LOANS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loans to employees	**0.01**	0.45
Total	**0.01**	0.45

NOTE: 8
NON-CURRENT FINANCIAL ASSETS - SECURITY DEPOSITS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Security deposits		
Deposits to related party - unsecured, considered good (Refer Note - 47)	**5.64**	5.64
Unsecured, considered good	**331.12**	494.09
Unsecured, considered doubtful	**7.65**	6.01
Provision for doubtful deposits	**(7.65)**	(6.01)
Total	**336.76**	499.73

NOTE: 9
NON-CURRENT FINANCIAL ASSETS - OTHERS

Accounting Policy

(I) Financial instruments

(i) Classification of financial assets at amortised cost

The group classifies its financial assets at amortised cost only if both of the following criteria are met:

- the asset is held within a business model whose objective is to collect the contractual cash flows, and
- the contractual terms give rise to cash flows that are solely payments of principal and interest.

Financial assets classified at amortised cost comprise trade receivables, loans and security deposits.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(ii) Classification of financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income (FVTOCI) comprise equity securities (unlisted) which are not held for trading, and for which the Company has irrevocably elected at initial recognition to recognise changes in fair value through OCI rather than profit or loss. These are strategic investments and the Company considers this classification to be more relevant.

(iii) Classification of financial assets at fair value through profit or loss

The Company classifies the following financial assets at fair value through profit or loss (FVTPL):

- debt investments (bonds, debentures and mutual funds) that do not qualify for measurement at either amortised cost or FVTOCI,
- equity investments that are held for trading, and
- equity investments for which the entity has not elected to recognise fair value gains and losses through OCI, and
- Investments in financial instruments issued by subsidiaries, associate and joint venture, whose contractual terms are not wholly equity in nature.

Derivatives

The Put and Call options held to acquire equity interest held by the other shareholders in an Associate are initially measured at fair value. The subsequent changes in fair value are recognised in the Consolidated Statement of Profit and Loss.

See note 53 for other accounting policies relevant to Financial instruments

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Lease receivables (from sub-lease arrangements)	**97.90**	320.97
Other bank balance		
Bank deposits with more than 12 months maturity from the Balance Sheet date	**0.32**	2.05
Derivative Instruments#	**29.50**	0.08
Total	**127.72**	323.10

As per the terms of Shareholder's Agreement, Aditya Birla Digital Fashion Ventures Limited (ABDFVL), wholly owned subsidiary of the Company, has call options to purchase the equity interest held by the other shareholders in Wrogn Private Limited which are exerciseable based on the terms specified in the agreement. Such options are accounted for as derivative financial instruments. The fair value of call options are measured based on a valuation performed by an independent valuer.

NOTE: 10
DEFERRED TAX ASSETS/ (LIABILITIES) (NET)

Reflected in the Consolidated Balance Sheet as follows:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Deferred tax assets	**245.53**	657.20
Deferred tax liabilities	**399.87**	661.03
Net deferred tax assets/ (liabilities)	**(154.34)**	(3.83)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Deferred tax assets/ (liabilities) relates to the following:

₹ in Crore

	Deferred tax assets/ (liabilities) as at March 31, 2024	Deferred tax charge/ (credit) recognised in Total Compreh-ensive Income	Deferred tax assets/ (liabilities) Acquired pursuant to business combination	Deferred tax (credit) recognised In the equity	Deferred tax assets/ (liabilities) Transfered pursuant to scheme of Arrangement	Deferred tax assets/ (liabilities) as at March 31, 2025
Difference between carrying amount of property, plant and equipment and intangible assets and their tax base	(223.11)	(30.40)	-	-	(75.96)	**(116.76)**
Disallowance under Section 43B and 40(a)(ia) of the Income Tax Act, 1961	62.66	1.42	-	-	37.73	**23.50**
Share-based payment	14.27	(4.50)	-	-	9.22	**9.55**
Business and depreciation loss as per income tax computations available for off-set against future taxable income	584.61	(20.93)	-	(0.31)	55.95	**549.90**
Business combination impact	-	-	1.93	-	-	**1.93**
Right of Use of assets	(916.13)	23.88	-	-	(408.22)	**(531.79)**
Lease liabilities	1,146.54	(16.14)	-	-	498.43	**664.25**
Deferred tax relating to other intangibles	(661.03)	(24.16)	(127.11)	-	-	**(763.98)**
Others (incl OCI)	(11.62)	5.37	-	-	(26.05)	**9.06**
Net deferred tax assets/ (liabilities)	(3.83)	(65.46)	(125.18)	(0.31)	91.10	**(154.34)**

₹ in Crore

	Deferred tax assets/ (liabilities) as at March 31, 2023	Deferred tax charge/(credit) recognised in Total Comprehensive Income	Deferred tax assets / (liabilities) acquired pursuant to business combination	Deferred tax assets/ (liabilities) as at March 31, 2024
Difference between carrying amount of property, plant and equipment and intangible assets and their tax base	(248.45)	(25.34)	(0.80)	(223.11)
Disallowance under Section 43B and 40(a)(ia) of the Income Tax Act, 1961	49.51	(13.15)	(5.26)	62.66
Share-based payment	11.08	(3.19)	(0.00)	14.27

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Deferred tax assets/ (liabilities) as at March 31, 2023	Deferred tax charge/(credit) recognised in Total Comprehensive Income	Deferred tax assets / (liabilities) acquired pursuant to business combination	Deferred tax assets/ (liabilities) as at March 31, 2024
Business and depreciation loss as per income tax computations available for off-set against future taxable income	458.73	(125.88)	73.79	584.61
Business combination impact	(15.06)	-	15.06	-
Right of Use of assets	(912.02)	4.11	167.88	(916.13)
Lease liabilities	1,074.09	(72.45)	(173.93)	1,146.54
Deferred tax relating to other intangibles	(251.68)	-	-	(661.03)
Others (incl OCI)	(9.38)	2.14	43.00	(11.62)
Net deferred tax assets/ (liabilities)	156.82	(233.74)	119.72	(3.83)

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Reconciliation of deferred tax assets/ (liabilities) (net):

₹ in Crore

	Deferred tax assets (net)		Deferred tax liabilities (net)	
	As at March 31, 2025	As at March 31, 2024	**As at March 31, 2025**	As at March 31, 2024
As at the beginning of the year	**657.20**	408.50	**(661.03)**	(251.68)
Deferred tax pursuant to amalgamation	**(370.00)**	116.47	**370.00**	(406.24)
Deferred tax pursuant to business combinations (Refer Note - 46)	**1.93**	-	**(127.11)**	-
Deferred tax (credit)/ charge recognised in profit and loss	**45.97**	113.51	**18.27**	14.58
Deferred tax (credit)/ charge recognised in OCI during the year (Refer Note - 39)	**1.22**	0.89	**-**	-
Foreign Exchange Difference	**0.31**	-	**-**	-
Transfer pursuant to Scheme of Arrangement	**(91.10)**	-	**-**	-
Others	**-**	17.83	**-**	(17.69)
As at the end of the year	**245.53**	657.20	**(399.87)**	(661.03)

Carry forward business losses in repect of which deferred tax asset has been recognised, expire untilised based on the year of origination as below:-

₹ in Crore

Period of expiry	**As at March 31, 2025**	As at March 31, 2024
- Within 4 years	**194.45**	63.72
- Beyond 4 years upto 8 years	**1,066.33**	888.81
Total	**1,260.78**	952.53

The Group has incurred losses in subsidiaries including tax losses of amounting to ₹ 781 crore till the year ended March 31, 2025. In the absence of convincing evidence that future taxable profits will be available against which the deferred tax assets can be offset, no deferred tax asset has been recognised as at March 31, 2025. Depreciation losses do not have period of expiry. Business losses expire in the next 3 to 8 years.

NOTE: 11
OTHER NON-CURRENT ASSETS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Capital advances	**18.16**	17.08
Prepayments	**6.46**	19.61
Balances with government authorities (other than income tax)	**71.25**	32.68
Other receivables	**0.13**	1.32
Total	**96.00**	70.69

NOTE: 12
INVENTORIES

Accounting Policy

Raw materials, components, stores and spares, and packing materials are valued at lower of cost or net realisable value. Cost is determined on weighted average cost basis.

Traded goods, work-in-progress and finished goods are valued at cost or net realisable value, whichever is lower. Cost is determined on weighted average cost basis.

See note 55 for other accounting policies relevant to inventories.

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
At lower of cost and net realisable value		
Raw materials	**105.37**	269.11
(Includes Goods-in-transit ₹ 0.07 Crore (March 31, 2024: ₹ 73.68 Crore)		
Work-in-progress	**121.43**	104.85
Finished goods	**413.51**	947.17
(Includes Goods-in-transit ₹ 43.19 Crore (March 31, 2024: ₹ 39.94 Crore)		
Stock-in-trade	**1,737.21**	3,110.39
(Includes Goods-in-transit ₹ 19.82 Crore (March 31, 2024: ₹ 15.65 Crore)		
Stores and spares	**48.60**	41.18
(Includes Goods-in-transit ₹ 0.09 Crore (March 31, 2024: Nil)		
Packing materials	**28.28**	32.64
(Includes Goods-in-transit ₹ 0.16 Crore (March 31, 2024: Nil)		
Total	**2,454.39**	4,505.34

During the year ended March 31, 2025, ₹ 73.76 Crore (March 31, 2024: ₹ 303.21 Crore) is recognised as an expense for inventories carried at net realisable value.

NOTE: 13
CURRENT INVESTMENTS (Carried at fair value through profit and loss (FVTPL))

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Quoted investments		
Aditya Birla Sun Life Overnight Fund - Growth- Regular Plan	**-**	116.13
(March 31, 2025: Nil units, March 31, 2024: 9,02,398.391 units)		
Axis Overnight Fund - Regular Growth(ONGP)	**10.02**	10.03
(March 31, 2025: 74,396.465 units, March 31, 2024: 79,445.829 units)		
Axis Liquid Fund - Regular Growth(CFGP)	**150.10**	74.19
(March 31, 2025: 5,24,843.777 units, March 31, 2024: 2,78,457.533 units)		
HDFC Liquid Fund-Regular Plan-Growth	**79.92**	174.45
(March 31, 2025: 1,58,562.988 units, March 31, 2024: 3,71,332.151 units)		
ICICI Prudential Overnight Fund Growth	**-**	100.11
(March 31, 2025: Nil units, March 31, 2024: 7,79,427.512 units)		
ICICI Prudential Liquid Fund Growth	**0.54**	-
(March 31, 2025: 14,317.715 units, March 31, 2024: Nil units)		

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
SBI Liquid Fund Regular Growth	**-**	150.63
(March 31, 2025: Nil units, March 31, 2024: 4,02,153.776 units)		
UTI Liquid Fund (Formerly UTI Liquid Cash Plan) - Regular Plan - Growth	**16.08**	60.70
(March 31, 2025: 38,163.825 units, March 31, 2024: 1,54,571.948 units)		
UTI Overnight Fund - Regular Plan - Growth	**-**	10.03
(March 31, 2025: Nil units, March 31, 2024: 30,928.897 units)		
Kotak Liquid Fund Regular Plan Growth	**22.17**	150.81
(March 31, 2025: 42,702.025 units, March 31, 2024: 3,11,589.225 units)		
Nippon Inida Liquid Fund Regular Plan Growth Option LFIG	**111.82**	-
(March 31, 2025: 1,78,365.924 units, March 31, 2024: Nil units)		
Tata Liquid Fund Regular Plan- Growth	**17.18**	-
(March 31, 2025: 42,457.498 units, March 31, 2024: Nil units)		
Aditya Birla Sun Life Money Market Fund - Growth Regular Plan (formerly known as Aditya Birla Sun Life Floating Rate Fund Short Term Plan)	**200.45**	-
(March 31, 2025: 55,20,963.47 units, March 31, 2024: Nil units)		
HDFC Money Market Fund - Growth Regular Plan	**100.21**	-
(March 31, 2025: 1,78,690.117 units, March 31, 2024: Nil units)		
DSP Liquid Fund - Regular Plan - Growth	**151.10**	-
(March 31, 2025: 4,12,021.386 units, March 31, 2024: Nil units)		
ICICI Money Market Fund - Growth Regular Plan	**100.23**	-
(March 31, 2025: 26,92,532.433 units, March 31, 2024: Nil units)		
Aditya Birla Sun Life Liquid Fund - Regular Plan - Growth (formerly known as Aditya Birla Sun Life Cash Plus)	**143.65**	-
(March 31, 2025: 34,70,726.83 units, March 31, 2024: Nil units)		
Kotak Money Market Fund - Growth Regular Plan (Erstwhile Kotak Floater ST)	**103.61**	-
(March 31, 2025: 2,35,168.448 units, March 31, 2024: Nil units)		
HSBC Liquid Fund - Regular- Growth (Formerly known as HSBC Cash Fund - Growth)	**86.05**	-
(March 31, 2025: 3,35,965.076 units, March 31, 2024: Nil units)		
Tata Money Market Fund- Regular Plan Growth	**204.49**	-
(March 31, 2025: 4,41,438.57 units, March 31, 2024: Nil units)		
ABSL Crisil-IBX Financial Services 3 to 6 Months Debt Index Fund-Regular Growth	**100.54**	-
(March 31, 2025: 9,83,34,136.681 units, March 31, 2024: Nil units)		
ABSL Crisil-IBX Financial Services 9 to 12 Months Debt Index Fund-Regular Growth	**10.04**	-
(March 31, 2025: 99,99,500.025 units, March 31, 2024: Nil units)		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
ABSL Corporate Bond Fund Growth-Direct Plan (formerly known as Aditya Birla Sun Life Short Term Fund) (March 31, 2025: 44,92,069.764 units, March 31, 2024: Nil units)	**50.51**	-
Aditya Birla Sun Life Liquid Fund - Growth (March 31, 2025: 3,42,426 units, March 31, 2024: 8,72,088.52 units)	**14.16**	33.63
Aditya Birla Sunlife Money Manager Fund (March 31, 2025: 3,07,478.045 units, March 31, 2024: Nil units)	**11.16**	-
HSBC Money Market Fund - Regular Growth (March 31, 2025: 17,45,355.153 units, March 31, 2024: Nil units)	**4.52**	-
Nippon India Money Market Fund - Growth Plan (March 31, 2025: 13,633.572 units, March 31, 2024: Nil units)	**5.55**	-
UTI Money Market Fund - Regular Plan - Growth (March 31, 2025: 27,297.303 units, March 31, 2024: Nil units)	**8.26**	-
Axis Money Market Fund - Regular Growth (March 31, 2025: 64,328.663 units, March 31, 2024: Nil units)	**9.03**	-
Transferred pursuant to Scheme of Arrangement*	**(117.18)**	-
Total	**1,594.21**	880.71

*As of the year-end, the mutual funds are held in the name of the Company. In accordance with the approved scheme of arrangement, the Management is in the process of transferring the related balances to the Resulting Company.

Aggregate book value of quoted investments	**1,594.21**	880.71
Aggregate market value of quoted investments	**1,594.21**	880.71

NOTE: 14
CURRENT FINANCIAL ASSETS - LOANS

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Unsecured, considered good		
Loans to employees	**3.20**	10.55
Total	**3.20**	10.55

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 15
CURRENT FINANCIAL ASSETS - SECURITY DEPOSITS

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Security deposits		
Unsecured, considered good	**89.44**	137.95
Unsecured, considered doubtful	**3.74**	7.48
Provision for doubtful deposits	**(3.74)**	(7.48)
Total	**89.44**	137.95

NOTE: 16
TRADE RECEIVABLES

Accounting Policy

Trade receivables are amounts due from customers for goods sold or services provided in the ordinary course of business and reflect the Group's unconditional right to consideration (that is, payment is due only on the passage of time).

Trade receivables are recognised initially at the transaction price as they do not contain significant financing component. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

For trade receivables and contract assets, the Group applies the simplified approach required by Ind AS 109, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Trade receivables from others	**412.27**	1,346.47
Less: Loss Allowance	**(38.83)**	(63.69)
Total	**373.44**	1,282.78

Break-up for security details:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Trade receivables		
Secured, considered good	**-**	88.92
Unsecured, considered good	**412.27**	1,257.55
Total	**412.27**	1,346.47

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Ageing of Trade Receivables:

₹ in Crore

Particulars	Outstanding as on March 31, 2025 (for following periods from due date of payments)						
	Not Due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	80.83	234.21	55.53	2.83	0.04	-	373.44
(ii) Undisputed Trade Receivables – considered doubtful	-	0.50	1.34	8.56	1.93	0.03	12.36
(iii) Undisputed - Credit Impaired	0.10	1.61	1.06	0.31	1.68	18.10	22.86
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vii) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(viii) Trade Receivables assessed for credit risk on individual basis:	-	-	-	-	-	-	-
Disputed	0.11	0.90	0.10	0.02	2.48	-	3.61
Undisputed	-	-	-	-	-	-	-
(ix) Provision on Trade Receivables assessed on individual basis	-	-	-	-	-	-	(15.89)
(x) Expected credit loss	-	-	-	-	-	-	(22.94)
Total	**81.04**	**237.22**	**58.04**	**11.70**	**6.13**	**18.13**	**373.44**

₹ in Crore

Particulars	Outstanding as on March 31, 2024 (for following periods from due date of payments)						
	Not Due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables – considered good	679.48	535.70	52.59	17.85	1.93	-	1,287.55
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-
(iii) Undisputed - Credit Impaired	-	9.79	0.25	11.00	5.89	4.53	31.46
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vii) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(viii) Trade Receivables assessed for credit risk on individual basis:	-	-	-	-	-	-	-
Disputed	0.07	0.07	-	0.28	0.10	7.24	7.76

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

Particulars	Outstanding as on March 31, 2024 (for following periods from due date of payments)						
	Not Due	0 - 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed	-	4.36	2.42	3.77	1.05	8.10	19.70
(ix) Provision on Trade Receivables assessed on individual basis	-	-	-	-	-	-	(38.08)
(x) Expected credit loss	-	-	-	-	-	-	(25.61)
Total	**679.55**	**549.92**	**55.26**	**32.90**	**8.97**	**19.87**	**1,282.78**

No trade or other receivables is due from directors or other officers of the Group either severally or jointly with any other person.

For terms and conditions relating to related party receivables, refer Note - 47.

Trade receivables are generally non-interest bearing and the credit period generally between 30 to 300 days.

Based on the risk profiling for each category of customer, the Group has not evaluated credit risk where the risk is mitigated by collateral. The Group has therefore evaluated credit risk for departmental, depletion, e-commerce b2b, e-commerce b2c, export and trade customers. The Group follows the simplified approach method for computing the expected credit loss. The risks are categorised into high, low and moderate category basis internal and external parameters. Any customer related specific information has been factored over and above the probability of default (PD). Provision matrix takes into account historical credit loss experience adjusted for forward-looking estimates and macro-economic factors. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

	Expected credit loss (%)					
	As at March 31, 2025			As at March 31, 2024		
	Departmental stores #	Depletion key accounts #	Trade Channel	Departmental stores #	Depletion key accounts #	Trade Channel
Not due	**0.00%**	**0.00%**	**4.40%**	0.00%	0.00%	0.63%
0-90 days	**0.00%**	**0.00%**	**6.77%**	0.00%	0.00%	5.67%
91-180 days	**0.00%**	**0.00%**	**8.40%**	0.00%	0.00%	5.30%
181-365 days	**0.00%**	**0.00%**	**12.53%**	0.00%	0.00%	2.18%
1-2 years	**0.00%**	**0.00%**	**63.08%**	0.00%	0.00%	80.58%
2-3 years	**0.00%**	**0.00%**	**99.15%**	0.00%	0.00%	99.67%
More than 3 years	**0.00%**	**0.00%**	**100.00%**	0.00%	0.00%	100.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Ageing of receivables on which impairment allowance of doubtful debts is applied

₹ in Crore

	As at March 31, 2025			As at March 31, 2024		
	Departmental stores#	**Depletion key accounts#**	**Trade Channel**	Departmental stores#	Depletion key accounts#	Trade Channel
Not due	**-**	**-**	**0.01**	-	-	446.39
0-90 days	**-**	**-**	**100.72**	-	-	111.03
91-180 days	**-**	**-**	**15.03**	-	-	71.00
181-365 days	**-**	**-**	**0.41**	-	-	13.92
1-2 years	**-**	**-**	**0.41**	-	-	2.50
2-3 years	**-**	**-**	**12.09**	-	-	5.91
More than 3 years	**-**	**-**	**1.58**	-	-	4.53
Total	**-**	**-**	**130.25**	-	-	655.28

The amount of loss allowance on trade receivable as per provision matrix approach is determined to be not material at the year end.

Note: The change in the Expected Credit Loss (ECL) percentage for the Trade Channel category compared to the previous year is primarily attributable to the demerger of the Madura division, as per the approved scheme of arrangement. Consequently, the current year's loss rate is not directly comparable with those of the previous year.

Movement in the expected credit loss allowance

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
As at the beginning of the year	**63.69**	28.11
Addition pursuant to business combination	**-**	27.02
Expected credit loss provision made/ (reversed) on trade receivables calculated at lifetime expected credit losses	**5.34**	2.37
Specific provision (reversed)/ made	**(0.12)**	6.19
Transferred pursuant to Scheme of Arrangement (Refer Note - 41)	**(30.08)**	-
As at the end of the year	**38.83**	63.69

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 17
CASH AND CASH EQUIVALENTS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Balances with banks		
Current accounts	**156.06**	383.60
Deposit accounts (original maturity less than 3 months)	**581.04**	0.09
Balances with credit card companies	**10.74**	40.98
Balances with e-wallet companies	**2.61**	2.21
Cash on hand	**16.33**	22.01
Cheques/ drafts on hand	**0.03**	5.14
Total	**766.81**	454.03

The Group has undrawn committed borrowing facility available to the extent of ₹ 2,383.25 Crore as at March 31, 2025 (March 31, 2024: ₹ 1,499.13 Crore). Further the Board has approved to raise ₹ 2000 Crore through commercial papers as at March 31, 2025 (March 31, 2024 : ₹ 2,000.00 Crore). The group has raised Nil as at March 31, 2025 (March 31, 2024 : ₹ 295 Crore) through commercial papers.

Details of non-cash transactions from investing activities and Changes in liabilities arising from financing activities:

As at March 31, 2025

₹ in Crore

	As at March 31, 2024	**Pursuant to business combinations**	**Cash inflows/ (outflows) (net)**	**Non-cash changes**		**Transferred pursuant to Scheme of Arrangement**	**As at March 31, 2025**
				Fair value adjustments	**Others**		
Investing activities							
Cash and cash equivalents	454.03	**-**	365.84	**-**	**-**	(53.06)	766.81
Current investments	880.71	11.29	(758.99)	9.87	50.53	(117.18)	1,594.21
Total (a)	**1,334.74**	**11.29**	**(393.15)**	**9.87**	**50.53**	**(170.24)**	**2,361.02**
Financing activities							
Non-current borrowings	2,511.56	1.30	(1,178.58)	**-**	(107.96)	(77.44)	1,148.88
Current borrowings (including current maturities of non-current borrowings)	1,693.62	0.25	(637.22)	**-**	107.79	(874.75)	289.70
Lease liabilities*	5,246.22	49.88	(1,615.07)	**-**	1,877.42	(1,980.26)	3,578.20
Total (b)	**9,451.40**	**51.43**	**(3,430.87)**	**-**	**1,877.25**	**(2,932.45)**	**5,016.78**
Net Debt (b-a)							**2,655.76**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

As at March 31, 2024

₹ in Crore

	As at March 31, 2023	Pursuant to business combinations	Cash inflows/ (outflows) (net)	Non-cash changes		Transferred pursuant to Scheme of Arrangement	As at March 31, 2024
				Fair value adjustments	Others		
Investing activities							
Cash and cash equivalents	692.69	-	(238.66)	-	-	-	454.03
Current investments	182.43	-	(661.49)	4.33	32.46	-	880.71
Total (a)	**875.12**	**-**	**(900.15)**	**4.33**	**32.46**	**-**	**1,334.74**
Financing activities							
Non-current borrowings	1,507.62	-	1,131.51	-	(127.57)	-	2,511.56
Current borrowings (including current maturities of non-current borrowings)	797.90	112.33	655.82	-	127.57	-	1,693.62
Lease liabilities*	4,267.34	554.04	(1,428.92)	-	1,853.76	-	5,246.22
Total (b)	**6,572.86**	**666.37**	**358.41**	**-**	**1,853.76**	**-**	**9,451.40**
Net Debt (b-a)							**8,116.66**

* Movement in lease liabilities amounting to ₹ 1,877.42 crores (March 31, 2024 ₹ 1,853.76 crores) represents non-cash adjustments for additions amounting to ₹ 1,770.43 crores (March 31, 2024: ₹ 1,756.21 crores), Interest accrued of ₹ 504.32 crores (March 31, 2024: ₹ 445.96 crores), lease retirements/ terminations of ₹ 321.33 crores (March 31, 2024: ₹ 377.58 crores) and other adjustment of of ₹ 76 crores (March 31, 2024: ₹ 29.17 crores)

NOTE: 18
BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Earmarked deposits		
Current accounts	**0.44**	0.46
Bank deposits (with original maturity of more than 3 months and having remaining maturity of less than 12 months)*	**5.81**	7.90
Total	**6.25**	8.36

* Bank deposits amounting to ₹ 5.68 Crore (March 31, 2024 ₹ 4.95 Crore) of Sabyasachi Calcutta LLP (a subsidiary of the Company) are held as margin money under lien to banks for assuring guarantees, Custom/Sales tax, term loan and against term loan/working capital facilities and bank deposits amounting to ₹ 0.13 Crore (March 31, 2024 ₹ 2.66 Crore) of Aditya Birla Digital Fashion Ventures Limited (a subsidiary of the Company) are held as lien by banks against term loan from bank, bank guarantees and credit card.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 19
CURRENT FINANCIAL ASSETS - OTHERS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Lease receivables (from sub-lease arrangements)	**18.89**	76.48
Derivative contracts	**-**	0.38
Interest accrued on deposits	**1.48**	0.08
Other receivables	**0.70**	28.09
Total	**21.07**	105.03

NOTE: 20
OTHER CURRENT ASSETS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Capital advances	**1.05**	0.03
Prepayments	**39.99**	66.66
Advance to suppliers	**141.53**	203.54
Export incentives	**0.01**	3.52
Balances with government authorities (other than income tax)	**471.06**	722.23
Government grant receivables	**-**	1.24
Insurance claim receivables	**0.06**	-
Right to return assets	**75.37**	316.99
Other receivables	**23.08**	17.60
Total	**752.15**	1,331.81

NOTE: 21
EQUITY SHARE CAPITAL

Authorised share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	₹ in Crore	No. of shares	₹ in Crore
Equity share capital				
As at the beginning of the year	**2,00,00,00,000**	**2,000.00**	2,00,00,00,000	2,000.00
Increase during the year	**3,60,00,000**	**36.00**	-	-
As at the end of the year	**2,03,60,00,000**	**2,036.00**	2,00,00,00,000	2,000.00
Preference share capital				
Preference shares of ₹ 10/- each	**1,00,00,000**	**10.00**	1,00,00,000	10.00
Preference shares of ₹ 100/- each	**15,000**	**0.15**	15,000	0.15
Preference shares of ₹ 1/- each	**2,00,00,000**	**2.00**	-	-
As at the end of the year	**3,00,15,000**	**12.15**	1,00,15,000	10.15

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Issued equity share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
As at the beginning of the year	**1,01,52,15,146**	**1,015.22**	94,89,96,351	949.00
Increase during the year towards:				
Issue of equity shares on preferential basis [Refer Note- 21(iii)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of equity shares to qualified institutional buyers [Refer Note- 21(vii)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note 21(v)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,04,66,450**	**1,220.47**	1,01,52,15,146	1,015.22

Subscribed and paid-up equity share capital

	As at March 31, 2025		As at March 31, 2024	
	No. of shares	**₹ in Crore**	No. of shares	₹ in Crore
As at the beginning of the year	**1,01,50,09,642**	**1,015.01**	94,87,90,847	948.79
Increase during the year towards:				
Issue of equity shares on preferential basis [Refer Note- 21(iii)]	**8,04,43,117**	**80.45**	6,58,00,866	65.80
Issue of equity shares to qualified institutional buyers [Refer Note- 21(vii)]	**6,85,83,059**	**68.58**	-	-
Equity shares issued pursuant to amalgamation [Refer Note 21(v)]	**5,57,43,053**	**55.74**	-	-
Exercise of Options (Refer Note - 43)	**4,82,075**	**0.48**	4,17,929	0.42
As at the end of the year	**1,22,02,60,946**	**1,220.26**	1,01,50,09,642	1,015.01

(i) Shares held by Promoters :

Shares held by Promoters as at March 31, 2025			% Change during the year
Promoter name	**No. of Shares**	**% of total shares**	
Birla Group Holdings Private Limited	**23,66,19,965**	**19.39**	**2.49%**
IGH Holdings Private Limited	**13,64,72,680**	**11.18**	**-2.26%**
Grasim Industries Limited	**9,75,93,931**	**8.00**	**-1.62%**
Umang Commercial Company Private Limited	**-**	**-**	**-6.41%**
Hindalco Industries Limited	**5,02,39,794**	**4.12**	**-0.83%**
Pilani Investment and Industries Corporation Limited	**4,48,22,856**	**3.67**	**3.28%**
Mrs. Rajashree Birla	**8,63,696**	**0.07**	**-0.01%**
Birla Industrial Finance (India) Limited	**1,66,508**	**0.01**	**0.00%**
Birla Consultants Limited	**1,66,422**	**0.01**	**0.00%**
ABNL Investment Limited	**77,430**	**0.01**	**0.00%**
Birla Industrial Investments (India) Limited	**34,666**	**0.00**	**0.00%**
Mr. Kumar Mangalam Birla	**12,51,589**	**0.10**	**0.10%**
Mrs. Neerja Birla	**20,270**	**0.00**	**0.00%**
Mrs. Vasavadatta Bajaj	**19,542**	**0.00**	**0.00%**
Aditya Vikram Kumar Mangalam Birla HUF	**1,780**	**0.00**	**0.00%**
Total	**1,13,67,02,259**	**46.56**	

Shares held by Promoters as at March 31, 2024			% Change during the year
Promoter name	No. of Shares	% of total shares	
Birla Group Holdings Private Limited	17,15,52,967	16.90	-1.18%
IGH Holdings Private Limited	13,64,72,680	13.45	-0.94%
Grasim Industries Limited	9,75,93,931	9.62	-0.67%
Umang Commercial Company Private Limited	6,50,66,998	6.41	-0.45%
Hindalco Industries Limited	5,02,39,794	4.95	-0.35%
Pilani Investment and Industries Corporation Limited	39,88,866	0.39	-0.03%
Mrs. Rajashree Birla	8,63,696	0.09	-0.01%
Birla Industrial Finance (India) Limited	1,66,508	0.02	0.00%
Birla Consultants Limited	1,66,422	0.02	0.00%
ABNL Investment Limited	77,430	0.01	0.00%
Birla Industrial Investments (India) Limited	34,666	0.00	0.00%
Mr. Kumar Mangalam Birla	33,966	0.00	0.00%
Mrs. Neerja Birla	20,270	0.00	0.00%
Mrs. Vasavadatta Bajaj	19,542	0.00	0.00%
Aditya Vikram Kumar Mangalam Birla HUF	1,780	0.00	0.00%
Total	52,62,99,516	51.85	

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having face value of ₹ 10/- per share. Each holder of an equity share is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders at the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution to all preference shareholders. The distribution will be in proportion to the number of the equity shares held by the shareholders.

(iii) Preferential Issue

1) Preferential Issue to to the Promoter Group and Qualified Institutional Buyers under Non-Promoter category

On January 15, 2025, the Board of Directors of the Company approved the Preferential Issue aggregating to ₹ 2,378.75 crores to the Promoter Group and to certain Qualified Institutional Buyers under Non-Promoter category, subject to the approval of the shareholders and other necessary approvals, If any.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The shareholders of the Company at their meeting held on February 13, 2025, inter-alia, have approved the issue of:

i. up to 4,08,33,990 equity shares of face value of ₹ 10 each at issue price of ₹ 317.75 each (including premium of ₹ 307.75 each), aggregating to ₹ 1,297.50 crores to the Promoter/ Promoter Group category; and

ii. up to 3,96,09,127 equity shares of face value of ₹ 10 each at issue price of ₹ 272.98 each (including premium of ₹ 262.98 each), aggregating to ₹ 1,081.25 crores to Qualified Institutional Buyers under the Non-Promoter category.

The Preferential Issue Committee of board of directors of the Company, at the meeting held on February 24, 2025, approved the allotment of the above-mentioned equity shares in accordance with the approval of the shareholders of the Company to the Promoter Group and to the Qualified Institutional Buyers under Non-Promoter category.

2) Preferential Issue to foreign portfolio investors

During the year ended March 31, 2024, the Company approved the allotment of 6,58,00,866 equity shares of face value of ₹ 10/- each at issue price of ₹ 288.75/- per equity share (including a premium of ₹ 278.75 per equity share) aggregating to ₹~1425 Crore, upon receipt of the balance 75% consideration from Caladium Investment Pte. Ltd, a Foreign Portfolio Investor consequent to the conversion of warrants at a conversion ratio of 1 equity share in lieu of 1 warrant.

(iv) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of shares held	**% of paid-up share capital**	No. of shares held	% of paid-up share capital
Birla Group Holdings Private Limited	**23,66,19,965**	**19.39%**	17,15,52,967	16.90%
IGH Holdings Private Limited	**13,64,72,680**	**11.18%**	13,64,72,680	13.45%
Grasim Industries Limited	**9,75,93,931**	**8.00%**	9,75,93,931	9.62%
Flipkart Investments Private Limited	**7,31,70,731**	**6.00%**	7,31,70,731	7.21%
Umang Commercial Company Private Limited	**-**	**-**	6,50,66,998	6.41%
Caladium Investment Pte. Ltd.	**7,60,17,316**	**6.23%**	7,60,17,316	7.49%

(v) Summary of Shares allotted pursuant to amalgamation, for a period of five years immediately preceding the reporting year:

During the current year, pursuant to amalgamation of TCNS Clothing Co. Ltd. ('TCNS') with the Company, the Company alloted 55,743,053 equity shares to the minority shareholders for consideration other than cash (Refer note 46). There have been no shares issued for consideration other than cash during four immediately preceding previous years.

(vi) Shares reserved for issue under Employee Stock Option Plan

For details of shares reserved for issue under the Employee Stock Option Plan (ESOP) of the Group, refer Note - 43.

(vii) Qualified Institutional Placement

The board of directors of the Company at their meeting held on January 15, 2025 approved issuance of equity shares by way of Qualified Institutions Placement ("QIP') for an amount not exceeding ₹ 2,500 crores. Consequently, the Company has raised ₹ 1,860.66 crores through QIP on January 21, 2025. The QIP Committee of board of directors of the Company, at the meeting held on January 21, 2025, approved the allotment of 6,85,83,059 equity shares of face value of ₹ 10/- each to eligible Investors at an issue price of ₹ 271.30 per equity share (including a premium of ₹ 261.30 per equity share).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 22
OTHER EQUITY

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Share application money pending allotment		
As at the beginning of the year	**0.04**	0.01
Exercise price received pending allotment	**0.27**	0.03
As at the end of the year	**0.31**	0.04
Share suspense account		
As at the beginning of the year	**0.02**	0.02
As at the end of the year	**0.02**	0.02
Reserves and surplus		
Securities premium		
As at the beginning of the year	**5,251.48**	3,408.05
Preferential Issue of equity shares on conversion of warrants (net off share issue expenses of ₹ Nil (March 31, 2024: ₹ Nil)) [Refer Note- 21(iii)]	**-**	1,375.65
Issue of equity shares on preferential basis (net off share issue expenses of ₹ 27.55 Crore) [Refer Note- 21(iii)]	**2,258.97**	-
Issue of equity shares to qualified institutional buyers (net off share issue expenses of ₹ 39.34 Crore) [Refer Note- 21(vii)]	**1,764.52**	-
Share issue expenses on account of amalgamation	**(12.53)**	-
Conversion of warrants	**-**	458.55
Issue of shares upon exercise of options	**9.04**	9.23
As at the end of the year	**9,271.48**	5,251.48
Retained earnings		
As at the beginning of the year	**(2,224.91)**	(1,469.51)
Loss for the year	**(375.82)**	(628.02)
Difference between redemption amount of Put option liabilities and carrying amount of Non-controlling interest [Refer Note - 24]	**(278.69)**	(119.79)
Acquisition of NCI share	**-**	(7.59)
Net asset transferred in accordance to scheme of arrangement [Refer Note - 41]	**(1,343.72)**	-
As at the end of the year	**(4,223.14)**	(2,224.91)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Share options outstanding account		
As at the beginning of the year	**79.27**	67.36
Recognition of Share based payment expense	**12.68**	18.10
Issue of shares upon exercise of options	**(9.54)**	(6.19)
Transferred in accordance to scheme of arrangement [Refer Note - 41]	**(41.49)**	-
As at the end of the year	**40.92**	79.27
Treasury shares (Refer Note - 43)		
As at the beginning of the year	**(111.31)**	(115.00)
Treasury shares issued/ (purchased) by ESOP Trust	**7.15**	3.69
As at the end of the year	**(104.16)**	(111.31)
Share Warrants [Refer Note - 21 (iii)]		
As at the beginning of the year	**-**	475.00
Conversion of warrants	**-**	(475.00)
As at the end of the year	**-**	-
Capital reserve		
As at the beginning of the year	**22.89**	22.70
Equity shares issued to non-controlling shareholders upon amalgamation [Refer Note - 21(v)]	**593.25**	-
Issue of shares upon exercise of options	**2.90**	0.19
As at the end of the year	**619.04**	22.89
Other equity		
As at the beginning of the year	**(14.39)**	-
Adjusment on account of acquisition of shares held by NCI holders	**-**	(14.39)
As at the end of the year	**(14.39)**	(14.39)
Other comprehensive income		
Remeasurement gains/ (losses) on defined benefit plans		
As at the beginning of the year	**(3.66)**	0.75
Gains/ (losses) during the year	**(5.01)**	(4.41)
As at the end of the year	**(8.67)**	(3.66)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Fair value gains/ (losses) on equity instruments		
As at the beginning of the year	**7.49**	4.78
Gains/ (losses) during the year	**2.50**	2.71
As at the end of the year	**9.99**	7.49
Foreign currency translation reserve		
As at the beginning of the year	**0.24**	0.09
Gains/ (losses) during the year	**0.20**	0.15
As at the end of the year	**0.45**	0.24
Effective portion of cashflow hedge		
As at the beginning of the year	**0.21**	0.25
Gains/ (losses) during the year	**(0.14)**	(0.04)
As at the end of the year	**0.07**	0.21
Other equity attributable to owners of the Company (A)	**5,591.91**	3,007.37
Non-controlling interest		
As at the beginning of the year	**687.23**	2.71
Non-controlling interest recognised as at the beginning of the year	**907.44**	724.08
NCI holder's share in TCNS acquired through issue of equity shares [Refer Note 21(v)]	**(648.99)**	-
Difference between redemption amount of Put option liabilities and carrying amount of Non-controlling interest [Refer Note - 24]	**278.69**	119.79
Non-controlling interest recognised pursuant to business combinations during the year (Refer Note- 46)	**213.04**	846.60
Additional equity contribution by Non-controlling shareholders	**22.44**	-
Acquisition of NCI share	**-**	7.59
Profit/ (Loss) during the year	**(80.12)**	(108.40)
Issue of shares upon exercise of options	**-**	2.30
Non-controlling interest derecognised at the end of the year	**(1,378.61)**	(907.44)
As at the end of the year	**1.12**	687.23
Total other equity (A+B)	**5,593.03**	3,694.60

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Other equity		
Share application money pending allotment	**0.31**	0.04
Share suspense account	**0.02**	0.02
Reserves and surplus		
Securities premium	**9,271.48**	5,251.48
Retained earnings	**(4,223.14)**	(2,224.91)
Share options outstanding account	**40.92**	79.27
Treasury shares (Refer Note - 43)	**(104.16)**	(111.31)
Capital reserve	**619.04**	22.89
Other equity	**(14.39)**	(14.39)
Other comprehensive income		
Remeasurement gains/ (losses) on defined benefit plans	**(8.67)**	(3.66)
Fair value gains/ (losses) on equity instruments	**9.99**	7.49
Foreign currency translation reserve	**0.45**	0.24
Effective portion of cashflow hedge	**0.07**	0.21
Other equity attributable to owners of the Company	**5,591.91**	3,007.36
Non-controlling interest	**1.12**	687.23

The description of the nature and purpose of each reserve within other equity is as follows:

1. Share suspense account

As per the Scheme of Arrangement, the Non-Resident shareholders of ABNL, holding shares on repatriation basis, are allotted shares upon receiving necessary regulatory approval(s). The amount lying in share suspense account pertains to shares not allotted on account of pending requisite approvals.

2. Securities premium

Securities premium is used to record the premium on issue of shares, and is utilised in accordance with the provisions of the Companies Act, 2013.

3. Retained earnings

Retained earnings comprise of the Group's accumulated undistributed profits/ (losses) after taxes.

4. Share options outstanding account

The fair value of the equity-settled share based payment transactions with employees is recognised in Consolidated Statement of Profit and Loss with corresponding credit to employee stock options outstanding account. The amount of cost recognised is transferred to share premium on exercise of the related stock options.

5. Treasury shares (Refer Note - 43)

The equity shares of the Company have been acquired from open markets for Employee Stock Option Scheme 2019 and is held by ABFRL Employee Welfare Trust (ESOP Trust) at cost. Trust allots shares to employees at the time of exercise of stock options by the employees.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

6. Capital reserve

Capital reserve pertains to the reserve created out of the difference between the share capital issued and the net assets taken over at the time of Scheme of Arrangement and forfeiture of Rights shares.

7. Remeasurement gains/ (losses) on defined benefit plans

The cumulative balances of gains/ (losses) arising on remeasurements of defined benefit plan is accumulated and recognised within this component of other comprehensive income. Items included in remeasurement gains/ (losses) reserve will not be reclassified subsequently to Consolidated Statement of Profit and Loss.

8. Fair value gains/ (losses) on equity instruments

It represents the cumulative gains/(losses) arising on the fair valuation of equity shares (other than investments in subsidiaries, which are carried at cost) measured at fair value through other comprehensive income. This fair value gains/ (losses) will not be reclassified subsequently to Consolidated Statement of Profit and Loss.

9. Foreign currency translation reserve

The translation reserve comprise foreign currency exchange differences arising from the translation of the financial statements of foreign operations. This gains/ (losses) will be reclassified subsequently to Consolidated Statement of Profit and Loss.

NOTE: 23
NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

	Effective interest rate % p.a.	**Maturity**	**As at March 31, 2025 ₹ in Crore**	As at March 31, 2024 ₹ in Crore
Redeemable non-convertible debentures				
Redeemable non-convertible debentures - Series 9 (Unsecured)*	7.97%	January 29, 2026	**-**	498.42
Redeemable non-convertible debentures - Series 10 (Unsecured)*	7.71%	September 11, 2030	**743.38**	743.07
Redeemable non-convertible debentures (Unsecured)*	8.80%	August 26, 2027	**174.81**	-
Term loans from banks				
Term loan from Federal Bank (Secured)[2]	7.95%	March 28, 2028	**-**	499.54
Term loan from Axis Bank (Secured)[3]	8.15%	April 24, 2030	**-**	597.32
Term loan-FCTL (Secured)[7]	Reference Rate+1.90%	November 23, 2026	**6.82**	15.50
Term loan from ICICI Bank (Secured)[9]	8.21%	December 15, 2028	**36.81**	38.79
Term loan from ICICI Bank (Secured)[10]	1 Year MCLR	December 31, 2026	**20.00**	35.00
Term loan from ICICI Bank (Secured)[5]	8.75%	March 31 ,2026	**-**	2.50
Term loan from Bank (Secured)	9.35%	July 02, 2028	**0.78**	1.28
Term loan from ICICI Bank (Secured)[11]	9.10%	March 31, 2027	**4.98**	3.67
Term loan from Axis Bank (Secured)[12]	8.56%	September 30, 2028	**-**	58.03
Term loan from ICICI Bank (Secured)[13]	1 Year MCLR + Spread	April 30, 2026	**1.88**	15.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

	Effective interest rate % p.a.	Maturity	As at March 31, 2025 ₹ in Crore	As at March 31, 2024 ₹ in Crore
Term loan from others				
Other borrowings (Unsecured)[8]	8.00% - 14.37%	March 14, 2025 - February 15, 2027	**0.14**	2.33
Term loan from Aditya Birla Finance Limited (Unsecured)[6]	10.00%	December 31, 2026	**9.04**	-
Term loan from Aditya Birla Finance Limited (Unsecured)	9.75%	May 30, 2026	**1.69**	-
Term loan from Aditya Birla Finance Limited (Unsecured)	9.45% - 9.60%	July 15, 2026	**148.00**	-
Preference shares				
Non-Cumulative Non-Convertible Redeemable Preference Shares[14]	8.00%	March 26, 2029	**0.56**	1.11
Total			**1,148.88**	**2,511.56**

*Net off unamortised charges

Current maturities of long-term borrowings

	Effective interest rate % p.a.	Maturity	As at March 31, 2025 ₹ in Crore	As at March 31, 2024 ₹ in Crore
Current maturities of long-term borrowings				
Redeemable non-convertible debentures - Series 8 (Unsecured)*	5.89%	September 09, 2024	**-**	399.14
Redeemable non-convertible debentures (Unsecured)*	8.80%	August 26, 2027	**8.24**	-
Term loan from HDFC Bank (TUF) (Secured)[1]	1 year MCLR + 0.25%	March 15, 2025	**-**	3.33
Term loan from Axis Bank (Secured)[4]	1 Year MCLR + 1.25%	September 30, 2024	**-**	0.99
Term loan from ICICI Bank (Secured)[5]	8.75%	March 31 ,2026	**2.50**	2.50
Term loan from Aditya Birla Finance Limited (Unsecured)[6]	10.00%	December 31, 2026	**0.97**	9.99
Term loan-FCTL (Secured)[7]	Reference Rate + 1.90%	November 23, 2026	**9.09**	8.86
Term loan from ICICI Bank (Secured)[10]	1 Year MCLR	December 31, 2026	**20.00**	15.00
Other borrowings (Unsecured)[8]	8.00% - 14.37%	March 14, 2025 - February 15, 2027	**0.23**	12.50
Term loan from ICICI Bank (Secured)[9]	8.21%	December 15, 2028	**11.12**	11.14
Term loan from ICICI Bank (Secured)[11]	9.10%	March 31, 2027	**5.00**	-
Term loan from Axis Bank (Secured)[12]	8.56%	September 30, 2028	**-**	5.74
Term loan from ICICI Bank (Secured)[13]	1 Year MCLR + Spread	April 30, 2026	**7.50**	-
Term loan from Aditya Birla Finance Limited (Unsecured)	9.75%	May 30, 2026	**3.31**	-
Term loan from bank (Secured)	8.85% - 9.40%	December 31, 2024	**-**	15.99
Total (included in Current Borrowings)			**67.95**	**485.18**
*Net off unamortised charges				
Aggregate secured borrowings			**126.47**	1,330.18
Aggregate unsecured borrowings			**1,090.36**	1,666.56

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Notes:

i) Redeemable non-convertible debentures - Series 9 of ₹ 500 Crore has been transferred to Aditya Birla Lifestyle Brands Limited pursuant to Scheme of Arrangement.

ii) On September 12, 2024, the Company issued Redeemable non-convertible debentures - Series 11 ('NCD Series 11') of ₹ 500 Crore. During March 2025, the Company has bought back the NCD Series 11 from the open market and accordingly the liability stands extinguished.

iii) The Group has not defaulted on any loans payable, and there has been no breach of any covenant attached to the borrowings.

iv) The Group has used the borrowings from banks and financial institutions for the specific purpose for which it was taken.

v) The Group has registered all the charges with Registrar of Companies within the statutory period.

Details of security and terms of repayment

1. Term loan from HDFC Bank (TUF) secured by way of exclusive charge over movable assets of the Company's plant situated at Bhubaneswar, Odisha. The loan was repayable in 24 equal quarterly instalments commencing from June 15, 2019. The loan was repaid during the year.

2. Term loan of ₹ 500 Crores from Federal Bank is secured by way of First pari passu charge on the present and future fixed assets. The loan is repayable on maturity i.e 28th March, 2028. The loan was repaid during the year.

3 Term loan of ₹ 600 Crores from Axis Bank is secured by way of First pari passu charge on the present and future fixed assets. The loan is repayable on maturity i.e 24th April, 2030. The loan was repaid during the year.

4 Term loan secured by way of first charge created by hypothecation of movable property, plant and equipment and current assets of Finesse International Design Private Limited (a subsidiary of the Company) excluding vehicles both present and future. The loan was repayable in 12 structured quarterly instalments commencing from December 2021, i.e., after the moratorium period of 12 months.

5 The loan is secured by way of first charge created by hypothecation of movable property, plant and equipment and current assets of Finesse International Design Private Limited (a subsidiary of the Company) both present and future. The loan is repayable in 8 structured quarterly instalments commencing from June 2024.

6 The term loan is taken from Aditya birla Finance limited by Finesse International Design Private Limited (a subsidiary of the Company). The loan is repayable in structured monthly instalments commencing from June 2024. The loan had a moratorium period of 12 months.

7 Foreign Currency Term Loan (FCTL in US Dollars) from a Bank availed by the Subsidiary of the Company (M/s Sabyasachi Inc.) is secured by an irrevocable Standby Letter of Credit backed by its Parent entity (Sabyasachi Calcutta LLP) and charge over all moveable and immovable Property, plant and equipment of the Subsidiary. The loan is repayable in 16 equal quarterly instalments starting from March 31, 2023.

8 Loans amounting to ₹ 10.98 Crore is repayable in 20 equal quarterly instalments commencing from March 2020 and loans amounting to ₹ 3.85 Crore is repayable in 48-60 equal monthly instalment commencing on various dates through March 14, 2025 to October 14, 2027.

9 Term Loan from ICICI Bank is secured by the first parri-passu charge on both movable and immovable fixed aseets both present and future amounting to ₹ 50.00 Crore of Sabyasachi Calcutta LLP (a subsidiary of the Company). The tenure of term loan is 6 years with 18 months moratorium. The repayment starts from June 2024 and ends on Decemeber 2028.

10 Term loan has been taken from ICICI Bank which is secured by way of charge over movable Property, plant and equipment of Indivinity Clothing Retail Private Limited (a subsidiary of the Company). The loan is repayable in 10 equal quarterly instalments starting from quarter ended November 2024.

11 Term loan has been taken from ICICI Bank which is secured by way of charge over current assets and movable fixed assets of House of Masaba (a subsidiary of the Company).

12 Term loan has been taken from Axis Bank which is secured by way of First pari passu charge on the present and future fixed assets of Aditya Birla Garments Limited(a subsidiary of the Company). Term loan is repayable in 15 structured quarterly installement after 15 months from the date of first disbursement i.e from March 2025 till September 2028.

13 Term loan has been taken from ICICI Bank which is secured by way of charge by a first pari passu charge on all movable fixed assets of Jaypore E-commerce private limited (a subsidiary of the Company). The loan is repayable in 8 equal quarterly instalments starting from quarter ended June 2024.

14 The Board of Directors at its meeting held on February 14, 2024, approved issuance of Non-Cumulative Non-Convertible Redeemable Preference Shares ("NCRPS") on private placement basis subject to the approval of the shareholders of the Company, the proceeds of which is to be utilized towards redemption of the existing Preference Shares.

The Company received the approval of the Shareholders by way of Postal Ballot on March 21, 2024 for Re-classification of Authorised Share Capital and Issue of NCRPS on private placement basis to redeem the existing Preference Shares.

The Stakeholders Relationship Committee of the Board of Directors of the Company has on March 27, 2024 approved the allotment of 11,10,000 8% Non-Cumulative Non-Convertible Redeemable Preference Shares of face value of ₹ 10/- each on private placement basis to Birla Management Centre Services Private Limited (BMCSPL).

The existing Preference Shares were redeemed through the proceeds of fresh issuance of 8% Non-Cumulative Non-Convertible Redeemable Preference Shares on March 28, 2024.

As per the approved Scheme of arrangement, upon effectiveness of the Scheme, 5,55,000 Non-Convertible Redeemable Preference Shares will stand cancelled and in exchange BMCSPL will receive equivalent number of Non-Convertible Redeemable Preference Shares of Aditya Birla Lifestlye Brands Limited on identical terms. The Liability relating to such of Non-Convertible Redeemable Preference Shares has been transferred to the resulting entity as at March 31, 2025 upon approval of the Scheme.

NOTE: 24
NON-CURRENT FINANCIAL LIABILITIES- OTHERS

Accounting Policy - Non-controlling interest put option

Where the group does not have present ownership interest in the shares held by the non-controlling shareholders, measured at either fair value or at the proportionate share of the acquiree's identifiable net assets, and the related put option held by the group over such non-controlling shares remains unexercised, the group accounts for the non-controlling interest and the written put option at the end of each reporting period as below:

a. Group determines the amount that would have been recognised for the non-controlling interest, including an allocation to reflect the share of profit or loss, share of changes in other comprehensive income and dividends (if any) declared during the reporting period;

b. The group de-recognises the non-controlling interest as if it was acquired at the end of the reporting period;

c. The group recognises a financial liability in respect of the written put option at the present value of the amount payable on exercise of the non-controlling interest; and

d. Difference between b) and c) is accounted for as an equity transaction.

Upon exercise of the put option over the non-controlling interest the amount recognised as financial liability is extinguished by payment of the exercise price.

If the put option over the non-controlling interest remains unexercised, non-controlling interest is recognised at the amount it would have been, as if the put option had never been granted (i.e. measured initially at the date of the business combination, and remeasured for subsequent allocations of profit or loss, other comprehensive income and changes in equity attributable to the non-controlling interest). The financial liability is derecognised, with a corresponding credit to the same component of equity.

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Non-controlling interest put option*	**1,378.61**	907.44
Derivative instruments#	**7.60**	-
Liability towards license rights	**31.38**	537.13
Capital Creditors	**-**	2.20
Total	**1,417.59**	1,446.77

*Represents redemption amount of put option liabilities in respect of put options written by the Company for acquisition of Non controlling interest (NCI) held by minority shareholders in Sabyasachi Calcutta LLP, Indivinity Clothing Retail Private Limited, House of Masaba Lifestyle Private Limited, Goodview Fashion Private Limited, Pratyaya E-Commerce Private Limited, Imperial Online Services Private Limited, Awesomefab Shopping Private Limited, Bewakoof Brands Private Limited and Styleverse Lifestyle Private Limited. The Redemption amount of put option liabilities has been determined based on a valuation carried out by an independent valuer.

As per the terms of Shareholder's Agreement, Aditya Birla Digital Fashion Ventures Limited (ABDFVL), wholly owned subsidiary of the Company, has underwritten put options providing the other shareholders of Wrogn Private Limited with a right to sell their shares to ABDFVL at exercise price as determined in accordance with the terms of the agreement. Such options are accounted for as derivative financial instruments. The fair value of the put options are measured based on a valuation performed by an independent valuer.

NOTE: 25
NON-CURRENT PROVISIONS

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Employee benefit obligation		
Provision for compensated absence	**1.99**	1.29
Provision for gratuity (Refer Note - 42)	**79.53**	72.39
Stock Appreciation Rights (SAR)	**3.67**	0.27
Total	**85.19**	73.95

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 26
OTHER NON-CURRENT LIABILITIES

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Deferred income	**4.33**	27.56
Total	**4.33**	27.56

NOTE: 27
CURRENT - BORROWINGS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Loans repayable on demand from banks		
Cash credit/ Working capital demand loan (Secured)[1]	**172.39**	445.88
Cash credit/ Working capital demand loan (Unsecured)	**13.66**	450.00
Loans repayable on demand from others (Secured)	**-**	10.60
Loans repayable on demand from others (Unsecured)3	**35.70**	-
Commercial paper	**-**	295.48
Gold Metal Loan[2]	**-**	6.48
Current maturities of long-term borrowings (Refer Note - 23)	**67.95**	485.18
Total current borrowings	**289.70**	1,693.62
Aggregate secured borrowings	**227.60**	526.51
Aggregate unsecured borrowings	**62.10**	1,167.11

Details of security

1. Current borrowings are secured by way of first ranking pari passu charge on the current assets and second ranking pari passu charge on the movable and immovable assets of the respective entities in the Group.
2. The Sabyasachi Calcutta LLP (a subsidiary of the Company) had availed Gold Metal Loan from ICICI Bank as a part of its fund based sanction limit of ₹ 30 Crore for Jewellery manufacturing (domestic and export).The interest was charged monthly at notional value of gold linked to international gold lease rate. The loan was repaid during the year.
3. Interest rate for Loans repayable on demand from others ranges from 8% to 10%.

NOTE: 28
TRADE PAYABLES

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro enterprises and small enterprises (Refer details below)	**209.31**	323.90
Total outstanding dues of creditors other than micro enterprises and small enterprises*	**2,032.98**	3,807.42
Total	**2,242.29**	4,131.32

* Includes payable to related parties, For terms and conditions with related parties, refer Note - 47.

Ageing of Trade Payables:

₹ in Crore

Particulars	Outstanding as on March 31, 2025 (for following periods from due date of payment)					
	Not due (including unbilled)	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	**175.30**	**32.34**	**0.81**	**0.75**	**0.11**	**209.31**
(ii) Others	**1,674.70**	**333.30**	**17.05**	**3.32**	**4.61**	**2,032.98**
(iii) Disputed dues – MSME	**-**	**-**	**-**	**-**	**-**	**-**
(iv) Disputed dues – Others	**-**	**-**	**-**	**-**	**-**	**-**

Particulars	Outstanding as on March 31, 2024 (for following periods from due date of payment)					
	Not due (including unbilled)	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	98.20	223.31	1.11	0.60	0.34	323.56
(ii) Others	2,670.79	1,059.10	17.27	33.35	24.73	3,805.24
(iii) Disputed dues – MSME	-	0.22	0.12	-	-	0.34
(iv) Disputed dues – Others	0.23	0.54	0.03	0.25	1.13	2.18

NOTE: 29
CURRENT FINANCIAL LIABILITIES - OTHERS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Interest accrued but not due on borrowings	**29.26**	52.93
Creditors for capital supplies/ services	**67.42**	80.41
Derivative contracts	**0.03**	0.28
Employee Payable	**110.47**	221.67
Liability towards license rights	**0.13**	0.21
Others	**6.77**	18.88
Total	**214.08**	374.38

NOTE: 30
CURRENT PROVISIONS

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Employee benefit obligation		
Provision for compensated absences	**51.01**	97.13
Provision for gratuity (Refer Note - 42)	**7.49**	6.93
Stock Appreciation Rights (SAR)	**21.08**	31.60
Provision for pending litigations (Refer Note - 45)	**2.17**	63.60
Total	**81.75**	199.26

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Movement of provision for pending litigations during the year:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening balance	**63.60**	65.60
Add: pursuant to business combination during the year	**-**	0.49
Add: provision made during the year	**0.88**	1.32
Less: provision utilised during the year	**(10.49)**	(1.54)
Less: provision reversed during the year	**(1.79)**	(2.27)
Less: Transferred pursuant to Scheme of Arrangement	**(50.03)**	-
Closing balance	**2.17**	63.60

NOTE: 31
OTHER CURRENT LIABILITIES

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Advances received from customers	**97.10**	95.97
Deferred revenue*	**14.97**	20.89
Other advances received	**0.03**	0.49
Statutory dues (other than income tax)	**61.15**	90.42
Refund liabilities	**138.40**	603.58
Deferred income	**0.77**	0.61
Total	**312.42**	811.96

*** Deferred revenue**

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
As at the beginning of the year	**20.89**	18.61
Deferred during the year	**77.19**	80.00
Released to the Consolidated Statement of Profit and Loss	**(76.74)**	(77.72)
Transferred pursuant to Scheme of Arrangement	**(6.37)**	-
As at the end of the year	**14.97**	20.89

The deferred revenue relates to the accrual and release of customer loyalty points, according to the loyalty programme of respective businesses. As at March 31, 2025, the estimated liability towards unredeemed points amounts to ₹ 14.97 Crore (March 31, 2024: ₹ 20.89 Crore).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 32
REVENUE FROM OPERATIONS

Accounting Policy

Revenue from contracts with customers

Revenue from contracts with customers is recognised upon transfer of control of promised goods/ services to customers at an amount that reflects the consideration to which the Group expect to be entitled for those goods/ services.

To recognize revenues, the Group applies the following five-step approach:

- Identify the contract with a customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract; and
- Recognise revenues when a performance obligation is satisfied."

Revenue from sale of products

Revenue from sales of products is measured at the amount of transaction price (net of returns, customer incentives, discounts, variable consideration and other similar charges offered by the Company) allocated to that performance obligation.

Goods and Service Tax (GST) is not received by the Group on its own account. Rather, it is tax collected on behalf of the government. Accordingly, it is excluded from revenue.

Assets and liabilities arising from right to return

The Group has contracts with customers which entitles them an unconditional right to return.

Right to return assets

A right of return gives the Group a contractual right to recover the goods from a customer (right to return asset), if the customer exercises its option to return the goods and obtain a refund. The asset is measured at the carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods.

Refund liabilities

A refund liability is the obligation to refund part or all of the consideration received (or receivable) from the customer. The Group has therefore recognised refund liabilities in respect of customer's right to return. The liability is measured at the amount the Group ultimately expects it will have to return to the customer. The Group updates its estimate of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

The Group has presented its right to return assets and refund liabilities under other current assets and other current liabilities, respectively.

Income from gift voucher

Gift voucher sales are recognised when the vouchers are redeemed, and the goods are sold to the customer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Loyalty points programme

The Group operates a loyalty programme which allows customers to accumulate points on purchases made in retail stores. The points give rise to a separate performance obligation as it entitles customers to redeem as settlement of future purchase transaction price. Consideration received is allocated between the sale of products and the points issued, with the consideration allocated to the points equal to their fair value. Fair value of points is determined by applying statistical techniques based on the historical trends.

Transaction price allocated to reward points is deferred and recognised in the Consolidated Statement of Profit and Loss when points are redeemed or when the points expire. The amount of revenue is based on the value of points redeemed/ expired.

Income from services

Income from services is recognised as they are rendered based on agreements/ arrangements with the concerned parties, and recognised net of goods and services tax/ applicable taxes.

Export incentives income

Export incentives under various schemes notified by government are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

Licence fees and royalties

Royalty and licensing revenue is received from customers for usage of the Company's brand name. Revenue is recognised over time based on the terms of contracts with the customer.

Commission income

In case of sales of goods, where the Group is an agent in the transaction, the difference between the revenue and the cost of the goods sold is disclosed as commission income in other operating income.

REVENUE FROM OPERATIONS

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from sale of products		
Sale of products	**7,256.37**	6,331.97
Revenue from redemption of loyalty points (Refer Note - 31)	**31.27**	13.33
Total revenue from sale of products	**7,287.64**	6,345.30
Revenue from rendering of services	**21.27**	40.02
Other operating income		
Scrap sales	**9.99**	17.69
Export incentives	**0.11**	0.09
Licence fees and royalties	**5.05**	0.66
Commission income	**28.79**	27.18
Others	**1.88**	1.55
Total	**7,354.73**	6,441.49

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(a) Right to return assets and refund liabilities:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Right to return assets	**75.37**	316.99
Refund liabilities	**138.40**	603.58

* Balances pertaining to discontinued operations included above are Right to return assets: ₹ 254.51 crore, Refund liabilities: ₹ 469.39 crore.

(b) Contract balances:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Contract assets		
Trade receivables	**373.44**	1,282.78
Contract liabilities		
Advances received from customers	**97.10**	95.97
Deferred revenue	**14.97**	20.89

* Balances pertaining to discontinued operations included above are Trade receivables: ₹ 890.23 crore, Advances received from customers: ₹ 36.30 crore, Deferred revenue: ₹ 5.55 crore.

(c) Reconciliation of revenue as recognised in the Consolidated Statement of Profit and Loss with the contracted price:

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Revenue as per contracted price	**7,982.67**	6,913.57
Less:		
Sales return	**463.21**	355.41
Discount	**149.76**	101.33
Loyalty points	**14.97**	15.34
Revenue as per the Consolidated Statement of Profit and Loss	**7,354.73**	6,441.49

(d) Disclosure of disaggregated revenue recognised in the Consolidated Statement of Profit and Loss:

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Pantaloons		
Revenue from retail operations	**4,249.17**	4,184.23
Revenue from non-retail operations	**123.48**	144.04
	4,372.65	4,328.27

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Ethinic and Others		
Revenue from retail operations	**1,908.67**	1,399.99
Revenue from non-retail operations	**1,073.41**	713.23
	2,982.08	2,113.22
Revenue as per the Consolidated Statement of Profit and Loss	**7,354.73**	6,441.49

(e) Disclosure of disaggregated revenue recognised in the Consolidated Statement of Profit and Loss based on geographical location of customers:

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from customers outside India	**84.38**	110.50
Revenue from customers within India	**7,270.35**	6,330.99
Revenue as per the Consolidated Statement of Profit and Loss	**7,354.73**	6,441.49

NOTE: 33
OTHER INCOME

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Interest income	**10.81**	22.07
Net gain on investment in mutual funds (including on redemption)	**60.33**	36.67
Fair value gain on financial instruments at FVTPL	**43.05**	37.95
Gain on retirement of right-of-use assets (Refer Note - 4a & 44a)	**40.71**	31.59
Gain on derivative assets and liabilities (net)	**21.90**	-
Miscellaneous income	**18.92**	9.43
Total	**195.72**	137.71

NOTE: 34
COST OF MATERIALS CONSUMED

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
(a) Materials consumed		
Inventories at the beginning of the year	**83.02**	52.22
Add: Purchases	**545.17**	331.11
	628.19	383.33
Less: Inventories at the end of the year	**105.37**	83.02
Total	**522.82**	300.31

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
(b) Purchase of stock-in-trade		
Purchase of stock-in-trade	**2,756.13**	2,686.19
Total	**2,756.13**	2,686.19

(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade ₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Opening inventories		
Finished goods	**528.16**	83.86
Stock-in-trade	**1,542.19**	1,650.83
Work-in-progress	**84.36**	43.10
Inventories taken over pursuant to business combinations		
Finished goods	**8.07**	415.47
Stock-in-trade	**1.52**	13.24
Work-in-progress	**5.97**	55.35
	2,170.27	2,261.85
Less:		
Closing inventories		
Finished goods	**413.51**	528.16
Stock-in-trade	**1,737.21**	1,542.19
Work-in-progress	**121.43**	84.36
	2,272.15	2,154.71
(Increase)/Decrease in inventories	**(101.88)**	107.14

NOTE: 35
EMPLOYEE BENEFITS EXPENSE

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Salaries, wages and bonus	**999.20**	898.21
Contribution to provident and other funds (Refer Note - 42)	**49.29**	43.90
Share-based payment to employees (Refer Note - 43)	**30.98**	13.16
Gratuity expense (Refer Note - 42)	**20.58**	13.63
Staff welfare expenses	**42.17**	37.19
Total	**1,142.22**	1,006.09

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 36
FINANCE COSTS

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Interest expense on borrowings	**258.01**	267.82
Interest expense on lease liabilities (Refer Note - 4b & 44a)	**297.30**	278.95
Other borrowing costs	**8.86**	4.21
Unwinding of interest on financial liabilities	**3.22**	0.69
Total	**567.39**	551.67

NOTE: 37
DEPRECIATION AND AMORTISATION EXPENSE

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation on property, plant and equipment (Refer Note - 3a)	**233.88**	232.68
Depreciation on right-of-use assets (Refer Note - 4a & 44a)	**797.12**	694.85
Amortisation on intangible assets (Refer Note - 5)	**135.40**	89.36
Total	**1,166.40**	1,016.89

NOTE: 38
OTHER EXPENSES

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of stores and spares	**6.37**	1.89
Power and fuel	**1.76**	1.17
Electricity charges	**179.18**	156.59
Repairs and maintenance		
Buildings	**24.60**	13.55
Plant and machinery	**15.30**	12.94
Others	**175.75**	151.83
Insurance	**11.14**	9.61
Rates and taxes	**25.40**	18.52
Processing charges	**289.08**	157.37
Commission to selling agents	**103.06**	84.11
Brokerage and discounts	**3.33**	0.02
Advertisement and sales promotion	**591.15**	446.11
Transportation and handling charges	**191.03**	162.22
Royalty expenses	**10.23**	17.45
Legal and professional	**147.90**	152.37
Bad debts written off	**1.04**	1.10
Allowances for bad and doubtful debts	**4.32**	5.58
Provision for bad and doubtful deposits and advances	**2.85**	2.29
Printing and stationery	**8.02**	7.42
Travelling and conveyance	**58.27**	47.05
Communication expenses	**5.47**	3.49

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Loss on sale/ discard of property, plant and equipment	**-**	2.40
Bank and credit card charges	**40.11**	36.06
Donation	**0.21**	0.02
Postage expenses	**2.52**	1.35
Foreign exchange loss (net)	**1.06**	0.00
Information technology	**115.00**	112.24
Outsourcing, housekeeping and security	**94.57**	86.15
Corporate Social Responsibility (CSR)	**4.31**	3.08
Directors' fees	**0.95**	0.59
Miscellaneous	**39.90**	46.01
Total	**2,153.87**	1,740.58

NOTE: 38a
EXCEPTIONAL ITEMS

i) Continuing operations - Exceptional item in continued operations for the year ended March 31, 2025 pertains to Gain of ₹ 161.15 Crore on account of remeasurement of 33.5% equity interest held by the holding company in GFPL upon GFPL becoming a subsidiary of the Company during the year ended March 31, 2025.

ii) Discontinued operations - Exceptional items in discontinued operations for the Year ended March 31, 2025 pertains to exceptional charge of impairment of goodwill, right-of-use assets, franchisee rights and provision for inventory obsolescence aggregating to ₹ 98.33 crores pursuant to restructuring of operations of a business unit during the year ended March 31, 2025.

NOTE: 39
INCOME TAX EXPENSE

The major components of income tax (income)/ expense are:

Consolidated Statement of Profit and Loss:

In Profit or loss section

₹ in Crore

		Year ended March 31, 2025	Year ended March 31, 2024
Current income tax			
Current income tax charge		**32.65**	35.11
Current tax relating to earlier years		**-**	0.09
	(A)	**32.65**	35.20
Deferred tax charge / (credit)			
Relating to origination and reversal of temporary differences		**(126.86)**	(176.26)
	(B)	**(126.86)**	(176.26)
Total	**(A+B)**	**(94.21)**	(141.06)

In other comprehensive income (OCI) section
Deferred tax related to items recognised in OCI during the year

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Net (gains)/ losses on re-measurement of defined benefit plans	**0.83**	0.41
Net (gains)/ losses on fair value of equity instruments	**(0.84)**	(0.91)
Net (gains)/ losses on hedging instruments	**0.15**	0.04
Total	**0.14**	(0.46)

Reconciliation of tax (income)/ expense and the accounting profit/(loss) multiplied by India's domestic tax rate

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Accounting Loss before income tax from continuing operations	**(718.38)**	(1,048.08)
Tax expense/ (income) at statutory income tax rate of 25.17% (March 31, 2024: 25.17%)	**(180.82)**	(263.80)
Expenses not allowed under the Income tax Act:		
- Corporate Social Responsibility	**1.04**	0.76
- Expenses disallowed for tax purposes	**1.39**	1.33
- Impact of differential higher income tax rate applicable to a subsidiary	**2.70**	2.12
- Impact of unrecognised deferred tax assets on tax and depreciation loss	**130.24**	78.44
- Remeasurement of interest held in an erstwhile joint venture	**(40.56)**	-
- Others	**(8.21)**	40.00
Provision for current tax for earlier years	**-**	0.09
Income tax expenses/ (income) as per Statement of Profit and Loss Account	**(94.21)**	(141.06)
Accounting Loss before income tax from discontinued operations	**230.97**	219.18
Tax expense/ (income) at statutory income tax rate of 25.17% (March 31, 2024: 25.17%)	**58.14**	55.17
Expenses not allowed under the Income tax Act:		
- Expenses disallowed for tax purposes	**0.47**	0.67
- Others	**4.01**	(7.77)
Income tax expenses/ (income) as per Statement of Profit and Loss Account	**62.62**	48.07

NOTE: 40
EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the profit/(loss) and equity share data used in the basic and diluted EPS computations:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

		Year ended March 31, 2025	Year ended March 31, 2024
Continuing operations			
Net Profit/(Loss) for the year from continuing operations		**(624.17)**	(907.02)
Profit/(Loss) attributable to Non-Controlling interest		**(80.00)**	(107.89)
Profit/(Loss) for calculation of EPS	**(A)**	**(544.17)**	(799.13)
Weighted average number of equity shares for calculation of Basic EPS	**(B)**	**1,06,36,02,921**	96,43,37,897
Profit / (Loss) per share - basic (₹)	**(A/B)**	**(5.12)**	(8.29)
Weighted average number of equity shares outstanding		**1,06,36,02,921**	96,43,37,897
Weighted average number of potential equity shares		**19,71,425**	13,77,819
Weighted average number of equity shares for calculation of Diluted EPS	**(C)**	**1,06,36,02,921**	96,43,37,897
Diluted EPS (₹)	**(A/C)**	**(5.12)**	(8.29)
Nominal value of shares (₹)		**10.00**	10.00
Discontinued operations			
Profit/(Loss) for calculation of EPS	**(A)**	**168.35**	171.11
Weighted average number of equity shares for calculation of Basic EPS	**(B)**	**1,06,36,02,921**	96,43,37,897
Profit / (Loss) per share - basic (₹)	**(A/B)**	**1.59**	1.77
Weighted average number of equity shares outstanding		**1,06,36,02,921**	96,43,37,897
Weighted average number of potential equity shares		**19,71,425**	13,77,819
Weighted average number of equity shares for calculation of Diluted EPS	**(C)**	**1,06,36,02,921**	96,43,37,897
Diluted EPS (₹)	**(A/C)**	**1.59**	1.77
Nominal value of shares (₹)		**10.00**	10.00
Continuing and discontinued operations			
Profit/(Loss) for calculation of EPS	**(A)**	**(375.82)**	(628.02)
Weighted average number of equity shares for calculation of Basic EPS	**(B)**	**1,06,36,02,921**	96,43,37,897
Profit / (Loss) per share - basic (₹)	**(A/B)**	**(3.53)**	(6.52)
Weighted average number of equity shares outstanding		**1,06,36,02,921**	96,43,37,897
Weighted average number of potential equity shares		**19,71,425**	13,77,819
Weighted average number of equity shares for calculation of Diluted EPS	**(C)**	**1,06,36,02,921**	96,43,37,897
Diluted EPS (₹)	**(A/C)**	**(3.53)**	(6.52)
Nominal value of shares (₹)		**10.00**	10.00

Notes:

a) Treasury shares are adjusted in computing the weighted average number of equity shares outstanding during the year in calculation of EPS.

b) Stock options granted to the employees under various ESOP schemes are considered to be potential equity shares. The same is considered in the determination of diluted earnings per share to the extent that they are not anti-dilutive. During the current and previous year, the Stock options/RSUs are anti-dilutive and hence have been ignored for the purpose of calculating diluted EPS. Vested unexcercised stock options/RSUs have been considered in the calculation of Basic EPS where the excercise price of such options are insignificant.

NOTE: 41
DEMERGER OF MADURA FASHION & LIFESTYLE BUSINESS ("MFL BUSINESS")

The Board of directors at its meeting held on April 19, 2024, subject to necessary approvals, had considered and approved demerger of MFL Division under a Scheme of Arrangement among the Company, Aditya Birla Lifestyle Brands Limited ('Resulting Company'), wholly owned subsidiary of the Company and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

the Companies Act, 2013 (the ""Scheme""). The Scheme, inter alia, provided for demerger, transfer and vesting of the MFL Division from the Company into the Resulting Company on a going concern basis, and issuance of 1 equity share in the Resulting Company for every one equity share held in the Company as on the record date.

On March 27, 2025, the Hon'ble National Company Law Tribunal, Mumbai (NCLT) sanctioned the Scheme. The Company received the certified true copy of the order on April 22, 2025. Consequent upon filing of the certified copies of NCLT orders by the Company and the Resulting Company with the respective jurisdictional Registrar of Companies on April 23, 2025, the Scheme has become effective from May 1, 2025.

Significant Accounting Judgement

Management has accounted for the demerger in accordance with the accounting treatment specified in the sanctioned Scheme as a common control transaction where assets and liabilities have been transferred to Resulting Company at their respective book values. Management has evaluated that Promoter along with other promoter group companies (Promoters) have de-facto control over the MFL division, both before and after the demerger, on account of the following factors:

(i) Total cumulative shareholding Promoters relative to the size and dispersion of holding of other shareholders

(ii) There are no potential voting rights other than the equity shares. None of the other shareholders have any contractual or legal veto rights. Further, there has not been any instance of any resolutions being vetoed by other shareholders.

Basis above, demerger of the MFL division has been accounted as a common control transaction and assets and liabilities have been transferred to Resulting Company at their respective book values after the sanction of scheme by the NCLT.

Discontinued operations

MFL division qualifies as a discontinued operation as per Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations. The statement of profit and loss for the year ended March 31, 2024 have been restated by the Company to give effect of the Scheme. The directly identifiable assets, liabilities, income and expenditures of the MFL division are based on the books of accounts and underlying accounting records maintained by the Company. All other assets and liabilities including cash and cash equivalents, current investments in mutual funds, balance with government authorities, general corporate borrowings, deferred tax assets, income and expenditures (including common in nature), etc. have been allocated on a reasonable basis as approved by the Board.

a) Details of assets and liabilities transferred pursuant to Scheme of Arragement are as follows:

	₹ in Crore
Particulars	
Assets	
Non-Current Assets	
Property, plant and equipment	674.87
Capital work-in-progress	13.00
Goodwill	627.67
Other intangible assets	502.38
Right to use of assets	1,622.76

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

	₹ in Crore
Particulars	
Financial assets	
(i) Loans	0.48
(ii) Security deposits	176.73
(iii) Other financial assets	204.67
Deferred tax assets (net)	91.10
Non-current tax assets (net)	14.76
Other non-current assets	54.05
Total - Non-current assets	**3,982.47**

	₹ in Crore
Particulars	
Current assets	
Inventories	2,108.83
Financial assets	
(i) Current Investments	117.18
(ii) Loans	5.74
(iii) Security deposits	100.15
(iv) Trade receivables	1,322.04
(v) Cash and cash equivalents	53.05
(vi) Bank balance other than cash and cash equivalents above	0.59
(vii) Other financial assets	76.16
Other current assets	621.50
Total - Current assets	**4,405.24**
TOTAL - ASSETS - (A)	**8,387.71**

	₹ in Crore
Particulars	
Non-current liabilities	
Financial liabilities	
(i) Borrowings	77.44
(ii) Deposits	274.30
(iii) Lease liabilities	1,516.88
(iv) Other financial liabilities	518.08
Provisions	22.71
Other non-current liabilities	26.02
Total - Non-current liabilities	**2,435.43**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

	₹ in Crore
Particulars	
Current liabilities	
Financial liabilities	
(i) Borrowings	874.75
(ii) Trade payables	
Total outstanding dues of micro enterprises and small enterprises	89.11
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,032.20
(iii) Deposits	250.55
(iv) Lease liabilities	463.38
Other financial liabilities	147.36
Provisions	141.65
Other current liabilities	568.07
Total - Current liabilities	**4,567.06**
Total - Liabilities - (B)	**7,002.50**
Net Assets - C (A - B)	**1,385.21**

	₹ in Crore
Net cash flows attributable to the MFL business during the year ended March 31, 2025 is as follows:	**March 31, 2025**
Net cash inflows from operating activities	1,144.17
Net cash inflows from investing activities	6.95
Net cash used in financing activities	(1,230.41)
Net increase / (decrease) in cash and cash equivalents	**(79.29)**

b) Breakup for the amount of 'Net profit/(loss) after tax for the year from discontinued operations' has been presented in the Statement of Profit and Loss.

c) Pursuant to the Scheme, the difference between the book value of the assets and liabilities transferred to Resulting Company has been debited to the following reserves of the Company:

	₹ in Crore
Particulars	
Employee Stock options reserve	(41.49)
Retained earnings	(1,343.72)
Total	**(1,385.21)**

NOTE: 42
GRATUITY AND OTHER POST-EMPLOYMENT BENEFIT PLANS

The Group operates gratuity plan through a Trust wherein certain employees are entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service as per the Payment of Gratuity Act, 1972. In case of some employees, the Group's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972. The benefits are payable on termination of service or retirement, whichever is earlier. The benefits vests after five years of continuous service. A part of the

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

gratuity plan is funded and another part is unfunded and managed within the Group, hence the liability has been bifurcated into funded and unfunded.

The Group has contributed to the Insurer Managed Fund (managed by Life Insurance Corporation of India), details of which is available in the table of Investment pattern of plan assets.

The following tables summarise the components of net benefit expense recognised in the Consolidated Statement of Profit and Loss and Consolidated Balance Sheet for the respective plans:

Unfunded defined benefit plan

Net benefit expense recognised through the Consolidated Statement of Profit and Loss

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Current service cost	**12.99**	9.98
Interest cost on defined benefit obligation	**5.15**	4.07
Extinguishment to discontinued operations	**(0.22)**	(0.10)
Total	**17.92**	13.95

Changes in the present value of the Defined Benefit Obligations (DBO) are as follows:

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening defined benefit obligation	**72.33**	47.82
Addition pursuant to business combinations	**-**	15.73
Current service cost	**12.99**	9.98
Interest cost on defined benefit obligation	**5.15**	4.07
Actuarial (gain)/ loss on account of:		
Changes in demographic assumptions	**(0.26)**	0.03
Changes in financial assumptions	**4.54**	2.75
Experience adjustments	**(1.88)**	(0.95)
Actuarial (gain)/ loss recognised in Other Comprehensive Income	**2.40**	1.83
Benefits paid	**(9.82)**	(6.55)
Liabilities assumed/ (settled)	**(0.38)**	(0.55)
Transferred pursuant to Scheme of Arrangement	**(0.54)**	-
Closing defined benefit obligation	**82.11**	72.33

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Funded defined benefit plan

Net benefit expense recognised through the Consolidated Statement of Profit and Loss

		₹ in Crore
	Year ended March 31, 2025	Year ended March 31, 2024
Current service cost	**14.22**	12.49
Interest cost on defined benefit obligation	**7.27**	6.18
Interest income on plan assets	**(6.61)**	(6.35)
(Less): Amount attributable to discountiuned operation	**(12.22)**	(12.64)
	2.66	(0.32)

Changes in the defined benefit obligation and fair value of plan assets are as follows:

(i) Changes in the present value of the Defined Benefit Obligations (DBO):

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Opening defined benefit obligation	**98.19**	85.73
Addition pursuant to the scheme of arrangement	**1.80**	-
Current service cost	**14.22**	12.49
Interest cost on defined benefit obligation	**7.27**	6.18
Actuarial (gain)/ loss on account of:		
Changes in financial assumptions	**4.36**	1.83
Experience adjustments	**0.45**	2.61
Actuarial (gain)/ loss recognised in Other Comprehensive Income	**4.81**	4.44
Benefits paid	**(7.75)**	(7.80)
Liabilities assumed/ (settled)	**1.13**	(2.85)
Transferred pursuant to Scheme of Arrangement	**(92.83)**	-
Closing defined benefit obligation	**26.84**	98.19

(ii) Change in fair value of plan assets

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Change in fair value plan assets		
Opening fair value of the plan assets	**91.20**	85.05
Contributions by the employer	**6.62**	0.31
Addition pursuant to the scheme of arrangement	**0.73**	-
Interest income on plan assets	**6.61**	6.35
Actuarial gain/ (loss) recognised in OCI		
Actual returns on plan assets excluding amounts included in net interest	**(0.11)**	(0.51)
Benefits paid	**(0.16)**	
Transferred pursuant to Scheme of Arrangement	**(82.96)**	-
Closing fair value of the plan assets	**21.93**	91.20

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Amounts recognised in the Consolidated Balance Sheet

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Funded		
Present value of the defined benefit obligation	**26.84**	98.19
Fair value of plan assets	**21.93**	91.20
Net liability/ (asset)	**4.91**	6.99
Net liability is classified as follows:		
Current	**0.25**	0.10
Non-current	**4.66**	6.89
Net liability - Funded	**4.91**	6.99

Gratuity is funded through investments with an insurance service provider, i.e. Life Insurance Corporation of India (LIC). The plan assets under the scheme are administered by LIC. The investments are primarily in low risk assets.

		₹ in Crore
	As at March 31, 2025	As at March 31, 2024
Unfunded		
Present value of the defined benefit obligation	**82.11**	72.33
Liability	**82.11**	72.33
Net liability is classified as follows:		
Current	**7.25**	6.83
Non-current	**74.87**	65.50
Liability - Unfunded	**82.11**	72.33

The principal assumptions used in determining gratuity (funded and unfunded) defined benefit obligations for the Group are shown below:

	As at March 31, 2025	As at March 31, 2024
Discount rate		
Funded plan	**6.50% to 6.70%**	7.15% to 7.20%
Unfunded plan	**6.65% to 6.85%**	7.15% to 7.25%
Salary escalation rate		
Funded plan		
Management	**8.00% to 10.00%**	8.00%
Staff	**7.00%**	7.00%
Workers	**5.00%**	5.00%
Unfunded plan		
Stores	**7.00% to 9.00%**	5.00% to 7.00%
HO and Zones	**8.00%**	7.00% to 9.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The estimates of future salary increase, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The overall expected rate of return on plan assets is determined based on the market yield prevailing as on that date, applicable to the period over which the obligation is expected to be settled.

A quantitative sensitivity analysis for significant assumptions is as follows:

	As at March 31, 2025		As at March 31, 2024	
Sensitivity disclosure				
Discount rate	**0.50% increase**	**0.50% decrease**	0.50% increase	0.50% decrease
Increase/ (Decrease) in DBO (₹ in Crore)				
Funded plan	**(0.76)**	**0.83**	(3.60)	3.85
Unfunded plan	**(9.28)**	**11.33**	(4.86)	2.72
Salary escalation rate	**0.50% increase**	**0.50% decrease**	0.50% increase	0.50% decrease
Increase/ (Decrease) in DBO (₹ in Crore)				
Funded plan	**0.70**	**(0.77)**	3.84	(3.63)
Unfunded plan	**10.15**	**(9.22)**	5.30	(2.38)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognized in the balance sheet.

There has been no change from the previous year in the method and assumptions used in preparing the sensitivity analysis.

The maturity profile of the defined benefit obligation are as follows:

₹ in Crore

	March 31, 2025	March 31, 2024
Within the next 12 months (next annual reporting period)	**11.76**	19.75
Between 2 and 5 years	**43.15**	63.35
Between 6 and 10 years	**43.17**	76.95
Beyond 10 years	**131.23**	214.34
Total	**229.31**	374.39

The Group is expected to contribute ₹ 7.66 Crore to the gratuity fund during the year ended March 31, 2026 (March 31, 2025: ₹ 20.94 Crore).

The average duration of the defined benefit plan obligation at the end of the reporting period is 7 to 24 years (March 31, 2024: 6 to 24 years).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Risk exposure

Through its defined benefit plans, Group is exposed to number of risks, the most significant of which are detailed below:

Asset volatility	The plan liabilities are calculated using a discount rate set with reference to yields of government securities. If plan assets underperform this yield, this will create a deficit. Plan asset investments for gratuity are made in pre-defined insurance plans. These are subject to risk of default and interest rate risk. The fund manages credit risk/ interest rate risk through continuous monitoring to minimise risk to an acceptable level.
Inflation Risk	In the gratuity plans, the gratuity payments are not linked to inflation, so this is a less material risk.
Life Expectancy	The gratuity plan provides benefits for the life of the member, so increases in life expectancy will result in an increase in the plans' liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.

Defined contribution plans

Provident Fund: Contributions are made to registered provident fund administered by the government at the rate of 12% of the basic salary. The obligation of the Company is limited to the amount contributed and it has no further contractual or constructive obligation.

Employees' State Insurance: Employees' State Insurance is a state plan applicable to employees of the Company whose salaries do not exceed a specified amount. The contributions are made on the basis of a percentage of salary to a fund administered by government authority. The obligation of the Company is limited to the extent of contributions made on a monthly basis.

Superannuation Fund: Certain executive staff of the Company participate in Superannuation Fund, which is a voluntary contribution plan. The Company has no further obligations to the plan beyond its monthly contributions to the Superannuation Fund. The corpus of the fund is administered by a Trust belonging to the company and is invested in insurance products.

National Pension Scheme: Certain executive staff of the Company participate in National Pension Scheme, which is a voluntary contribution plan. The Company has no further obligations to the plan beyond its monthly contributions to a fund administered by a pension fund manager appointed by Pension Fund Regulatory and Development Authority.

Labour Welfare Fund (LWF): The Labour Welfare Fund (LWF) is a statutory contributory fund managed by the individual state government authorities in India. The state Labour Welfare Board determines the frequency and amount of the LWF contribution and it differs from state to state. The contributions to the LWF are made annually, half-yearly or monthly.

Amount recognised as an expense and included in Note - 35 as "Contribution to provident and other funds"

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Contribution to Government Provident Fund	**38.90**	36.59
Contribution to Superannuation Fund	**0.47**	0.49
Contribution to Employee Pension Scheme (EPS)	**3.21**	1.60
Contribution to Employee State Insurance (ESI)	**5.92**	5.12
Contribution to Employee Deposit Linked Insurance Scheme (EDLIS)	**0.25**	0.02
Contribution to Labour Welfare Fund (LWF)	**0.12**	0.07
Contribution to National Pension Scheme (NPS)	**0.42**	0.01
Total	**49.29**	43.90

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Note:-

1 The Group has evaluated the impact of the Supreme Court ("SC") judgement dated February 28, 2019 in the case of Regional Provident Fund Commissioner (II) West Bengal v/s Vivekananda Vidyamandir and Others, in relation to non-inclusion of certain allowances in the definition of "basic wages" of the relevant employees for the purposes of determining contribution to Provident Fund ("PF") under the Employees' Provident Fund & Miscellaneous Provisions Act, 1952. There are interpretation issues relating to the said SC judgement. In the assessment of the management, the aforesaid matter is not likely to have a significant impact on the Company and accordingly, no provision has been made in the financial statements.

2 The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact after the Code becomes effective.

NOTE: 43
SHARE-BASED PAYMENT

The expense recognised for employee services received during the year is shown in the following table:

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Expense arising from equity-settled share-based payment transactions	**7.10**	11.15
Expense arising from cash-settled share-based payment transactions	**23.88**	2.01
Total	**30.98**	13.16

A. Employee share-based payment plans of Holding Company

I. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017

During the year ended March 31, 2018, i.e. on July 25, 2017, the Nomination and Remuneration Committee of the Board of Directors of the Company ("NRC") and the Board of Directors ("Board") approved the introduction of another Employee Stock Option Scheme, viz. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 ("Scheme 2017") for issue of Stock Options in the form of Options ("Options") and/or Restricted Stock Units ("RSUs") to the identified employees of the Company and of its holding and subsidiary companies, subject to the approval of the Shareholders of the Company. Shareholders of the Company, vide a resolution passed at the Tenth Annual General Meeting of the Company, held on August 23, 2017, approved the introduction of the Scheme 2017 and authorised the Board/ NRC to finalise and implement the Scheme 2017.

Pursuant to demerger of Madura business, in accordance with the Scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited, the employees of the Madura business continue to be entitled to the options and RSUs granted under the Scheme 2017.

Accordingly, under the said Scheme 2017, vide its resolution dated September 8, 2017, the Committee commenced granting of options.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

i) Details of the grants under Scheme 2017

	Options	**RSU**
No. of Options/ RSUs	41,16,415	14,52,051
Method of accounting	Fair value	Fair value
Vesting plan	Graded vesting - 25% every year	Bullet vesting at the end of 3rd year
Exercise period	5 years from the date of vesting	5 years from the date of vesting
Grant date	September 08, 2017 Onwards	September 08, 2017 Onwards
Grant/ exercise price (₹ per share)	150.80 to 178.30	10.00
Market price on the date of granting of Options/ RSUs (₹ per share)	BSE - 147.70 to 176.40 NSE - 147.10 to 176.50	BSE - 147.70 to 176.40 NSE - 147.10 to 176.50
Method of settlement	Equity	Equity

ii) Movement of Options and RSUs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Options during the current and previous year:

Options	**As at March 31, 2025**		As at March 31, 2024	
	No. of Options	**Weighted average exercise price (₹ per share)**	No. of Options	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**9,19,897**	**176.67**	13,20,344	177.06
Granted during the financial year	**-**	**-**	-	-
Exercised during the financial year^	**(4,68,005)**	**175.37**	(3,53,021)	177.93
Lapsed during the financial year	**(22,509)**	**178.30**	(47,426)	178.30
Outstanding at the end of the financial year	**4,29,383**	**177.99**	9,19,897	176.67
Unvested at the end of the financial year	**-**	**-**	-	-
Exercisable at the end of the financial year	**4,29,383**	**177.99**	9,19,897	176.67

^The weighted average share price at the date of exercise of these Options was ₹ 312.97.

The following table illustrates the number and weighted average exercise prices of, and movements in, RSUs during the current and previous year:

	As at March 31, 2025		As at March 31, 2024	
	No. of RSU's	**Weighted average exercise price (₹ per share)**	No. of RSU's	Weighted average exercise price (₹ per share)
RSU				
Outstanding at the beginning of the financial year	**2,45,866**	**10.00**	3,03,490	10.00
Granted during the financial year	**-**		-	
Exercised during the financial year^	**(14,070)**	**10.00**	(57,624)	10.00
Lapsed during the financial year	**-**	**-**		10.00

	As at March 31, 2025		As at March 31, 2024	
	No. of RSU's	**Weighted average exercise price (₹ per share)**	No. of RSU's	Weighted average exercise price (₹ per share)
Outstanding at the end of the financial year	**2,31,796**	**10.00**	2,45,866	10.00
Unvested at the end of the financial year	**-**		-	
Exercisable at the end of the financial year	**2,31,796**	**10.00**	2,45,866	10.00

^The weighted average share price at the date of exercise of these RSUs was ₹ 278.61.

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025, is 1 year (March 31, 2024: 2 years) and for RSUs outstanding as at March 31, 2025, is 6 months (March 31, 2024: 1 year).

III. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019

During the year ended March 31, 2020, on July 26, 2019, the Nomination and Remuneration Committee and the Board of Directors (""Board""), approved introduction of Employee Stock Option Scheme, viz. Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 (""Scheme 2019"") through trust route, for issue of Stock Options in the form of Options ("Options") and/or Restricted Stock Units ("RSUs") to the identified employees of the Company and of its subsidiary companies. Based on the loan granted by the Company, the Trust held 47,18,017 equity shares as at March 31, 2024. During the year ended March 31, 2024, the Trust has not purchased any equity shares to back the grants made under the Scheme 2019. As on March 31, 2025, the Trust holds 43,95,862 equity shares. 3,18,344 equity shares were exercised during the year and 3,811 where sold in the open market.

Pursuant to demerger of Madura business, in accordance with the Scheme of arrangement between the Company and Aditya Birla Lifestyle Brands Limited, the employees of the Madura business continue to be entitled to the options and RSUs granted under the Scheme 2019.

Accordingly, under the said Scheme 2019, vide its resolution dated December 2, 2019, the Committee commenced granting of options.

i) Details of the grants under Scheme 2019

	Options	**RSU**
No. of Options/ RSUs	56,82,141	13,83,683
Method of accounting	Fair value	Fair value
Vesting plan	Graded and Bullet vesting over/ at the end of 1 to 3 years	Bullet vesting at the end of 3rd year
Exercise period	5 years from the date of vesting	5 years from the date of vesting
Grant date	December 02, 2019 onwards	December 02, 2019 onwards
Grant/ exercise price (₹ per share)	164.10 to 330.75	10.00
Market price on the date of granting of Options/ RSUs (₹ per share)	BSE - 163.85 to 338.00 NSE - 163.80 to 337.55	BSE - 163.85 to 338.00 NSE - 163.80 to 337.55
Method of settlement	Equity	Equity

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

ii) Movement of Options and RSUs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Options during the current and previous year (excluding SARs):

Options	As at March 31, 2025		As at March 31, 2024	
	No. of Options	**Weighted average exercise price (₹ per share)**	No. of Options	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**37,43,861**	**224.14**	39,46,259	217.69
Granted during the financial year	**-**	**-**	-	-
Exercised during the financial year^	**(2,19,850)**	**196.72**	(51,248)	173.55
Lapsed during the financial year	**(2,04,822)**	**258.02**	(1,51,150)	226.43
Outstanding at the end of the financial year	**33,19,190**	**223.86**	37,43,861	224.14
Unvested at the end of the financial year	**2,53,481**	**-**	5,28,781	-
Exercisable at the end of the financial year	**30,65,709**	**218.38**	32,15,080	214.14

^The weighted average share price at the date of exercise of these Options was ₹ 296.27.

The following table illustrates the number and weighted average exercise prices of, and movements in, RSUs during the and previous year:

RSU	As at March 31, 2025		As at March 31, 2024	
	No. of RSU	**Weighted average exercise price (₹ per share)**	No. of RSU	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**7,69,832**	**10.00**	9,27,034	10.00
Granted during the financial year	**-**		-	
Exercised during the financial year^	**(82,886)**	**10.00**	(1,36,515)	10.00
Lapsed during the financial year	**(2,010)**	**10.00**	(20,687)	10.00
Outstanding at the end of the financial year	**6,84,936**	**10.00**	7,69,832	10.00
Unvested at the end of the financial year	**2,16,470**		2,16,470	
Exercisable at the end of the financial year	**4,68,466**	**10.00**	5,53,362	10.00

^The weighted average share price at the date of exercise of these RSU was ₹ 307.23.

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025 is 3 years (March 31, 2024: 4 years) and for RSUs outstanding as at March 31, 2025 is 3 years (March 31, 2024: 4 years).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

IV. Aditya Birla Fashion and Retail Limited -TCNS Division Employee Stock Option Scheme 2024 ("ABFRL-TCNS Division ESOP Scheme")

Pursuant to merger of TCNS Clothing Ltd. with ABFRL, the Company issued replacement awards to the employees of TCNS as per Clause 24 of the approved Scheme of Amalagamation, i.e. in line with terms of grants made to them under the schemes previously issued by erstwhile TCNS Clothing Ltd., with adjustment for number of options and related terms in the Share Exchange Ratio.

i) The details of the Plan are as below:

	Options
No. of Options	2427380
Method of accounting	Fair value
Vesting plan	Graded vesting - with vesting completing between March 31, 2025 and March 01, 2031
Exercise period	Upto 7 years from the date of vesting
Grant date	September 3, 2024
Grant price (₹ per share)	163.64 to 390.55
Market price on the date of granting of SARs (₹ per share)	BSE - 319.45 NSE - 319.80
Method of settlement	Equity

ii) Movement of Options granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Options during the year:

	No. of Options	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	-	-
Granted during the financial year*	24,27,380	220.46
Exercised during the financial year	-	-
Lapsed during the financial year	-	-
Outstanding at the end of the financial year	**24,27,380**	**220.46**
Unvested at the end of the financial year	**95,333**	**-**
Exercisable at the end of the financial year	**23,32,047**	**217.84**

* Includes grants pursuant to the approved Scheme of Arrangement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

iii) The following table lists the inputs to the model used for options granted during the year:

	Options
Expected dividend yield (%)	Nil
Expected volatility (%)	29.46
Risk-free interest rate (%)	6.96
Weighted average fair value per SAR (₹)	161.11
Model used	Binomial model

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025 is 4 years.

b. Stock Appreciation Rights (SARs)

The SAR compensation cost is amortised on a straight-line basis over the total vesting period of the SARs. Accordingly, ₹ 23.88 Crore (March 31, 2024: ₹ 2.01 Crore) has been taken to the Consolidated Statement of Profit and Loss.

I. Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2019

On February 04, 2019, the Nomination and Remuneration Committee and the Board of Directors of the Company, at their respective meetings had approved the "Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2019" ("SARs Scheme 2019"), to grant SARs in the form of "Option SARs" and "RSU SARs", from time to time, to the eligible employees (as defined in the SARs Scheme 2019).

i) The details of the Plan are as below:

	Options SARs	RSU SARs
No. of SARs	32,43,149	13,81,305
Method of accounting	Fair value	Fair value
Vesting plan	May 16, 2019 onwards and graded vesting over 2 to 3 years	Bullet vesting- September 08, 2020 to November 15, 2025
Exercise period	3 years from the date of vesting	3 years from the date of vesting
Grant date	May 15, 2019 onwards	May 15, 2019 onwards
Grant/ exercise price (₹ per share)	178.30 to 330.75	10.00
Market price on the date of granting of SARs (₹ per share)	BSE - 192.45 to 338.00 NSE - 192.80 to 337.55	BSE - 192.45 to 338.00 NSE - 192.80 to 337.55
Method of settlement	Cash	Cash

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

ii) Movement of SARs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, Option SARs during the current and previous year:

Options	As at March 31, 2025		As at March 31, 2024	
	No. of Option SARs	**Weighted average exercise price (₹ per share)**	No. of Option SARs	Weighted average exercise price (₹ per share)
Option SARs				
Outstanding at the beginning of the financial year	**27,82,351**	**236.20**	28,87,587	238.64
Granted during the financial year	**-**		69,397	246.69
Exercised during the financial year^	**(2,32,813)**	**217.52**	(26,361)	288.10
Lapsed during the financial year	**(5,29,296)**	**240.98**	(1,48,272)	279.43
Outstanding at the end of the financial year	**20,20,242**	**240.17**	27,82,351	236.20
Unvested at the end of the financial year	**3,20,522**		12,91,042	
Exercisable at the end of the financial year	**16,99,720**	**233.39**	14,91,309	229.94

^The weighted average share price at the date of exercise of these Option SAR was ₹318.79 (March 31, 2024: ₹226.15)

The following table illustrates the number and weighted average exercise prices of, and movements in, RSU SARs during the current and previous year:

	As at March 31, 2025		As at March 31, 2024	
	No. of RSU SARs	**Weighted average exercise price (₹ per share)**	No. of RSU SARs	Weighted average exercise price (₹ per share)
RSU SARs				
Outstanding at the beginning of the financial year	**12,15,684**	**10.00**	12,97,650	10.00
Granted during the financial year	**-**		16,667	10.00
Exercised during the financial year^	**(1,09,920)**	**10.00**	-	
Lapsed during the financial year	**(60,590)**	**10.00**	(98,633)	10.00
Outstanding at the end of the financial year	**10,45,174**	**10.00**	12,15,684	10.00
Unvested at the end of the financial year	**5,43,335**		12,05,131	
Exercisable at the end of the financial year	**5,01,839**	**10.00**	10,553	10.00

^The weighted average share price at the date of exercise of these RSU SAR was ₹ 314.88 (March 31, 2024: ₹ 226.15)

The weighted average remaining contractual life for SARs options outstanding as at March 31, 2025 is 2 years (March 31, 2024 : 3 years) and for RSUs outstanding as at March 31, 2025, is 3 years (March 31, 2024: 4 years).

The expected life of the Share Options, RSUs and SARs is based on historical data and current expectations, and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the Share Options, RSUs and SARs is indicative of future trends, which may not necessarily be the actual outcome.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

I. Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2024

On August 04, 2024, the Nomination and Remuneration Committee and the Board of Directors of the Company, at their respective meetings had approved the "Aditya Birla Fashion and Retail Limited Stock Appreciation Rights Scheme 2024" ("SARs Scheme 2024"), to grant SARs in the form of "Option SARs" and "RSU SARs", from time to time, to the eligible employees (as defined in the SARs Scheme 2024).

i) The details of the Plan are as below:

	SARs	
	Options	**RSU**
No. of SARs	46,36,352	14,00,487
Method of accounting	Fair value	Fair value
Vesting plan	Graded vesting over 2 to 3 years	Bullet Vesting at the end 2 to 3 years
Exercise period	3 years from the date of vesting	3 years from the date of vesting
Grant date	August 07, 2024 onwards	August 07, 2024 onwards
Grant price (₹ per share)	248.55 to 318.90	10
Market price on the date of granting of SARs (₹ per share)	BSE - 242.15 to 323.90 NSE - 242.30 to 323.05	BSE - 242.15 to 323.90 NSE - 242.30 to 323.05
Method of settlement	Cash	Cash

ii) Movement of SARs granted

The following table illustrates the number and weighted average exercise prices of, and movements in, SARs during the year:

	As at March 31, 2025			
	No. of Option SARs	**Weighted average exercise price (₹ per share)**	No. of RSU SARs	Weighted average exercise price (₹ per share)
Outstanding at the beginning of the financial year	**-**	-	-	-
Granted during the financial year	**46,36,352**	318.37	14,00,487	10.00
Exercised during the financial year^	**-**		-	-
Lapsed during the financial year	**(1,78,350)**	**318.37**	(52,660)	10.00
Outstanding at the end of the financial year	**44,58,002**	**318.37**	13,47,827	10.00
Unvested at the end of the financial year	**44,58,002**		13,47,827	
Exercisable at the end of the financial year	**-**	**-**	-	-

iii) The following table lists the inputs to the model used for SARs as on grant date:

	Options	RSUs
Expected dividend yield (%)	Nil	Nil
Expected volatility (%)	36.62 to 40.35	36.67 to 43.92
Risk-free interest rate (%)	6.77 to 6.94	6.82 to 6.97
Weighted average fair value per SAR (₹)	71.73 to 120.71	211.55 to 271.34
Model used	Binomial model	Binomial model

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The weighted average remaining contractual life for the share Options outstanding as at March 31, 2025, is 3 years and for RSUs outstanding as at March 31, 2025, is 3 years.

I. Aditya Birla Digital Fashion Ventures Limited Employee Stock Option Scheme - 2022

During the year ended March 31, 2023, i.e. on December 23, 2022, the Board of Directors of Aditya Birla Digital Fashion Ventures Limited (ABDFVL) ("Board") approved the introduction of an Employee Stock Option Scheme, viz., Aditya Birla Digital Fashion Ventures Limited Employee Stock Option Scheme - 2022 ("Scheme 2022") for issue of Stock Options in the form of Options ("Options") to the identified employees of ABDFVL and of its holding company and subsidiary Companies subject to the approval of the shareholders of ABDFVL. Shareholders of ABDFVL vide its resoultion passed at Extra Ordinary General Meeting held on December 23, 2022, approved the introduction of Scheme 2022 and authorised the Board to finalise and implement the Scheme 2022.

Accordingly, under the said Scheme 2022, vide its resolution dated December 30, 2022, ABDFVL commenced granting of options.

i) Details of the grants under the Scheme 2022

	Options
No. of Options/ RSUs	3,06,01,518
Method of accounting	Fair value
Vesting plan	Graded and Bullet vesting
Exercise period	10 years from the date of grant
Grant date	December 30, 2022 Onwards
Grant/ exercise price (₹ per share)	10.00
Market price on the date of granting of Options/ RSUs (₹ per share)	9.48 to 10.64
Method of settlement	Equity

ii) Vesting conditions:

a. Type 1 (Tranche 1 - 8) : The Options shall vest, subject to continued employment and not on notice period as of respective vesting dates given above.

b. Type 2 (Tranche 1 - 8) : The Options shall vest, subject to Achievement of annual performance milestones.

c. Type 3 (Tranche 1 - 5, 7 and 8) - The options shall vest, subject to Achievement of target valuation less funding for the year ending March 31, 2026.

d. Type 3 (Tranche 6) - The options shall vest, subject to Value of total Aditya Birla group (ABG)/ Aditya Birla Fashion and Retail Limited (ABFRL) Holding in the venture at the end of Fiscal year ending March 31st, 2029, is equal to or higher that cumulative Investment Amount plus 20% (twenty percent) IRR on the investment Amount till the aforementioned period.

e. Type 4 (Tranche 1 - 8) : Continued employment and not on notice period as of respective vesting dates given above and Minimum Delivered Full Performance ("DFP") rating in the respective year of vesting.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

iii) Movement of Options granted

The following table illustrates the number and weighted average exercise prices of, and movements in, share options during the period:

Particulars	**As at March 31, 2025 No. of Options**	As at March 31, 2024 No. of Options
Outstanding at the beginning of the financial year	**2,51,84,514**	2,11,30,606
Granted during the financial year	**54,00,398**	40,70,514
Exercised during the financial year*	**-**	-
Lapsed during the financial year	**(6,19,067)**	(16,606)
Outstanding at the end of the financial year	**2,99,65,845**	2,51,84,514
Unvested at the end of the financial year	**2,08,69,584**	2,25,24,817
Exercisable at the end of the financial year	**90,96,261**	26,59,697

* The weighted average share price at the date of exercise of these options are not applicable, as there has been no exercise during the year.

iv) The following table lists the inputs to the model used for the Options granted during the year:

Particulars	**Options**
Expected dividend yield (%)	Nil
Expected volatility (%)	40.62% to 41.72%
Risk-free interest rate (%)	6.82% to7.11%
Weighted average fair value per Option (₹)	4.94 to 5.65
Model used	Binomial Method

I. Bewakoof Brand Private Limited (BBPL)

Employee option scheme 2023" (ESOP 2023)

Employee option Plan was approved by shareholders of BBPL vide their special resolution passed at the Annual General Meeting held on September 27, 2023, wherein they have agreed to create, offer, issue and allot up to 5,879 (Five Thousand Eight Hundred and Seventy-Nine) employee stock options ("Options") in the form of equity shares linked to the completion of minimum period of continued employment to the eligible employees of BBPL monitored by the Board of Directors. The holders of the vested options are entitled to apply for the one equity share of BBPL, in accordance with the terms of the grant.

i. Movements during the year

The following are the number and weighted average exercise prices of, and movements in, share options during the year:

Particulars	**As at March 31, 2025 No. of Options**	As at March 31, 2024 No. of Options
Outstanding at the beginning of the financial year	**1,284**	-
Granted during the financial year	**95**	1,284
Exercised during the financial year*	**201**	-
Lapsed during the financial year	**-**	-
Outstanding at the end of the financial year	**1,178**	1,284
Unvested at the end of the financial year	**-**	-
Exercisable at the end of the financial year	-	-

* The weighted average exercise price for the shares are ₹ 10.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Share options outstanding at end of the year have the following expiry date and exercise prices:

Grant date	Expiry date	Exercise price	Share option	
			As at March 31, 2025	As at March 31, 2024
September 27, 2023	**30-Oct-24**	10	357	424
September 27, 2023	**30-Oct-25**	10	370	437
September 27, 2023	**30-Apr-26**	10	356	423
February 04, 2025	**3-Feb-26**	**10**	22	-
February 04, 2025	**3-Feb-27**	**10**	23	-
February 04, 2025	**3-Feb-28**	10	24	-
February 04, 2025	**3-Aug-28**	**10**	13	-
February 04, 2025	**3-Feb-29**	10	13	-
Weighted Average Remaining Contractual Life			0.98 Years	1.42 Years

The weighted average fair value of the options granted during the year is ₹ 87,810.85 (March 31, 2024 - ₹ 87,810.86) per option. The fair value at the grant date is determined independently using binominal model.

The following table lists the inputs to the model used for options granted during the year:

Particulars	Options
Valuation model used	Binomial model
Weighted average fair values at the measurement date	88,328.29-88,328.61
Dividend yield (%)	0%
Expected volatility (%)	31.4 % - 35 %
Risk-free interest rate (%)	6.7 % - 6.71 %
Expected life of the options (in years)	1.08 years - 3.08 years
Exercise Price	10
Grant date	February 04, 2025

NOTE - 44
COMMITMENTS AND CONTINGENCIES

a) Leases

Lease commitments as lessee

The Group has entered into agreements for taking on lease certain land, residential and office premises, stores, warehouses, factories and property, plant and equipment on lease. The lease term is for periods ranging from 3 to 21 years, with escalation clauses in the lease agreements. Consistent with Industry practice, the Group has contracts which have fixed rentals or variable rentals based on a percentage of sales in the stores, or a combination of both.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Expenses/ Income recognised in the Consolidated Statement of Profit and Loss (Continuing and Discontinued Operations)

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Other income		
Gain on retirement of right-of-use assets*	**49.64**	50.07
*Includes amounts pertaining to Discontinued opertaion of ₹ 8.93 Crore (March 31, 2024:₹ 18.45 Crore)		
Rent		
Expense relating to short-term leases	**75.24**	74.75
Expense relating to leases of low value assets	**0.00**	5.89
Variable rent**	**894.61**	889.84
**Includes amounts pertaining to Discontinued operation of ₹ 764.70 Crore (March 31, 2024:₹ 739.14 Crore)		
Finance cost #		
Interest expense on lease liabilities	**485.04**	433.38
# Includes amounts pertaining to Discontinued operation of ₹ 187.74 Crore (March 31, 2024:₹ 154.43 Crore)		
Depreciation and amortisation expenses ^		
Depreciation on right-of-use assets	**1,197.79**	1,165.62
^ Includes amounts pertaining to Discontinued operation of ₹ 400.65 Crore (March 31, 2024:₹ 470.73 Crore)		
Other expenses ##		
Processing charges	**32.65**	23.11
Sublease payments received (not shown separately in the Consolidated Statement of Profit and Loss)	**89.60**	1.10
## Includes amounts pertaining to Discontinued operation of ₹ 121.22 Crore (March 31, 2024:₹ 23.11 Crore)		

The variable rent varies basis percentage of Net Sales Value (NSV) at the lease premises.

Contractual maturities of lease liabilities

The below table provides details regarding the contractual maturities of lease liabilities on undiscounted basis:

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Within one year	**921.79**	1,512.43
After one year but not more than five years	**2,459.69**	3,989.58
More than five years	**587.45**	938.37
Total	**3,968.93**	6,440.38

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The initial non-cancellable period of the lease agreement for stores is upto 3 years, beyond which there is an option for the lessee to continue the lease, which the Group expects to continue for a period of 2 to 3 years after the initial non-cancellable period, accordingly 5 – 6 years has been considered as the lease term. Post the non cancellable period, the Group has the option to exit the lease by giving a notice period. The Group assesses its intention to continue with the store leases considering its location and other economic factors associated with the lease arrangement.

Total cash outflow for leases for the year ended March 31, 2025 is ₹ 2618.13 Crore (Continuing and Discontinued Operations) (March 31, 2024: ₹ 2,393.34 Crore).

Total cash outflow for leases for Discontinued Operations for the year ended March 31, 2025 is ₹ 1,494.23 Crore.

The Group entered into a sale and leaseback transaction in respect of certain assets such as furniture and fixtures, office equipment etc., in line with its capital expenditure strategy. The assets were sold at fair values with no gains/ losses. Sale proceeds of ₹ 3.55 Crore (March 31, 2024: Nil) were realised upon sale of such assets. The lease arrangement is for a period of 4-5 years. The assets leased back have been recorded as a right-of-use assets with corresponding lease liabilities.

Lease commitments for leases not considered in measurement of lease liabilities

₹ in Crore

Particulars	As at March 31, 2025	As at March 31, 2024
Lease commitment for short-term leases	**8.43**	6.40
Lease commitment for leases of low value assets	**-**	-
Total	**8.43**	6.40

Variable lease payments

Some store leases contain variable payment terms that are linked to sales generated from a store. For certain stores, upto 100% of lease payment are on the basis of variable payment terms. Variable payment terms are used for a variety of reasons, including minimising the fixed cost base for newly established stores. Variable lease payments that depend on sales are recognised in profit or loss in the period in which the condition that triggers those payments occur.

₹ in Crore

Particulars	March 31, 2025		March 31, 2024	
Increase/ (decrease) in sales	**Increase by 5%**	**Decrease by 5%**	Increase by 5%	Decrease by 5%
Rent	**44.73**	**(44.73)**	44.49	44.49

b) Capital commitments

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**71.31**	111.25
Total	**71.31**	111.25

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 45
CONTINGENT LIABILITIES NOT PROVIDED FOR

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Claims against the Group not acknowledged as debts		
Commercial taxes	**19.51**	9.88
Excise duty	**1.70**	0.50
Customs duty	**-**	8.39
Bank Guarantees	**22.70**	37.71
Textile committee cess	**-**	0.75
Income Tax	**36.11**	4.95
Others*	**7.57**	33.69
Total	**87.59**	95.87

* Pertains to claims made by third parties, pending settlement which are considered not tenable.

The Group's pending litigations comprise of claims against the Group primarily for excise duty, comprising various cases demanding duty on reversal of CENVAT credit on sale of capital goods and for commercial taxes, comprising various cases in respect of short fall in submission of Forms F, H, I and C, disallowance of input credit, etc and short deduction of tax deducted at source.

The Group has reviewed all its pending litigations and proceedings, and has adequately provided for where provisions are required and disclosed the contingent liabilities in its financial statements where financial outflow is not probable. The Group does not expect the outcome of these proceedings to have a material adverse effect on the financial statements. In respect of litigations, where the management's assessment of a financial outflow is probable, the Group has a provision of ₹ 2.17 Crore as at March 31, 2025 (March 31, 2024: ₹ 63.60 Crore) (Refer Note-30).

The Group has a process whereby periodically all long-term contracts are assessed for material foreseeable losses. The Group has made provision as required under the accounting standards for material foreseeable losses on derivative contracts as at March 31, 2025.

Notes:

a) As per the approved Composite Scheme of Arrangement, the Group has transferred contingent liabilities of ₹ 14.73 crore specifically attributable to MFL business of Aditya Birla Lifestyle Brands Limited.

b) Claims against the group not acknowledged as debts does not include tax demands under various laws for which the probability of cash outflows has been determined by the management to be remote.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

NOTE: 46
BUSINESS COMBINATIONS

Acquisitions during the year ended March 31, 2025

The Holding Company raised its shareholding in Goodview Fashions Private Limited ('GFPL') from 33.5% to 51%, through secondary acquisition of 17.5% equity stake for an aggregate amount of ~₹127.42 crores from the existing shareholder of GFPL. GFPL became a subsidiary of the Company with effect from July 11, 2024.

The Company has completed the purchase price allocation during the year. Details of the fair value of the identifiable assets and liabilities taken over is as below:

	Fair value recognised on acquisition	
	₹ in Crore	₹ in Crore
Assets taken over		
Property, plant and equipment	27.83	
Brand	505.00	
Other intangible assets	0.56	
Right to use assets	46.37	
Security deposits (non-current)	7.86	
Deferred tax assets	1.93	
Other non-current assets	2.05	
Inventories	19.09	
Current Investments	11.29	
Security deposits (current)	1.22	
Trade receivables	4.29	
Cash and cash equivalent	4.71	
Other financial assets (current)	0.30	
Other current assets	4.76	637.26
Liabilities taken over		
Borrowings	1.38	
Lease liability	49.88	
Provisions	2.28	
Deferred Tax Liabilities (net)	127.11	
Trade payables	7.19	
Other financial liabilities	2.84	
Other current liabilities	11.71	202.39
Total identifiable net assets at fair value as at acquisition date (A)		434.87
Company's share of net assets		221.83
Non-Controlling Interest (B)*		213.04
Purchase consideration transferred (C)		371.34
Goodwill arising on acquisition (B+C-A)		**149.51**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

*On acquisition date, Non-Controlling Interest has been measured using proportionate share of the GFPL's identifiable net assets.

On acquision date, the fair value of previously held equity interest in GFPL is ₹ 243.91 crore and a gain of ₹ 161.15 crore has been recogined on account of remeasurement of interest held in an erstwhile joint venture under exceptional items in statement of profit and loss.

The fair value of acquired trade receivables has been disclosed in the table above. Gross contractual amount of the trade receivables is not materially different from its fair value.

Revenue and loss contribution

The acquired businesses contributed revenue from operations and profit after tax of ₹ 177.36 crores and ₹ 30.53 crores, respectively to the Group for the period ended 31 March 2025. If the acquisition had occurred on 01 April 2024, combined pro-forma revenue from operations and profit after tax for the year ended 31 March 2025 in relation to the acquisitions would have been ₹ 205.75 crores and ₹ 26.45 crores, respectively. These amounts have been calculated using the subsidiary's financial statements and adjusting them for the additional amortisation that would have been charged assuming the fair value adjustments to other intangible assets had applied from 01 April 2024, together with the consequential tax effects, as applicable.

Acquisitions during the year ended March 31, 2024

(i) Acquisition of TCNS Clothing Company Limited

The board of Directors at its meeting dated May 5, 2023, approved a draft Scheme of Amalgamation ('Scheme') between TCNS Clothing Co Limited ('Transferor Company' or 'TCNS') and the Aditya Birla Fashion and Retail Limited ('Transferee Company') and their respective shareholders and creditors, under Sections 230 to 232 of the Companies Act, 2013. The Scheme was Sanctioned by the Honourable NCLT on August 2, 2024. The Transferor Company and the Transferee Company have filed the certified copies of the order and the Scheme with the Registrar of Companies, Mumbai, on September 1, 2024 and accordingly, the Scheme has become effective from the September 1, 2024 ("Effective Date") and consequently TCNS stands amalgamated into and with ABFRL and dissolved without being wound up. In accordance with the Scheme, the appointed date is specified to be the same as the Effective date i.e. September 1, 2024. On September 5, 2024, the Company has allotted 5,57,43,053 fully paid-up equity shares of face value ₹ 10 each to the Non-controlling shareholders of TCNS. Subsequent to allotment of shares, the non controlling interest amounting to ₹ 648.99 crores has been derecognised.

(ii) Subsidiaries acquired by Aditya Birla Digital Fashion Ventures Limited

On October 20, 2023, Aditya Birla Digital Fashion Ventures Limited ("ABDFVL"), wholly owned subsidiary of the Company, entered into Shareholders Agreement ("SHA") and Share Subscription Agreement ("SSA") for acquisition of 51% stake of Styleverse Lifestyle Private Limited (The Indian Garage Co.) on a fully diluted basis. The said transaction was subject to customary closing conditions under the SHA and SSA. Subsequently acquired 51% stake in The Indian Garage Co. on October 30, 2023, thereby making it a subsidiary of ABDFVL. Purcahse price allocation was pending as at year ended March 31, 2024. Management has completed the purchase price allocation during the year March 31, 2025 and accordingly the comparitive balances for the year ended March 31, 2024 have been restated as permitted by IND AS 103.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Details of the fair value of assets and liabilities taken over on acquisition and consideration paid by the Group has been explained in the table below:

	Fair value recognised on acquisition	
	₹ in Crore	₹ in Crore
Assets taken over		
Property, plant and equipment	6.48	
Other intangible assets	0.02	
Right-of-use assets	11.59	
Brand	119.00	
Inventories	69.71	
Trade receivables	138.95	
Other financial assets	0.42	
Other Currents assets	35.12	381.29
Liabilities taken over		
Deferred tax liabilities	29.94	
Lease liabilities	11.22	
Other financial liabilities (non-current)	0.01	
Borrowings (Current)	19.98	
Trade Payable	148.63	
Other financial liabilities (current)	2.60	
Provisions (current)	0.14	
Other current liabilities	48.98	261.50
Total identifiable net assets at fair value as at acquisition date (A)		119.79
Company's share of net assets		19.44
Non-Controlling Interest (B)		100.35
Purchase consideration transferred (C)		55.00
Goodwill arising on acquisition (B+C-A)		**35.56**

During the year, ABDFVL has completed the Purchase Price Allocation. The table below explains the impact of the purchase price allocation on the amount of assets and liabilities that were recognized in the Consolidated financial statements for the year ended March 31, 2024. Accordingly, the comparative balances for the year ended March 31, 2024 in these consolidated financial statements have been restated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

	Re-assessment of assets & liabilities taken-over
Non-current assets	
Goodwill	11.78
Other intangible assets	0.40
Current assets	
Trade receivables	3.97
Other current assets	20.38
TOTAL - ASSETS	**36.53**
Equity	
Other equity	(11.40)
Non-current liabilities	
Deferred tax liabilities (net)	0.10
Current liabilities	
Trade payables	(4.34)
Other current liabilities	52.17
TOTAL - EQUITY AND LIABILITIES	**36.53**

NOTE: 47
RELATED PARTY TRANSACTIONS

Names of related parties and related party relationship with whom transactions have taken place:

Other related parties in which directors are interested

Aditya Birla Fashion and Retail Jan Kalyan Trust

Vyas Giannetti Creative Private Limited

Aditya Birla Management Corporation Private Limited

Indiginus Learning Private Limited

Parties under common control

Aditya Birla Lifestyle Brands Limited (with effect from March 27, 2025)

Joint Venture

Goodview Fashion Private Limited upto July 10, 2024

Associate

Wrogn Private Limited with effect from October 16, 2024

Post-employment benefit plans

Aditya Birla Fashion and Retail Limited - Employees Group Superannuation Scheme Trust

Aditya Birla Fashion and Retail Limited - Employees Group Gratuity Fund Trust

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Key Management Personnel ("KMP")

Mr. Kumar Mangalam Birla - Chairman and Non-Executive Director
Mr. Ashish Dikshit - Managing Director
Mr. Vishak Kumar - Whole-time Director upto April 30,2025
Ms. Sangeeta Tanwani - Whole-time Director
Mr. Nish Bhutani - Independent Director
Ms. Preeti Vyas- Independent Director
Mr. Sunirmal Talukdar - Independent Director
Ms. Sukanya Kripalu - Independent Director
Mr. Yogesh Chaudhary - Independent Director
Mr. Arun Kumar Adhikari - Independent Director
Mr. Vikram Dondu Rao - Independent Director
Mr. Venkatesh Mysore with effect from October 13, 2024
Mr. Pankaj Sood - Non-Executive Nominee Director
Ms. Ananyashree Birla - Non-Executive Director
Mr. Aryaman Birla - Non-Executive Director
Mr. Jagdish Bajaj - Chief Financial Officer
Mr. Anil Malik - Company Secretary

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

₹ in Crore

	Year ended March 31, 2025			Year ended March 31, 2024		
	Joint Venture and associate	**KMP and Relative of KMP**	**Other related parties**	Joint Venture	KMP and Relative of KMP	Other related parties
Sale of goods/ Vouchers	**-**	**-**	**1.28**	-	-	0.63
Reimbursement of expenses paid to	**-**	**-**	**58.07**	-	-	52.23
Consultancy/designing services	**-**	**-**	**0.03**	-	-	0.01
Contribution to post employment benefit plans	**-**	**-**	**5.19**	-	-	6.02
Remuneration paid to KMP*	**-**	**38.00**	**-**	-	36.78	-

* Includes paid to directors sitting fees

Balances outstanding

₹ in Crore

	As at March 31, 2025		As at March 31, 2024	
	KMP and Relative of KMP	**Other related parties**	KMP and Relative of KMP	Other related parties
Amounts owed to related parties	**-**	**151.27**	-	8.79
Deposits receivable	**-**	**5.64**	-	5.64

The above amounts are classified as security deposit receivable and trade payables (Refer Notes - 8 and 28 respectively).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Disclosure as per Regulation 34 (3) and 53 (f) read with Part A of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Disclosure of transactions with an entity belonging to the promoter/ promoter group holding 10% or more shareholding in the Company

Transactions during the financial year

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Grasim Industries Limited		
Reimbursement of expenses recovered	**-**	2.12
Purchase of goods	**-**	13.01
Rental Income	**-**	0.03
Sale of goods/gift vouchers	**-**	0.05

Notes:

a) No amounts in respect of the related parties have been written off/ back during the year.

b) Transactions with Grasim Industries Limited has been disclosed till the date when its shareholding in the Holding Company was above 10%.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Amount owed to and by related parties are unsecured and interest free and settlement occurs in cash. There have been no guarantees received or provided for any related party receivables or payables. For the year ended March 31, 2025, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2024: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Compensation of Key Managerial Personnel (KMP) of the Company

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Short-term employee benefits	**25.82**	28.44
Post-employment benefits	**3.75**	1.51
Share-based payment	**8.44**	6.83
Total	**38.00**	36.78

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key managerial personnel.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

KMPs interests in the Employee Stock Options and RSUs

Scheme	Grant date	Expiry period	Exercise price (₹)	As at March 31, 2025	As at March 31, 2024
				Number outstanding	Number outstanding
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 - Options	September 08, 2017 Onwards	5 years from the date of vesting	150.80 to 178.30	**1,65,248**	3,45,147
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 - Options	December 02, 2019 Onwards	5 years from the date of vesting	173.55 to 330.75	**14,93,790**	16,22,196
Total				**16,59,038**	19,67,343
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2017 - RSUs	September 08, 2017 Onwards	5 years from the date of vesting	10.00	**91,048**	91,048
Aditya Birla Fashion and Retail Limited Employee Stock Option Scheme 2019 - RSUs	December 02, 2019 onwards	5 years from the date of vesting	10.00	**3,24,354**	3,24,354
Total				**4,15,402**	4,15,402
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2019 - Options	August 18, 2021 Onwards	3 years from the date of vesting	206.35 to 288.10	**3,44,692**	5,31,467
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2024 - Options	August 07, 2024 onwards	3 years from the date of vesting	248.55 to 318.90	**12,13,423**	-
Total				**15,58,115**	5,31,467
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2019 - RSUs	August 18, 2021 Onwards	3 years from the date of vesting	10.00	**1,44,472**	1,65,754
Aditya Birla Fashion and Retail Limited Stock Appreciation Scheme 2024 - RSUs	August 07, 2024 onwards	3 years from the date of vesting	10.00	**2,28,909**	-
Total				**3,73,381**	1,65,754

NOTE: 48
GROUP INFORMATION

The consolidated financial statements of the Group include subsidiaries and joint venture listed in the table below:

Name of the entity	Relationship with Company	Country of incorporation	Principal Activities	Proportion of ownership interest and voting power held by the holding company	
				As at March 31, 2025	As at March 31, 2024
Jaypore E-Commerce Private Limited	Subsidiary	India	Retailing	**100.00%**	100.00%
Jayapore Inc.	Subsidiary	USA	Retailing	**100.00%**	100.00%
TG Apparel & Decor Private Limited	Subsidiary	India	Retailing	**100.00%**	100.00%
"Finesse International Design Private Limited"	Subsidiary	India	Manufacturing and retailing	**63.50%**	63.50%
Sabyasachi Calcutta LLP	Subsidiary	India	Manufacturing and retailing	**51.00%**	51.00%
Sabyasachi Inc.	Subsidiary	USA	Retailing	**51.00%**	51.00%

Name of the entity	Relationship with Company	Country of incorporation	Principal Activities	Proportion of ownership interest and voting power held by the holding company	
				As at March 31, 2025	As at March 31, 2024
Indivinity Clothing Retail Private Limited	Subsidiary	India	Manufacturing and retailing	**85.54%**	80.00%
House of Masaba Lifestyle Private Limited	Subsidiary	India	Retailing	**54.05%**	52.44%
Aditya Birla Garments Limited*	Subsidiary	India	Manufacturing and distribution	**NA**	100.00%
Aditya Birla Digital Fashion Ventures Limited	Subsidiary	India	Retailing	**100.00%**	100.00%
Pratyaya E-Commerce Private Limited	Subsidiary	India	Retailing	**82.24%**	76.03%
Imperial Online Services Private Limited	Subsidiary	India	Retailing	**79.78%**	61.00%
Awesomefab Shopping Private Limited	Subsidiary	India	Retailing	**66.08%**	66.06%
Bewakoof Brands Private Limited	Subsidiary	India	Retailing	**87.64%**	86.82%
Next Tree Products Private Limited	Subsidiary	India	Retailing	**87.64%**	86.82%
Styleverse Lifestyle Private Limited	Subsidiary	India	Retailing	**51.00%**	51.00%
Wrogn Private Limited	Associate	India	Retailing	**32.84%**	NA
TCNS Clothing Company Limited#	Subsidiary	India	Manufacturing and retailing	**NA**	52.01%
Goodview Fashion Private Limited##	Subsidiary	India	Manufacturing and retailing	**51.01%**	33.50%

Note :- Proportion of ownership interest and voting power held by Parent are on fully diluted basis.

* Transferred pursuant to Scheme of Arrangement

Amalgamated with the companywith effect from the effective date of september 1, 2024

Becaome a subsidiary of the Company during the year. (Refer note - 46)

NOTE: 49
SEGMENT INFORMATION

Based on the “management approach”, as defined under Ind AS 108 - Operating segments, the Chief Operating Decision Maker (CODM) evaluates the Group’s performance and allocates the resources based on the analysis of various performance indicators by business segments which are as follows:

Segments	Activities
Madura Fashion & Lifestyle (Discontinued Operations)#	Manufacturing, distribution and retailing of branded fashion apparel and accessories
Pantaloons	Retailing of apparel and accessories
Ethnic & Others*	Manufacturing, distribution and retailing of branded fashion apparel and accessories

*Jaypore, TG Apparel, Finesse, Sabyasachi, Sabyasachi Inc., Indivinity, HMLPL, Aditya Birla Digital Fashion Ventures Limited, TCNS Clothing Company Limited and GFPL businesses have been included in Ethnic & Others segment, considering all of these Companies branded apparel and accessories and is viewed as branded business.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

#Discrete financial information was available for Madura Fashion and Lifestyle segment and performance of the Madura Fashion and Lifestyle segment was reviewed by the CODM till the year ended March 31, 2025. Accordingly, management continues to disclose Madura Fashion and Lifestyle segment as separate operating segment.

Prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

Year ended March 31, 2025 and as at March 31, 2025

₹ in Crore

Particulars	Madura Fashion & Lifestyle (Discontinued Operation)	Pantaloons	Ethnic and Others	Total Segments	Eliminations	Total
Revenue						
External customers	**7,618.62**	**4,372.65**	**2,982.08**	**14,973.35**	**-**	**14,973.35**
Inter-segment	**211.33**	**-**	**141.52**	**352.85**	**(352.85)**	**-**
Total revenue	**7,829.95**	**4,372.65**	**3,123.60**	**15,326.20**	**(352.85)**	**14,973.35**

₹ in Crore

Particulars	Madura Fashion & Lifestyle (Discontinued Operation)	Pantaloons	Ethnic and Others	Total Segments	Corporate and eliminations	Total
Expenses/ (income)						
Depreciation, impairment and amortisation expense	**641.02**	**659.18**	**507.22**	**1,807.42**	-	**1,807.42**
Segment profit/ (loss)	**711.32**	**81.71**	**(435.36)**	**357.67**	**(845.08)**	**(487.41)**
Total assets	**8,387.74**	**5,333.55**	**8,408.10**	**22,129.39**	**2,897.85**	**25,027.24**
Total liabilities	**7,002.53**	**3,689.88**	**5,346.58**	**16,038.99**	**789.75**	**16,828.74**
Other disclosures						
Capital expenditure	**299.91**	**187.37**	**819.83**	**1,307.11**	-	**1,307.11**

Year ended March 31, 2024 and as at March 31, 2024

₹ in Crore

Particulars	Madura Fashion & Lifestyle	Pantaloons	Ethnic and Others	Total Segments	Eliminations	Total
Revenue						
External customers	7,554.37	4,328.27	2,113.22	13,995.86	-	13,995.86
Inter-segment	231.73	-	76.82	308.55	(308.55)	-
Total revenue	7,786.10	4,328.27	2,190.04	14,304.41	(308.55)	13,995.86

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

₹ in Crore

Particulars	Madura Fashion & Lifestyle	Pantaloons	Ethnic and Others	Total Segments	Corporate and eliminations	Total
Expenses/ (income)						
Depreciation, impairment and amortisation expense	638.34	643.84	373.06	1,655.23	-	1,655.23
Segment profit/ (loss)	544.12	(83.33)	(378.48)	82.31	(911.21)	(828.90)
Total assets	8,353.89	5,358.57	7,782.77	21,495.23	952.36	22,447.59
Total liabilities	7,135.22	3,683.08	4,601.35	15,419.65	2,318.31	17,737.96
Other disclosures						
Capital expenditure	302.26	214.15	2,816.85	3,333.26	-	3,333.26

Inter-segment revenues are eliminated upon consolidation and reflected in the 'Eliminations' column. All Eliminations are part of detailed reconciliations presented further below.

Corporate and eliminations

Finance income and costs are not allocated to individual segments as the underlying instruments are managed on a Group basis.

Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to these segments as they are also managed on a Group basis.

Capital expenditure consists of additions of property, plant and equipment and intangible assets including assets from acquisition of subsidiaries.

Reconciliation of amounts reflected in the consolidated financial statements:

Reconciliation of profit

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Segment profit/(loss)	**357.67**	82.31
Other unallocable (expenditure)/ income (net)	**6.27**	(14.31)
Exceptional items	**62.82**	-
Finance costs	**(949.39)**	(876.61)
Inter-segment (loss)/ profit on sales (elimination)	**53.10**	(33.04)
Share in profit/(loss) of Joint Venture and Associate	**(17.88)**	12.75
Loss before tax	**(487.41)**	(828.90)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Reconciliation of assets

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Segment operating assets	**22,129.39**	21,495.23
Cash and cash equivalents	**664.46**	77.21
Deferred tax assets (net)	**271.50**	222.94
Non-current tax assets (net)	**8.56**	1.06
Investment in Joint Venture and Associate	**130.52**	83.09
Non-current investments	**24.36**	21.03
Current Investments	**1,438.79**	461.85
Other corporate assets	**421.06**	141.56
Inter-segment eliminations	**(61.40)**	(56.37)
Madura Fashion and Lifestyle (Distributed during the year ended March 31, 2025)	**(8,387.74)**	-
Total	**16,639.50**	22,447.59

Reconciliation of liabilities

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Segment operating liabilities	**16,038.99**	15,419.65
Current borrowings	**12.94**	945.68
Non-current borrowings	**743.94**	1,018.24
Current maturities of long-term borrowings	**-**	399.14
Interest accrued but not due on borrowings	**31.22**	50.30
Other corporate liabilities	**280.28**	218.52
Inter-segment eliminations	**(278.63)**	(313.57)
Madura Fashion and Lifestyle (Distributed during the year ended March 31, 2025)	**(7,002.53)**	-
Total	**9,826.21**	17,737.96

Other information required by IND AS 108 (Continuing and Discontinued Operations)

₹ in Crore

	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from customers outside India	**264.44**	292.78
Revenue from customers within India	**14,708.91**	13,703.08
Total	**14,973.35**	13,995.86

(i) Non current assets (excluding Financial Instruments, Deferred tax assets, Investment accounted using equity method) amounting to ₹ 13,158.62 Crore (for both Continuing and Discontinued Operation) (March 31, 2024: ₹ 12,081.69 Crore) are held within India and ₹ 54.56 Crore (March 31, 2024: ₹ 64.74 Crore) are held outside India.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(ii) No single customer or customer group has accounted for more than 10% of the external revenues during the current and previous year.

NOTE - 50
FINANCIAL INSTRUMENTS: FAIR VALUE, RISK MANAGEMENT OBJECTIVES AND POLICIES

A. Accounting classification and fair values

The carrying value and fair value of financial instruments by categories as at March 31, 2025 and March 31, 2024 are as follows:

As at March 31, 2025

₹ in Crore

	FVTPL	FVTOCI	Amortised cost*	Total carrying value	Fair value		
					Level 1	Level 2	Level 3
Financial assets							
Investments (Refer Notes - 6b and 13)	**1,594.21**	**24.47**	**-**	**1,618.68**	**1,594.21**	**-**	**24.47**
Loans (Refer Notes - 7 and 14)	**-**	**-**	**3.21**	**3.21**	**-**	**-**	**-**
Security deposits (Refer Notes - 8 and 15)	**-**	**-**	**426.20**	**426.20**	**-**	**-**	**-**
Trade receivables (Refer Note - 16)	**-**	**-**	**373.44**	**373.44**	**-**	**-**	**-**
Cash and cash equivalents (Refer Note - 17)	**-**	**-**	**766.81**	**766.81**	**-**	**-**	**-**
Bank balance other than Cash and cash equivalents (Refer Note - 18)	**-**	**-**	**6.25**	**6.25**	**-**	**-**	**-**
Other financial assets (Refer Notes - 9 and 19)	**-**	**-**	**119.29**	**119.29**	**-**	**-**	**-**
Derivative instruments (Refer Note - 9)	**29.50**	**-**	**-**	**29.50**	**-**	**-**	**29.50**
Total	**1,623.71**	**24.47**	**1,695.20**	**3,343.38**	**1,594.21**	**-**	**53.97**
Financial liabilities							
Non-current borrowings (Refer Note - 23)	**-**	**-**	**1,148.88**	**1,148.88**	**-**	**-**	**-**
Current borrowings (Refer Note - 27)	**-**	**-**	**289.70**	**289.70**	**-**	**-**	**-**
Deposits	**-**	**-**	**43.73**	**43.73**	**-**	**-**	**-**
Trade payables (Refer Note - 28)	**-**	**-**	**2,242.29**	**2,242.29**	**-**	**-**	**-**
Other financial liabilities (Refer Notes - 24 and 29)	**-**	**-**	**245.43**	**245.43**	**-**	**-**	**-**
Derivative instruments (Refer Note - 24)	**7.60**	**-**		**7.60**		**-**	**7.60**
Derivative contracts (Refer Note - 29)	**0.03**	**-**	**-**	**0.03**	**0.03**	**-**	**-**
Non-controlling interest put option (Refer Note - 24)	**1,378.61**	**-**	**-**	**1,378.61**	**-**	**-**	**1,378.61**
Total	**1,386.24**	**-**	**3,970.03**	**5,356.27**	**0.03**	**-**	**1,386.21**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

As at March 31, 2024

₹ in Crore

	FVTPL	FVTOCI	Amortised cost*	Total carrying value	Fair value Level 1	Fair value Level 2	Fair value Level 3
Financial assets							
Investments (Refer Notes - 6b and 13)	880.71	21.03	-	901.74	880.71	-	21.03
Loans (Refer Notes - 7 and 14)	-	-	11.00	11.00	-	-	-
Security deposits (Refer Notes - 8 and 15)	-	-	637.68	637.68	-	-	-
Trade receivables (Refer Note - 16)	-	-	1,282.78	1,282.78	-	-	-
Cash and cash equivalents (Refer Note - 17)	-	-	454.03	454.03	-	-	-
Bank balance other than Cash and cash equivalents (Refer Note - 18)	-	-	8.36	8.36	-	-	-
Other financial assets (Refer Notes - 9 and 19)	-	-	427.67	427.67	-	-	-
Derivative instruments (Refer Note - 9)	0.46	-	-	0.46	0.46	-	-
Total	881.17	21.03	2,821.52	3,723.72	881.17	-	21.03
Financial liabilities							
Non-current borrowings (Refer Note - 23)	-	-	2,511.56	2,511.56	-	-	-
Current borrowings (Refer Note - 27)	-	-	1,693.62	1,693.62	-	-	-
Deposits	-	-	557.14	557.14	-	-	-
Trade payables (Refer Note - 28)	-	-	4,131.31	4,131.31	-	-	-
Other financial liabilities (Refer Notes - 24 and 29)	-	-	913.43	913.43	-	-	-
Derivative contracts (Refer Note - 29)	0.28	-	-	0.28	0.28	-	-
Non-controlling interest put option (Refer Note - 24)	907.44	-	-	907.44	-	-	907.44
Total	907.72	-	9,807.06	10,714.78	0.28	-	907.44

* Carrying value of financial instruments (current) measured at amortised cost equals to the fair value on account of the short-term nature. In respect of non-current borrowings, non-current financial liabilities and non-current financial assets, management has determined that the difference between the fair value at year end and their carrying amount is not materially different.

The carrying value of investment made in an associate as at March 31, 2025 is ₹ 130.52 Crore (March 31, 2024: Nil) and are measured at cost.

The carrying value of investment made in joint venture as at March 31, 2025 is Nil (March 31, 2024: ₹ 83.09 Crore) and are measured at cost.

Key inputs for level 1 and 3 fair valuation techniques

a) Derivative contracts:

i) Forward contracts: Fair value of forward foreign exchange contracts is determined using forward exchange rates as provided by banks to the Company (level 1)

b) Non-controlling interest put option:

i) Option contracts: Fair value of option contracts is determined basis valuation performed by independent valuer appointed by the Company (level 3)

c) Investment:

i) Unquoted equity instruments: Fair value has been determined by considering the net worth of the company to arrive at the fair value (level 3)

ii) Quoted investments: Fair value has been determined based on quoted price of the investment i.e. fair value (level 1)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Valuation inputs and relationships to fair value

The following tables show the valuation techniques used in measuring level 3 fair values, as well as the significant unobservable inputs used (refer above notes for valuation technique adopted):

Financial instruments measured at fair value

₹ in Crore

Particulars	Fair Value as at March 31, 2025	Significant unobservable inputs	Fair Value as at March 31, 2025: Increase by 0.50%	Fair Value as at March 31, 2025: Decrease by 0.50%	Sensitivity
Non-controlling interest put option	**1,378.61**	Risk adjusted discount rate	**1,319.62**	**1,437.43**	Increase in discount rate by 0.50% would decrease the fair value by ₹ 58.99 Crore and decrease in discount rate by 0.50% would increase the fair value by ₹ 58.82 Crore.
		EBITDA margin projection	**1,412.74**	**1,341.31**	Increase in EBITDA margin by 0.50% would increase the fair value by ₹ 34.13 Crore and decrease in EBITDA margin by 0.50% would decrease the fair value by ₹ 37.30 Crore.
		Revenue projection	**1,408.04**	**1,352.46**	Increase in revenue by 0.50% would increase the fair value by ₹ 29.43 Crore and decrease in revenue by 0.50% would decrease the fair value by ₹ 26.15 Crore.

Particulars	Fair Value as at March 31, 2025	Significant unobservable inputs	Fair Value as at March 31, 2025: Increase by 0.50%	Fair Value as at March 31, 2025: Decrease by 0.50%	Sensitivity
Call Option (Wrogn)	**29.50**	Risk adjusted discount rate	**30.80**	**28.50**	Increase in discount rate by 0.50% would increase the fair value by ₹ 1.30 Crore and decrease in discount rate by 0.50% would decrease the fair value by ₹ 1.00 Crore.
		EBITDA margin projection	**29.30**	**30.30**	Increase in margin by 0.50% would decrease the fair value by ₹ 0.20 Crore and decrease in margin by 0.50% would increase the fair value by ₹ 0.80 Crore.
		Revenue projection	**28.90**	**30.10**	Increase in revenue by 0.50% would decrease the fair value by ₹ 0.60 Crore and decrease in revenue by 0.50% would increase the fair value by ₹ 0.60 Crore.
Put Option (Wrogn)	**7.60**	Risk adjusted discount rate	**7.50**	**7.70**	Increase in discount rate by 0.50% would decrease the fair value by ₹ 0.10 Crore and decrease in discount rate by 0.50% would increase the fair value by ₹ 0.10 Crore.
		EBITDA margin projection	**7.70**	**7.50**	Increase in EBITDA margin by 0.50% would increase the fair value by ₹ 0.10 Crore and decrease in EBITDA margin by 0.50% would decrease the fair value by ₹ 0.10 Crore.
		Revenue projection	**7.70**	**7.50**	Increase in revenue by 0.50% would increase the fair value by ₹ 0.10 Crore and decrease in revenue by 0.50% would decrease the fair value by ₹ 0.10 Crore.

B. Risk management objectives and policies

The Group's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. 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 summarised below:

a) 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 market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates.

The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. As at March 31, 2025, approximately 82% of the Group's borrowings are at a fixed rate of interest (March 31, 2024: 87%).

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings taken at floating rates. With all other variables held constant, the Group's profit/ (loss) before tax is affected through the impact on floating rate borrowings, as follows:

	As at March 31, 2025		As at March 31, 2024	
Basis points (%)	**0.50% increase**	**0.50% decrease**	0.50% increase	0.50% decrease
Increase/ (decrease) on loss before tax				
₹ in Crore	**(1.28)**	**1.28**	(4.56)	4.56

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in the prior years.

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities denominated in currency other than INR. INR is the functional currency of the holding company and all the material subsidiaries and an associate.

The Group manages foreign currency risk by hedging its transactions using foreign currency forward contracts. The foreign exchange forward contracts are not designated as cash flow hedges, and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally from 2 to 6 months. As at March 31, 2025, the Group has hedged 81% (March 31, 2024: 41%) of its receivables in foreign currency and 89% (March 31, 2024: 109%) of its payables in foreign currency.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

The following table provide the details of forward contracts outstanding at the Balance Sheet date:

As at March 31, 2025	**Currency**	**Foreign currency in Crore**	**₹ in Crore**
Forward contracts to buy (Hedge of payables)	**USD**	**0.39**	**33.41**

As at March 31, 2025	**Currency**	**Foreign currency in Crore**	**₹ in Crore**
Forward contracts to sell (Hedge of receivables)	**USD**	**0.06**	**4.97**

As at March 31, 2024	**Currency**	**Foreign currency in Crore**	**₹ in Crore**
Forward contracts to buy (Hedge of payables)	USD	3.92	327.5
	EURO	0.00	0.41

As at March 31, 2024	**Currency**	**Foreign currency in Crore**	**₹ in Crore**
Forward contracts to sell (Hedge of receivables)	USD	0.31	26.13

The details of unhedged foreign currency exposure as at the Consolidated Balance Sheet date are as follows:

As at March 31, 2025	**Currency**	**Foreign currency in Crore**	**₹ in Crore**
Trade payables (net of advances)	**USD**	**0.07**	**5.81**
	EURO	**0.04**	**4.11**
	GBP	**0.04**	**3.71**
	AED	**0.00***	**0.02**
	NPR	**0.06**	**0.04**
	CAD	**0.00***	**0.15**
	HKD	**0.02**	**1.65**
Packing credit Foreign currency loan	**USD**	**0.20**	**17.12**
Trade receivables	**USD**	**0.01**	**17.75**
	EURO	**0.00***	**0.27**
	AED	**0.00***	**0.02**
	SGD	**0.00***	**0.08**

* The amount has been rounded off in Crore.

As at March 31, 2024	Currency	Foreign currency in Crore	₹ in Crore
Trade payables (net of advances)	USD	0.05	4.29
	EURO	0.05	4.48
	GBP	0.10	10.79
	AUD	0.00*	0.03
	DINAR	0.00*	0.01
	AED	0.01	0.14
Trade receivables	USD	0.29	24.16
	EURO	0.07	6.23
	HKD	0.02	0.18
	GBP	0.07	7.71
Bank balances	USD	-	-
	CNY	0.03	0.30
	BDT	0.22	0.16

* The amount has been rounded off in Crore.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in USD, with all other variables held constant. The impact on the Group's loss before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all other currencies is not material.

	As at March 31, 2025		As at March 31, 2024	
Basis points (%)	**0.50% increase**	**0.50% decrease**	0.50% increase	0.50% decrease
Increase/ (decrease) on loss before tax				
₹ in Crore	**0.07**	**(0.07)**	(0.10)	0.10

iii) Price risk

The Group invests in debt mutual fund schemes of leading fund houses. Such investments are susceptible to market price risks that arise mainly from changes in interest rate which may impact the return and value of such investments. However, given the relatively short tenure of underlying portfolio of the mutual fund schemes in which the Group has invested, such price risk is not significant.

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. To manage this, the Group periodically assesses financial reliability of customers and other counterparties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information. Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty.

The Group only deals with parties which has good credit rating given by external rating agencies or based on the Group's internal assessment.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Group. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable dues where recoveries are made, these are recognised as income in the Consolidated Statement of Profit and Loss.

The Group is exposed to credit risk from its operating activities (primarily trade receivables and security deposits).

Trade receivables

Customer credit risk is managed by each business unit, subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed, and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. As at March 31, 2025, the Group has 15 customers (March 31, 2024: 41 customers) that owed the Group more than ₹ 5 Crore each and accounts for approximately 61% (March 31, 2024: 76%) of all the receivables outstanding. There are 90 customers (March 31, 2024: 225 customers) with balances greater than ₹ 0.50 Crore each and accounts for approximately 33% (March 31, 2024: 12%) of the total amounts receivable.

An impairment analysis is performed at each reporting date on the basis of sales channel. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively. The calculation is based on losses from historical data and also considers reasonable and supportable infomation of current conclusions and forecast of future economic conclusion.

The Group's maximum exposure to credit risk for the components of the Consolidated Balance Sheet as at March 31, 2025 and March 31, 2024, is the carrying amount as provided in Note - 16.

c) Liquidity risk

The Group monitors its risk of shortage of funds. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, preference shares and commercial papers. Approximately, 20% of the Group's debt will mature in less than one year as at March 31, 2025 (March 31, 2024: 40%) based on the carrying value of borrowings reflected in the Consolidated financial statements. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to various sources of funding.

The below tables summarises the maturity profile of the Group's financial liabilities based on contractual payments.

As at March 31, 2025

₹ in Crore

	Less than 1 year	**1 to 5 years**	**More than 5 years**	**Total**
Borrowings (other than preference shares)*	**342.74**	**1,085.52**	**258.50**	**1,686.76**
Cumulative redeemable preference shares	**-**	**0.56**	**-**	**0.56**
Lease liabilities	**921.79**	**2,459.69**	**587.45**	**3,968.93**
Other financial liabilities	**187.28**	**1,409.07**	**21.11**	**1,617.46**
Deposits	**14.73**	**29.00**	**-**	**43.73**
Trade payables	**2,242.29**	**-**	**-**	**2,242.29**
Total	**3,708.83**	**4,983.84**	**867.06**	**9,559.73**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

As at March 31, 2024

₹ in Crore

	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings (other than preference shares)*	1,836.83	2,618.98	300.50	4,756.31
Cumulative redeemable preference shares	-	1.11	-	1.11
Lease liabilities	1,512.43	3,989.58	938.37	6,440.38
Other financial liabilities	426.06	1,164.11	960.41	2,550.58
Deposits	276.98	280.16	-	557.14
Trade payables	4,131.31	-	-	4,131.31
Total	8,183.61	8,053.94	2,199.28	18,436.83

*Includes interest

Excessive risk concentration

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations, to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry.

The Group is leader in apparels in the country and has a diversified portfolio of brands.

NOTE - 51
CAPITAL MANAGEMENT

The Group's objective, when managing capital is to ensure the going concern operation and to maintain an efficient capital structure to reduce the cost of capital, support the corporate strategy and meet shareholder's expectations. The policy of the Group is to borrow funds through banks/ financial institutions supported by committed borrowing facilities to meet anticipated funding requirements. The Group manages its capital structure and makes adjustments in the light of changes in economic conditions and the requirement of financial markets.

The capital structure is governed by policies approved by the Board of Directors, and is monitored by various metrics. Funding requirements are reviewed periodically.

The following table summarises the capital of the Group (debts excludes lease liabilities):

₹ in Crore

	As at March 31, 2025	As at March 31, 2024
Short-term debts (including current maturities of long-term borrowings)	**289.70**	1,693.62
Long-term debts	**1,148.88**	2,511.56
Total borrowings	**1,438.58**	4,205.18
Total - Equity (Including Non-controlling interest)	**6,813.29**	4,709.61

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.

The Group has not defaulted on any loans payable, and there has been no breach of any covenant attached to the borrowings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2025 and March 31, 2024.

NOTE - 52
ADDITIONAL INFORMATION REQUIRED UNDER SCHEDULE III OF THE COMPANIES ACT, 2013

Year ended March 31, 2025 and As at March 31, 2025

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income/ (loss) (OCI)		Share in total comprehensive income/ (loss) (TCI)	
	As % of consolidated net assets	₹ in Crore	As % of consolidated profit/ (loss)	₹ in Crore	As % of consolidated OCI	₹ in Crore	As % of TCI	₹ in Crore
Parent								
Aditya Birla Fashion and Retail Limited	**121.79%**	**8,297.86**	**27.98%**	**(127.53)**	**59.53%**	**(1.53)**	**28.15%**	**(129.06)**
Subsidiaries								
Jaypore E-Commerce Private Limited	**0.36%**	**24.80**	**12.27%**	**(55.93)**	**1.56%**	**(0.04)**	**12.20%**	**(55.93)**
TG Apparel & Decor Private Limited	**-0.02%**	**(1.22)**	**0.07%**	**(0.30)**	**0.00%**	**-**	**0.07%**	**(0.30)**
Finesse International Design Private Limited	**0.05%**	**3.08**	**2.12%**	**(9.67)**	**-5.84%**	**0.15**	**2.08%**	**(9.55)**
Sabyasachi Calcutta LLP	**13.88%**	**945.95**	**-2.36%**	**10.76**	**33.85%**	**(0.87)**	**-2.16%**	**9.89**
Indivinity Clothing Retail Private Limited	**-0.31%**	**(21.12)**	**31.23%**	**(142.37)**	**2.33%**	**(0.06)**	**31.07%**	**(142.43)**
House of Masaba Lifestyle Private Limited	**0.19%**	**12.67**	**7.89%**	**(35.97)**	**0.00%**	**-**	**7.85%**	**(35.97)**
Aditya Birla Garments Limited*	**0.26%**	**17.57**	**2.07%**	**(9.44)**	**2.72%**	**(0.07)**	**2.07%**	**(9.51)**
TCNS Clothing Co. Ltd.	**0.00%**	**-**	**0.00%**	**-**	**0.00%**	**-**	**0.00%**	**-**
GFPL	**1.42%**	**96.91**	**-8.77%**	**39.98**	**1.95%**	**(0.05)**	**-8.71%**	**39.93**
Aditya Birla Digital Fashion Ventures Limited	**-0.58%**	**(39.72)**	**58.85%**	**(268.24)**	**2.72%**	**(0.07)**	**58.53%**	**(268.31)**
Adjustments arising out of consolidation	**-37.04%**	**(2,523.49)**	**-31.35%**	**142.89**	**1.17%**	**(0.03)**	**-31.16%**	**142.85**
Total	**100.00%**	**6,813.29**	**100.00%**	**(455.82)**	**100.00%**	**(2.57)**	**100.00%**	**(458.39)**
Non-controlling Interest in subsidiary	**-**	**1.12**	**-**	**(80.00)**	**-**	**(0.12)**	**-**	**(80.12)**
Finesse International Design Private Limited	-	**1.12**	**-**	**(3.54)**	**-**	**0.05**	**-**	**(3.49)**
TCNS Clothing Co. Ltd.^	-	**-**	**-**	**(35.24)**	**-**	**0.29**	**-**	**(34.95)**
Sabyasachi Calcutta LLP	-	**-**	**-**	**5.28**	**-**	**(0.42)**	**-**	**4.86**
GFPL	-	**-**	**-**	**19.59**	**-**	**(0.02)**	**-**	**19.56**
Indivinity Clothing Retail Private Limited	-	**-**	**-**	**(21.36)**	**-**	**(0.01)**	**-**	**(21.37)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income/ (loss) (OCI)		Share in total comprehensive income/ (loss) (TCI)	
	As % of consolidated net assets	₹ in Crore	As % of consolidated profit/ (loss)	₹ in Crore	As % of consolidated OCI	₹ in Crore	As % of TCI	₹ in Crore
House of Masaba Lifestyle Private Limited	-	-	-	(16.66)	-	-	-	(16.66)
Aditya Birla Digital Fashion Ventures Limited	-	-	-	(28.07)	-	(0.01)	-	(28.08)
Total	**100%**	**6,812.17**	**100%**	**(375.82)**	**100%**	**(2.46)**	**100%**	**(378.27)**

* Transferred pursuant to Scheme of Arrangement

^ Relating to TCNS Clothing Co. Ltd. Upto the date of Amalgamation with the Holding Company

Year ended March 31, 2024 and As at March 31, 2024

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income/ (loss) (OCI)		Share in total comprehensive income/ (loss) (TCI)	
	As % of consolidated net assets	₹ in Crore	As % of consolidated profit/ (loss)	₹ in Crore	As % of consolidated OCI	₹ in Crore	As % of TCI	₹ in Crore
Parent								
Aditya Birla Fashion and Retail Limited#	107.21%	5,048.97	24.15%	(177.73)	50.00%	(1.05)	24.22%	(178.78)
Subsidiaries								
Jaypore E-Commerce Private Limited	0.12%	5.73	7.75%	(57.02)	-15.24%	0.32	7.68%	(56.70)
TG Apparel & Decor Private Limited	-0.02%	(0.92)	0.04%	(0.26)	-	-	0.04%	(0.26)
Finesse International Design Private Limited	0.27%	12.63	1.88%	(13.86)	3.33%	(0.07)	1.89%	(13.93)
Sabyasachi Calcutta LLP	19.88%	936.05	-4.30%	31.61	19.52%	(0.41)	-4.23%	31.20
Indivinity Clothing Retail Private Limited	0.45%	21.26	22.19%	(163.31)	15.71%	(0.33)	22.17%	(163.64)
House of Masaba Lifestyle Private Limited	0.50%	23.56	3.08%	(22.69)	0.95%	(0.02)	3.08%	(22.71)
Aditya Birla Garments Limited	0.58%	27.10	0.53%	(3.91)	1.43%	(0.03)	0.53%	(3.94)
TCNS Clothing Co. Ltd.#	6.44%	303.33	15.66%	(115.22)	20.95%	(0.44)	15.67%	(115.66)
Aditya Birla Digital Fashion Ventures Limited	4.79%	225.46	28.57%	(210.27)	2.38%	(0.05)	28.50%	(210.32)
Adjustments arising out of consolidation	-40.21%	(1,893.56)	0.44%	(3.25)	0.95%	(0.02)	0.44%	(3.27)
Total	100.00%	4,709.61	100.00%	(735.91)	100.00%	(2.10)	100.00%	(738.01)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit/ (loss)		Share in other comprehensive income/ (loss) (OCI)		Share in total comprehensive income/ (loss) (TCI)	
	As % of consolidated net assets	₹ in Crore	As % of consolidated profit/ (loss)	₹ in Crore	As % of consolidated OCI	₹ in Crore	As % of TCI	₹ in Crore
Non-controlling Interest in subsidiary	**-**	687.23	-	(107.89)	-	(0.51)	-	(108.40)
Finesse International Design Private Limited	-	4.61	-	(5.68)	-	(0.02)	-	(5.70)
TCNS Clothing Co. Ltd.	-	682.62	-	(55.23)	-	(0.21)	-	(55.44)
Sabyasachi Calcutta LLP	-	-	-	15.49	-	(0.21)	-	15.28
Indivinity Clothing Retail Private Limited	-	-	-	(32.66)	-	(0.07)	-	(32.73)
House of Masaba Lifestyle Private Limited	-	-	-	(10.78)	-	(0.00)	-	(10.78)
Aditya Birla Digital Fashion Ventures Limited	-	-	-	(19.03)	-	-	-	(19.03)
Total	100%	4,022.38	100%	(628.02)	100%	(1.59)	100%	(629.61)

TCNS has been amalgamated with the Holding Company pursuant to NCLT order dated August 2, 2024. The balances relating to ABFRL disclosed in the table above are from the Statutory financial statements for the year ended March 31, 2024.

NOTE: 53

SUMMARY OF OTHER ACCOUNTING POLICIES

(a) Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. Segment assets and liabilities include all operating assets and liabilities. Segment results include all related income and expenditure. Corporate (unallocated) represents assets, liabilities, income and expenses which relate to the Group as a whole and are not allocated to the segments.

Inter-segment transfers

The Group generally accounts for inter-segment sales at arm's length basis in a manner similar to transactions with third parties.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items

Unallocated items include general corporate income, expense and other common assets and liabilities which are not allocated to any business segment.

Segment accounting policies

The Group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

(b) Fair value measurements and hierarchy

The Group measures financial instruments, such as investments (other than equity investments in associate) and derivatives at fair value at each Consolidated Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability; or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use, or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances, and for which sufficient data are available to measure the fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy based on its nature, characteristics and risks:

- Level 1 - inputs are quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 - valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 - valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level of input that is significant to the fair value measurement as a whole) at the end of each reporting period.

(c) Foreign currencies

Transactions and balances:

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded applying the exchange rate at the date of transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the end of the year, are translated at the closing exchange rates prevailing on the Consolidated Balance Sheet date.

Exchange differences arising on settlement or translation of monetary items are recognised in the Consolidated Statement of Profit and Loss.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income (OCI) or the Consolidated Statement of Profit and Loss are also reclassified in OCI or the Consolidated Statement of Profit and Loss, respectively).

For the purposes of presenting these consolidated financial statements, the assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition are translated into Indian Rupees, the functional currency of the Company, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into Indian Rupees at the exchange rates at the dates of the transactions or an average rate, if the average rate approximates the actual rate at the date of the transaction. Exchange differences arising on translation for consolidation are recognised in OCI and accumulated in other equity (as exchange differences on translating the financial statements of a foreign operation), except to the extent that the exchange differences are allocated to non-controlling interest.

(d) Government grants

Government grants are recognised where there is a reasonable assurance that the grant will be received, and all attached conditions will be complied with:

- When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.
- When the grant relates to an asset, it is recognised as income in Statement of Profit and Loss in equal amounts over the expected useful life of the related asset.

When loans or similar assistance are provided by governments or related institutions, at a below-market rate of interest, the effect of this favourable interest is treated as a government grant. The loan or assistance is initially recognised and measured at fair value, and the government grant is measured as the difference between the proceeds received and the initial carrying value of the loan. The loan is subsequently measured as per the accounting policies applicable to financial liabilities.

(e) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur in the Consolidated Statement of Profit and Loss.

Borrowing cost includes interest and other costs incurred in connection with the arrangement of borrowings.

Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the interest costs.

(f) Taxes

Current tax

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 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in India.

The management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is recognised on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor the taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor the taxable profit or loss.

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 assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as a part of business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information is received or circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition, if they result from new information obtained about facts and circumstances existing at the acquisition date.

The Group had adopted the new tax regime in the Financial Year 2019-20 under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019.

Current tax and deferred tax relating to items recognised outside the Consolidated Statement of Profit and Loss are recognised outside the Consolidated Statement of Profit and Loss (either in OCI or in equity). Current tax and deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

(g) Property, plant and equipment

Freehold land is carried at historical cost. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Property, plant and equipment is stated at cost net of accumulated depreciation and accumulated impairment losses, if any. Cost includes borrowing costs for long-term construction projects, if the recognition criteria is met.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, 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 de-recognised when replaced. All other repairs and maintenance are charged to the Consolidated Statement of Profit and Loss, during the reporting period in which they are incurred.

Capital work-in-progress is stated at cost net of accumulated impairment losses, if any.

Based on managements' assessment, items of property, plant and equipment individually costing less than five thousand rupees, are depreciated within one year from the date the asset is ready to use or useful life of class of asset to which these assets belong.

Gains or losses on disposal of property, plant and equipment are determined by comparing proceeds with carrying amount. These are included in the Consolidated Statement of Profit and Loss within other gains/ losses.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(h) Investment properties

Investment property is freehold land and structure, held to earn rental income or for capital appreciation or both, but not for sale in ordinary course of business, used in the production or supply of goods or services or for administrative purposes.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Though the Group measures investment properties using cost-based measurement, the fair value of investment properties are disclosed in the notes. Fair value is determined on the basis of assessable market value of the property as per rate specified by Government Authority. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the Group considers information from a variety of sources including current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in Consolidated Statement of Profit and Loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment properties the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment properties only when there is a change in use. Transfers between investment property, owner-occupied property and inventories do not change the carrying amount of the property transferred and they do not change the cost of that property for measurement or disclosure purposes.

(i) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in the Consolidated Statement of Profit and Loss, in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite life are amortised over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period and changes if any, made on prospective basis. The amortisation expense on intangible assets with finite lives is recognised in the Consolidated Statement of Profit and Loss.

Intangible assets with indefinite useful life are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Consolidated Statement of Profit and Loss when the asset is de-recognised.

(j) Business combination and goodwill

Business Combinations are accounted for using the acquisition method. Cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are recognised in Consolidated Statement of Profit and Loss as incurred.

At the acquisition date, the identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values. However, certain assets and liabilities i.e. deferred tax assets or liabilities, assets or liabilities related to employee benefit arrangements, liabilities or equity instruments related to share-based payment arrangements and assets or disposal groups that are classified as held for sale, acquired or assumed in a business combination are measured as per the applicable Ind-AS.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate.

Judgement is applied in determining the acquisition date and determining whether control is transferred from one party to another. Control exists when the Group is exposed to or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive.

At the acquisition date, goodwill on business combination is initially measured at cost, being the excess of the sum of the consideration transferred, the amount recognised for any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net identifiable assets acquired and the liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purposes of impairment testing, goodwill acquired in a business combination is allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash-generating unit (CGU) to which goodwill has been allocated is tested for impairment annually as at reporting date. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

(k) Impairment of non-financial assets

At the end of each reporting period, the Group reviews the carrying amounts of its assets to determine whether there is any indication of impairment based on internal/ external factors. An impairment loss, if any, is charged to the Consolidated Statement of Profit and Loss in the year in which an asset is identified as impaired. An asset's recoverable amount is higher of an asset's or cash-generating unit's (CGUs) fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rates, that reflects current market assessment of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses of continuing operations, including impairment on inventories, are recognised in the Consolidated Statement of Profit and Loss.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually as at reporting date. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in the Consolidated Statement of Profit and Loss.

Reversal of impairment losses except on goodwill is recorded when there is an indication that the impairment losses recognised for the assets no longer exist or have decreased. An impairment loss recognised for goodwill is not reversed in subsequent periods.

(I) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognised when a Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables which do not contain significant financing component are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) 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 the Consolidated Statement of Profit and Loss are recognised immediately in the Consolidated Statement of Profit and Loss.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognised on the trade date.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

For the purpose of subsequent measurement, financial instruments of the Group are classified in the following categories:

(a) Non-derivative financial assets

(i) Financial assets at amortised cost

Financial asset is measured at amortised cost using Effective Interest Rate (EIR), if both the conditions are met:

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective Interest Rate (EIR) method:

The EIR method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument or, where appropriate, a shorter period, to the gross carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at Fair Value Through Profit or Loss (FVTPL). Interest income is recognised in the Consolidated Statement of Profit and Loss and is included in the 'Other income' line item.

(ii) Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI)

An instrument shall be measured at FVTOCI, if both of the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash flows and selling financial assets; and
- The asset's contractual cash flows represent Solely Payments of Principal and Interest (SPPI).

Financial assets included within FVTOCI category are measured initially as well as at each reporting period at fair value plus transaction cost. Fair value movements are recognised in other comprehensive income. However, the Group recognises interest income, impairment losses and reversals and foreign exchange gain/ (loss) in the Consolidated Statement of Profit and Loss. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to the Consolidated Statement of Profit and Loss.

(iii) Financial assets at Fair Value Through Profit or Loss (FVTPL)

Financial assets that do not meet the amortised cost criteria or FVTOCI criteria (refer above) are measured at FVTPL. In addition, financial assets that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or financial assets that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in the Consolidated Statement of Profit and Loss. The net gain or loss recognised in the Consolidated Statement of Profit and 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 dividend 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.

(iv) Equity investments

All equity investments (other than investments in associate) are measured at fair value as per Ind AS 109. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group has 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.

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 the Consolidated Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Impairment of financial assets:

The Group applies simplified approach of expected credit loss model for recognising impairment loss on lease receivables, 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. Expected 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 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 lifetime expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Group measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, 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 results from transactions that are within the scope of Ind AS 115, 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.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in OCI and is not reduced from the carrying amount in the Consolidated Balance Sheet.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(b) Non derivative financial liabilities

(i) Classification as debt or equity

Debt and equity instruments issued by the Group 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.

(1) 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 direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the Consolidated Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

(2) Compound financial instruments:

The component parts of compound financial instruments (convertible notes) issued by the Group are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Group's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

(3) Financial liabilities:

All financial liabilities are measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Group, and commitments issued by the Group to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL:

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading, if:

- It has been acquired or incurred principally for the purpose of selling or 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 a financial guarantee contract or 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 Group is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contracts 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 re- measurement recognised in the Consolidated Statement of Profit and Loss.

However, financial liabilities that are not held-for-trading and are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in the Consolidated Statement of Profit and Loss, in which case these effects of changes in credit risk are recognised in the Consolidated Statement of Profit and Loss. The remaining amount of change in the fair value of liability is always recognised in the Consolidated Statement of Profit and Loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in other comprehensive income under other equity and are not subsequently reclassified to the Consolidated Statement of Profit and Loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Group that are designated by the Group as at fair value through profit or loss are recognised in the Consolidated Statement of Profit and Loss.

Financial liabilities subsequently measured at amortised cost:

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the gross carrying amount on initial recognition.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(ii) Loans and borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Consolidated Statement of Profit and Loss over the period of borrowings using the EIR method. Fees paid on the establishment of loan facilities are recognised as the transaction cost of the loan to the extent it is probable that some or all of the facility will be drawn down, the fees are deferred until the draw down occurs. To the extent that there is no evidence that is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity and amortised over the period of facility to which it relates.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in the Consolidated Statement of Profit and Loss as 'Finance costs'.

(iii) Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in the Consolidated Statement of Profit and Loss, except for those which are designated as hedging instruments in a hedging relationship.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI financial assets are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in the Consolidated Statement of Profit and Loss, and other changes in the fair value of FVTOCI financial assets are recognised in OCI.

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in the Consolidated Statement of Profit and Loss.

<u>De-recognition of financial assets and financial liabilities</u>

The Group de-recognises 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. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for the amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable, and the cumulative gain or loss that had been recognised in OCI and accumulated in equity is recognised in the Consolidated Statement of Profit and Loss.

On de-recognition of a financial asset other than in its entirety (for example: when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the Consolidated Statement of Profit and Loss. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

The Group de-recognises financial liabilities 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 de-recognised and the consideration paid and payable is recognised in the Consolidated Statement of Profit and Loss.

Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount is reported in the Consolidated Balance Sheet where there is a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise 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.

(m) Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts and options contract in accordance with agreement, to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to the Consolidated Statement of Profit and Loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to the Consolidated Statement of Profit and Loss when the hedge item affects the Consolidated Statement of Profit and Loss or treated as basis adjustment, if a hedged forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

(n) Inventories

Raw materials, components, stores and spares, and packing materials are valued at lower of cost or net realisable value. However, these items are considered to be realisable at cost if the finished products, in which they will be used, are expected to be sold at or above cost. Cost includes cost of purchase and other costs in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis.

Traded goods, work-in-progress and finished goods are valued at cost or net realisable value, whichever is lower. Work-in-progress and finished goods include costs of direct materials, labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing cost. Traded goods cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average cost basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Proceeds in respect of sale of raw materials/ stores are credited to the respective heads. Obsolete and defective inventory are duly provided for, basis the management estimates.

(o) Provisions and contingent liabilities

The amount recognised as a provision is 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).

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount can be reliably estimated. The expense relating to a provision is presented in the Consolidated Statement of Profit and Loss, net of any reimbursements.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

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, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group (Refer Note – 45).

Claims against the Group, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in the consolidated financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

(p) Employee benefits

(a) Short-term employee benefits

Short-term employee benefits are recognised as an expense on accrual basis.

(b) Defined contribution plan

The Group makes defined contribution to the Government Employee Provident Fund and Superannuation Fund, which are recognised in the Consolidated Statement of Profit and Loss, on accrual basis. The Group recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service. The Group has no obligation, other than the contribution payable to the provident fund.

(c) Defined benefit plan

The Group operates a defined benefit gratuity plan in India. The Group contributes to a gratuity fund maintained by an independent insurance company. The Group's liabilities under The Payment of Gratuity Act, 1972 are determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Consolidated Balance Sheet date on Government bonds, where the terms of the Government bonds are consistent with the estimated terms of the defined benefit obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. This cost is included in the 'Employee benefits expense' in the Consolidated Statement of Profit and Loss. Re-measurement gains or losses and return on plan assets (excluding amounts included in net Interest on the net defined benefit liability) arising from changes in actuarial assumptions are recognised in the period in which they occur, directly in OCI. These are presented as re-measurement gains or losses on defined benefit plans under other comprehensive income in other equity. Remeasurements gains or losses are not reclassified subsequently to the Consolidated Statement of Profit and Loss.

(d) Compensated absences

The employees of the Group are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Group measures the expected cost of compensated absences as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Group recognises accumulated compensated absences based on actuarial valuation in the Consolidated Statement of Profit and Loss.

The Group presents the entire leave as a current liability in the Consolidated Balance Sheet, since it does not have any unconditional right to defer its settlement for twelve months after the reporting date.

(q) Share-based payment

Employees of the Group receive remuneration in the form of equity-settled instruments and stock appreciation rights for rendering services over a defined vesting period. Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date using an appropriate valuation model.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in the Consolidated Statement of Profit and Loss, such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity- settled share options outstanding account.

No expense is recognised for awards that do not ultimately vest because non-market performance and/ or service conditions have not been met.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

For cash-settled share-based payment, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability using a binomial method. At the end of each reporting period until the liability is settled and at the date of settlement, the fair value of the liability is re- measured, with any changes in the fair value recognised in 'Employee benefits expense' in the Consolidated Statement of Profit and Loss for the year.

The Group has created an "ABFRL Employee Welfare Trust"(ESOP Trust) and uses it as a vehicle for distributing shares to employees under the Employee Stock Option Scheme 2019 or any subsequent Stock Option Scheme. The trust purchase shares of the Company from the market, for giving shares to employees. The Group treats trust as its extension and shares held by trust are treated as treasury shares.

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from other equity. No gain or loss is recognised in the Consolidated Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued or sold, is recognised in capital reserve. Share options exercised during the reporting period are settled with treasury shares.

(r) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of the Group by the weighted average number of equity shares outstanding during the period.

Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. Earnings, considered in ascertaining the Company's earnings per share, is the net profit for the period after deducting preference dividends. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue that have changed the number of equity shares outstanding, without a corresponding change in resources.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders of the Group and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(s) Cash and cash equivalents

Cash and cash equivalents in the Consolidated Balance Sheet and for the purpose of the Consolidated Statement of Cash Flows comprise cash on hand and cash at bank including fixed deposits with original maturity period of three months or less and short-term highly liquid investments with an original maturity of three months or less net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

(t) Common control business acquisition

Acquisition of business under common control has been accounted in accordance with "Pooling of interest method", as specified below:

(a) All assets and liabilities acquired are stated at their carrying values as appearing in the financial statements of de-merged company

(b) Shares held by the de-merged company in the Company shall be cancelled

(c) Difference between the carrying amounts of assets and liabilities acquired, face value of the shares cancelled as referred to in (b) above and the amount recorded as share-capital issued to the shareholders of the de-merged company shall be transferred to capital reserve; and

(d) Financial information relating to the acquired business has been accounted from the beginning of the financial year, as if the acquisition had occurred from that date.

NOTE: 54
ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III

(i) DETAILS OF BENAMI PROPERTY HELD

No proceedings have been initiated on or are pending against the Group under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder.

(ii) COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The Parent, Subsidiaries and an Associate in India have complied with the number of layers prescribed under Section 2(87) of the Companies Act, 2013 read with Companies (Restriction of number of layers) Rules, 2017.

(iii) RELATIONSHIP WITH STRUCK OFF COMPANIES

The Group has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(iv) a) BORROWINGS SECURED AGAINST CURRENT ASSETS

The Group has borrowings from banks on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Group with banks are in agreement with the books of accounts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

b) WILFUL DEFAULTER

The Parent, Subsidiaries and an Associate in India have not been declared as wilful defaulters by any banks or financial institutions or government or any government authority.

c) UNDISCLOSED INCOME

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) COMPLIANCE WITH APPROVED SCHEME(S) OF ARRANGEMENTS

The Group has accounted for the scheme of arrangement with resulting Company in accordance with the accounting treatment as specified in the scheme. (Refer Note - 41)

(vi) UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM

The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Group has not received any funds from any person(s) or entity(ies), with the understanding (whether recorded in writing or otherwise) that the Group shall:

a. 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

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(vii) VALUATION OF PROPERTY PLANT AND EQUIPMENT (INCLUDING RIGHT-OF-USE ASSETS), INTANGIBLE ASSETS AND INVESTMENT PROPERTY

The Group has not revalued its Property, Plant and Equipment (including Right-of-use assets), Intangible assets and Investment Property during the current or previous year.

As per our report of even date

For Price Waterhouse & Co Chartered Accountants LLP
Chartered Accountants
ICAI Firm Registration No. 304026E/E-300009

A.J. SHAIKH
Partner
Membership No.: 203637

Place: Mumbai
Date : May 23, 2025

For and on behalf of the Board of Directors of Aditya Birla Fashion and Retail Limited

ASHISH DIKSHIT
(Managing Director)
(DIN: 01842066)

Place: Mumbai
Date : May 23, 2025

SANGEETA TANWANI
(Whole-time Director)
(DIN: 03321646)

Place: Mumbai
Date : May 23, 2025

JAGDISH BAJAJ
(Chief Financial Officer)

Place: Mumbai
Date : May 23, 2025

ANIL MALIK
(Company Secretary)
(M.No.: A11197)

Place: Mumbai
Date : May 23, 2025

GLOSSARY OF ABBREVIATIONS

ABFRJKT	Aditya Birla Fashion and Retail Jan Kalyan Trust
ABFRL	Aditya Birla Fashion and Retail Limited
ABG	Aditya Birla Group
ABLBL	Aditya Birla Lifestyle Brands Limited
ABM	Area Business Manager
ABW	Aditya Birla Wellness
ACE	Achieve Career Excellence
AI	Artificial Intelligence
APS	Announced Pledges Scenario
AQL	Acceptable Quality Limit
ASHRAE	American Society of Heating, Refrigerating and Air-Conditioning Engineers
AWOO	A World of Opportunities
BCI	Better Cotton Initiative
BCP	Business Continuity Plan
BOSS	Buy Online Ship from Store
BRSR	Business Responsibility and Sustainability Report
BSI	British Standards Institution
BU	Business Unit
CAGR	Compounded Annual Growth Rate
CAIF	Circular Apparel Innovation Factory
CBM	Cluster Business Manager
CCA	Customer Care Association
CEE	Centre for Environment Education
CEO	Chief Executive Officer
CEP	Continuing Education Policy
CET	Common Entrance Test
CFO	Chief Financial Officer
CFR	Cost and Freight
CHRO	Chief Human Resource Officer
CII	Confederation of Indian Industry
CISO	Chief Information Security Officer
CMAI	National Clothing Manufacturers Association of India
CMS	Complaint Management System
CNG	Compressed Natural Gas
COC	Code of Conduct
COE	Centre of Excellence
COSO	Committee of Sponsoring Organizations of the Treadway Commission
CPCB	Central Pollution Control Board
CRM	Customer Relationship Management
CRO	Chief Risk Officer
CSO	Chief Sustainability Officer
CSR	Corporate Social Responsibility
CVRS	Customer Voice Response System
D2C	Direct-to-Consumer
DLP	Data Loss Prevention
DNA	Deoxyribonucleic acid
DR	Disaster Recovery
DWMS	Digital Water Monitoring System
EAP	Employee Assistance Program
EBITDA	Earnings Before Interest, Taxes, Depreciation, and Amortization
EDLI	Employees Deposit Linked Insurance Scheme
EPR	Extended Producers Responsibility
ERP	Enterprise Resource Planning
ERT	Emergency Response Team
ESG	Environment Social Governance
EVP	Employee Value Proposition
FA	Fashion Assistants
FEM	European Materials Handling Federation
FICCI	Federation of Indian Chambers of Commerce & Industry
FSC	Forest Stewardship Council
FY	Financial Year
GEMS	Go Extra Miles
GHG	Greenhouse Gas
GIZ	Deutsche Gesellschaft für Internationale Zusammenarbeit
GMO	Genetically Modified Organism
GOTS	Global Organic Textile Standard
GRI	Global Reporting Initiative
GRS	Global Recycled Standard
HANA	High-performance Analytic Appliance
HDPE	High Density Polyethylene
HIRA	Hazard Identification and Risk Assessment
HO	Head Office
HOM	House of Masaba
HR	Human Resources

HRMS	Human Resource Management Software
HRSD	Human Resource Service Delivery
HVAC	Heating, ventilation, and air conditioning
IASB	International Accounting Standards Board
IB	International Business
IBAT	Integrated Biodiversity Assessment Tool
IC	Internal Committee
ICC	Indian Chamber of Commerce
ICCE	Internation Council for Circular Economy
ICT	Information and Communication Technology
IEA	International Energy Agency
IFRS	International Financial Reporting Standards
IGBC	Indian Green Building Council
IIM	Indian Institute of Management
IIRC	International Integrated Reporting Council
IR	Integrated Reporting
ILO	International Labour Organization
IPCC	Intergovernmental Panel on Climate Change
ISAE	International Standard on Assurance Engagements
ISO	International Organisation of Standards
ISSB	International Sustainability Standards Board
IT	Information Technology
ITIL	Information Technology Infrastructure Library
IUCN	International Union for Conservation of Nature
JV	Joint Venture
KGBV	Kasturba Gandhi Balika Vidyalaya
KPI	Key Performance Indicator
LAMA	Long and Meaningful Association
LCA	Lifecycle Assessment
LEAP	Locate, Evaluate, Assess, Prepare
LEED	Leadership in Energy and Environmental Design
LOTO	Lock Out, Tag Out
LP	Louise Philippe
LTIFR	Lost Time Injury Frequency Rate
LWG	Leather Working Group
MD	Managing Director
MIS	Management Information System
MPC	Madura Passion Clubs
MSI	Materials Sustainability Index
MT	Metric Tonnes
NEET	National Eligibility cum Entrance Test
NGO	Non-Governmental Organisation
NPS	Net Promoter Score
NSC	National Safety Council
NULM	National Urban Livelihood Mission
NZE	Net Zero Emissions
OCP	Operating Control Procedures
ODS	Ozone - Depleting Substances
OHS	Occupational Health and Safety
OSHA	Occupational Safety and Health Administration
PACE	Performance Acknowledgement and Celebration of Excellence
PAN	Presence Across Nation
PET	Polyethylene Terephthalate
PFMM	Preferred Fiber and Material Matrix
PII	Personally Identifiable Information
PLA	Polylactic Acid
PM	Particulate Matter
PMC	Panvel Municipal Corporation
POSH	Prevention of Sexual Harassment
PP	Polypropylene
PPP	Purchasing Power Parity
PR	Public Relations
QIN	Quality Index Number
QR	Quick Response
R&R	Rewards & Recognition
RAI	Retail Association of India
RCP	Representation Concentration Pathways
RDS	Responsible Down Standard
RMSC	Risk Management and Sustainability Committee
ROI	Return on Investment
RPA	Robotic Process Automation
RPT	Related Party Transactions
RSL	Restricted Substance List
RSU	Restricted Stock Unit
RYT	Retail Young Talent
S&N	Shantnu & Nikhil

SA	Social Accountability
SAGY	Sansad Adarsh Gram Yojana
SAP	Systems, Applications, and Products in Data Processing
SASB	Sustainability Accounting Standards Board
SDS	Sustainable Development Scenario
SEBI	Securities and Exchange Board of India
SHG	Self-Help Group
SIEM	Security Information and Event Management
SLA	Service Level Agreement
SMS	Safety Management System
SOP	Standard Operating Procedure
SoC	Substances of Concern
SPCB	State Pollution Control Board
SSI	Supplier Sustainability Index
SSP	Shared Socioeconomic Pathways
STEM	Science, technology, engineering, and mathematics
STEPS	Stated Policies Scenario
STP	Sewage Treatment Plant
TCFD	Task Force on Climate-related Financial Disclosures
TJ	Terajoule
TLS	Transport Layer Security
TMC	Technology Management Centre
TNFD	Task Force on Nature-related Disclosures
TOF	Time-of-Flight
TOT	Training of Trainers
UN	United Nations
UNGC	United Nations Global Compact
USGBC	U.S. Green Building Council
UV	Ultra Voilet
VFD	Variable Frequency Drive
VH	Van Heusen
VPQI	Vendor Quality Performance Index
WASH	safe water, sanitation, and hygiene
WCM	World Class Manufacturing
WRAP	Worldwide Responsible Accredited Production
WRI	World Resource Institute
ZDHC	Zero Discharge of Hazardous Chemicals
ZO	Zonal Offices

bsi.

Independent Assurance opinion Statement:

To Mr. Ashish Dikshit, Managing Director of Aditya Birla Fashion and Retail Limited (ABFRL).

Statement No: 717758-7

The British Standards Institution (BSI) has conducted a limited level assurance engagement on the sustainability information (described in the "Scope") in the Integrated Report for FY 2024-2025 of M/s ABFRL

Scope

The scope of engagement agreed upon with Aditya Birla Fashion and Retail Limited (ABFRL) includes the following:

The assurance covers the information of the following subject matters in the Integrated Report for the financial year 1st April 2024 to 31st March 2025. Apart from the following ESG material topics indicated below, ABFRL has also made disclosures as per GRI 2: General Disclosures 2021 (2-1, 2-2, 2-3, 2-4, 2-5, 2-6, 2-7, 2-9, 2-10, 2-11, 2-12, 2-13, 2-14, 2-15, 2-16, 2-17, 2-18, 2-19, 2-20, 2-21, 2-22, 2-23, 2-24, 2-25, 2-26, 2-27, 2-28, 2-29, 2-30) and GRI 3: Material Topics 2021 (GRI 3-1, 3-2 and 3-3)

1. GRI 302: Energy 2016 - 302-1, 302-3, 302-4,
2. GRI 303: Water and Effluents 2018 - 303-1, 303-3, 303-4a, 303-5
3. GRI 305: Emissions 2016 -305-1, 305-2, 305-3, 305-4, 305-5, 305-7.
4. GRI 306: Waste 2020 - 306-1, 306-2, 306-3, 306-4, 306-5.
5. GRI 308: Supplier Environmental Assessment 2016 - 308-1, 308-2
6. GRI 403: Occupational Health and Safety 2018- 403-1, 403-2, 403-3, 403-4, 403-5, 403-6, 403-7, 403-8, 403-9,
7. GRI 414: Supplier Social Assessment 2016 - 414-1, 414-2
8. GRI 416: Customer Health & Safety 2016 – 416-1, 416-2
9. GRI 417: Marketing and Labelling 2016 -417-1, 417-2, 417-3

The selected information is reported in accordance with GRI (Global Reporting Initiative) Universal Standards 2021. It is the responsibility of ABFRL to notify GRI post publishing the report.

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

SUSTAINABLE DEVELOPMENT GOALS

The details of subject matters and their boundaries within the scope is described in Appendix A and Appendix B in this independent assurance opinion statement.

The scope of assurance engagement is limited to verification of historical non-financial information only.

Opinion Statement:

We have conducted a limited assurance engagement on the non-financial sustainability information described in the "Scope" above (Integrated Report for the financial year 1st April 2024 to 31st March 2025 covering disclosures on Energy, Water and Effluents, Emissions, Waste, Occupational Health and Safety, Supplier social assessment, Supplier Environmental Assessment, Customer Health and safety, Marketing and labelling)

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the accompanying Sustainability Information is not prepared, in all material respects, in accordance with GRI Universal Standards 2021.

Methodology:

Our assurance engagements were carried out in accordance with ISAE3000 (Revised) and ISO 14064-3:2019 for GHG statement following the principles of Integrity, Objectivity, Professional competence and due care, Confidentiality and Professional behaviour. Our work was designed to gather evidence on which to base our conclusion. We undertook the following activities:

- a top-level review of issues raised by external parties that could be relevant to ABFRL's policies to provide a check on the appropriateness of statements made in the report.
- discussion with managers and staffs on the organisation's approach to stakeholder engagement. However, we had no direct contact with external stakeholders.
- interviews with staffs involved in sustainability management, report preparation and provision of report information were carried out.
- document review of relevant systems, policies, and procedures where available
- review of the findings of internal audits.
- review of supporting evidence for claims made in the reports.
- visit of the 2 Manufacturing, 2 Warehouses and 6 Retail stores to confirm the data collection processes, record management practices, and check GHG emission sources physically.

Responsibility:

ABFRL is responsible for the preparation and fair presentation of the sustainability information and report in accordance with the agreed criteria. BSI is responsible for providing an independent assurance opinion statement to stakeholders giving our professional opinion based on the scope and methodology described.

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India
T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN
The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

Independence, Quality Control and Competence:

BSI is independent to Aditya Birla Fashion and Retail Ltd. and has no financial interest in the operation of ABFRL other than for the assurance of the sustainability statements contained in this report.

This independent assurance opinion statement has been prepared for the stakeholders of ABFRL only for the purposes of verifying its statements relating to its environmental, social and governance (ESG), more particularly described in the Scope above.

This independent assurance opinion statement is prepared on the basis of review by BSI of information presented to it by ABFRL. In making this independent assurance opinion statement, BSI has assumed that all information provided to it by ABFRL true, accurate and complete. BSI accepts no liability to any third party who places reliance on this statement.

BSI applies its own management standards and compliance policies for quality control, in accordance with ISO/IEC 17021-1:2015 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

BSI is a leading global standards and assessment body founded in 1901. The BSI assurance team has extensive experience in conducting verification over environmental, social and governance (ESG), and GRI Universal Standard 2021, AA1000AS, ISO10002, ISO 14001, ISO 45001, ISO 14064, ISO 14067, ISO 14068, ISO 50001, and ISO 9001, etc. The assurance is carried out in line with the BSI Fair Trading Code of Practice.

Issue Date: 04.07.2025

For and on behalf of BSI:

Srinivasa Babu Nagaraj, Lead Assurer

Theuns Kotze, Managing Director – IMETA Assurance

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India
T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN
The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

Appendix A: ***[Data of subject matters within the scope]***

1. GRI 302: Energy 2016 - 302-1, 302-3, 302-4,
2. GRI 303: Water and Effluents 2018 - 303-1, 303-3, 303-4a, 303-5
3. GRI 305: Emissions 2016 -305-1, 305-2, 305-3, 305-4, 305-5, 305-7.
4. GRI 306: Waste 2020 - 306-1, 306-2, 306-3, 306-4, 306-5.
5. GRI 308: Supplier Environmental Assessment 2016 - 308-1, 308-2
6. GRI 403: Occupational Health and Safety 2018- 403-1, 403-2, 403-3, 403-4, 403-5, 403-6, 403-7, 403-8, 403-9,
7. GRI 414: Supplier Social Assessment 2016 - 414-1, 414-2
8. GRI 416: Customer Health & Safety 2016 – 416-1, 416-2
9. GRI 417: Marketing and Labelling 2016 -417-1, 417-2, 417-3

Other material topics included in the Integrated report are,
Economic Performance 2016 GRI 201-1, 201-3, 201-4.
Market Presence 2016 – GRI 202-2
Local Communities 2016 – GRI 413-1
Customer Privacy 2016 – GRI 418-1

Appendix B: ***[List of locations from the boundaries]***

Sl No	Type	City	Address	Area in Sft
I Offices				
1	Lifestyle Brands	Bangalore	Divyasree Technopolis Kh No. 118/110/1, Building 2, Divyasree Technopolis, Yemlur Post, Off HAL Airport Road, Bangalore - 560037	
2	Van Heusen	Bangalore	Block 4, 5th floor, 77 Town centre, Yemalur Village & Amani Bellandurkhane Village, Varthur Hobli, Bangalore East Taluk, Bangalore-560037	
3	Pantaloons	Mumbai	Piramal Agastya Corporate Park, Building 'A', 4th And 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai, Maharashtra- India, Pincode: 400070	
4	TCNS	New Delhi	119 & 127 W House Mandi Road, Sultanpur, off. Mehrauli Gurgaon Road, New Delhi - 110030	
5	Tasva	Gurugram	Indivinity Clothing Retail Private Limited, Plot No 707, Pace City II, Sector 37, Gurugram, Haryana 122002	
6	Sabyasachi	Kolkata	16th Floor, Unit No 3 and Unit No 4, Acropolis Mall, 1858/1 Rajdanga Main Road, East Kolkata Township Sector 1, Kolkata, Kolkata, West Bengal, 700107	
7	S&N	Noida	F, 131, F Block, Sector 8, Noida, Uttar Pradesh 201301	
8	Jaypore	Gurugram	665, Pace City II, Sector 37, Gurugram, Haryana - 122002, India.	
9	House of Masaba	Mumbai	Universal House, Plot no. 80, 89, Marol Cooperative Industrial Estate Rd, Marol, Andheri East, Mumbai, Maharashtra 400059, India	
II Factories				
1	Crafted Clothing	Bangalore	Crafted Clothing No. 527, Marasur Village, Anekal Taluk, Bangalore -562106	
2	Fashion Craft	Bangalore	Fashion Craft No. 324, Marasur Village, Anekal Taluk, Bangalore -562106	
3	Europa Garments	Bangalore	Europa Garments Survey No. 62/2A, 62/2B, Parappana Agrahara, Off Hosur Road, Begur Hobli, Naganathapura, Bangalore – 560100	
4	Classical Menswear	Bangalore	Classical Menswear No. 288/2, Dodda Begur, Bommanahalli, Bangalore-560068	
5	English Apparels	Bangalore	English Apparels No. 52/2, Bilvaradahalli Jigani Hobli, Anekal Taluk,Bangalore – 560083	
6	Haritha Apparels	Bangalore	Haritha Apparels Survey No. 42/2, 43, Basavanapura, Mayaganahalli, Kasaba Hobli Ramanagara Taluk & District – 562159	
7	Alpha Garments	Bangalore	Alpha Garments No. 10/1, Byatarayanapura, Jakkur Layout, Bellary Main Road, Bangalore 64	

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India
T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN
The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India
T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN
The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

8	Little England Apparels	Tamil Nadu	Little England Apparels- Survey No.#569/1,569/2B,570,606,853/1 Kurbarapalli village Doddaubanur post, Denkanikotte taluk, Thally-635118	
9	Mancheshwar Apparels	Bangalore	Mancheswar Apparel, IDCO Plot No: H-2, H-3, H-4, H5, H5P, H6, Mancheswar Industrial Estate, Bomikhal, Khordha, Bhubaneswar, 751010.	
10	Crafted Clothing	Bangalore	Crafted Clothing No. 527, Marasur Village, Anekal Taluk, Bangalore -562106	
III Sampling Units				
1	TCNS Sampling Unit	Gurugram	Plot No. 234, 1st and 2nd Floor, Phase 1, Udyog Vihar, Gurgaon, Haryana, 122016	
2	Sabyasachi Sampling Unit – Topsia	Kolkata	Topsia : 80/2 Topsia Road South, Kolkata 700046	
3	Sabyasachi – Sampling Unit – Active Business Unit	Kolkata	Active Business Park: 2nd, 3rd And 4th floor, 54/10, Debendra Chandra Dey Road, Tangra, Tangra, Kolkata, Kolkata, West Bengal, 700015	
IV Warehouses				
1	LBRD Warehouse	Bangalore	Sy No. 517/2, Madivala Village, Kasaba Hobli, Anekal Taluk, Bangalore urban Dist - 562107	
2	Peter England Warehouse	Bangalore	Safexpress Pvt Ltd, Building No 2 Survey No 44 Soukya Road (IOC Road), Khacharakanahalli Village Hoskote Taluk, Bangalore – 560067	
3	Van Heusen Innerwear Warehouse	Bangalore	Sy.No. 59/3, 59/459/5, 65/4, 54/1, 54/3, 65/5 & 66/3, NH 4, Lakkenahalli, Thyamagondlu Hobli, Nelemangala Taluk, Bengalure Rural District	
4	Pantaloons West Warehouse	Thane	BGR warehouse complex, YUSEN logistics, Sr. no.31/2,31/3,31/4,31/5A, 31/7B, 44&45, Village Vahuli, Mumbai Nasik Highway, Post Padga, Bhiwandi, Thane - 421302	
5	Pantaloons East Warehouse	Hooghly	Lace Barter Pvt Ltd, Shyam Industrial Park, Kapasharia, Dankuni Durgapur Express Highway, Hooghly -712306	

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India
T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN
The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

6	Pantaloons North Warehouse	Gurugram	YUSEN Logistics -Kashra No. 5//24,25-Village Sampaka, Kashra No. 9//4, 5,6,/1,7/1,15/2,16/1, Opp Hanuman Ji Mandir, Nr Jamalpur Chowk, Gurgaon - 122503	
7	Pantaloons South Warehouse	Bangalore	B-900, Survey No.16/P1, IndoSpace Industrial and Logistics Park Narsapura. Jakkasandra Industrial Area, Jakakasandra Village, Kasba Hobli, Malur Taluka, Kolar District, Kolar -563130	
8	TCNS Warehouse	Gurugram	Khasra No. 45//16 MIN , 46//11, 12,19,20 MIN, 45//24/1 MIN, 25/1, 46//21/1 Tehsil - Pataudi, Village, Chhawan, Gurugram, Haryana - 122414	
9	Jaypore Warehouse	Noida	Plot No-19, Jaypore E-Commerce Private Limited, Sector 140, Noida, Uttar Pradesh 201305	
V	**Retail Stores**			
a	Lifestyle Brands		793 Stores	14,00,047
b	Pantaloons		353 Stores	51,86,355
c	Van Heusen Innerwear		37 Stores	29,103
d	TCNS		339 Stores	3,86,298

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India
T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN
The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

Independent Assurance opinion Statement:

To Mr. Ashish Dikshit, Managing Director of Aditya Birla Fashion and Retail Limited (ABFRL).

Holding Statement No: 717758-8

The British Standards Institution (BSI) has conducted a reasonable assurance engagement on the non-financial sustainability information (described in the "Scope") in the Business Responsibility and Sustainability Report (BRSR Core KPI's) for FY 2024-2025 of **Aditya Birla Fashion and Retail Limited (ABFRL)**.

Scope

The scope of engagement agreed upon with Aditya Birla Fashion and Retail Limited includes the following:

The assurance covers the non-financial information of the following subject matters in the Business Responsibility and Sustainability Report (BRSR Core KPI's) for the FY 2024-2025.

1. Green-house gas (GHG) footprint - P6:E7
2. Water footprint - P6:E3 and P6:E4
3. Energy footprint - P6:E1
4. Embracing circularity - P6:E9
5. Enhancing Employee Wellbeing and Safety - P3:E1(c) and P3:E11
6. Enabling Gender Diversity in Business - P5:E3(b) and P5:E7
7. Enabling Inclusive Development - P8:E4 and P8:E5
8. Fairness in Engaging with Customers and Suppliers - P9:E7 and P1:E8
9. Open-ness of business - P1:E9

The selected information is reported in accordance with Business Responsibility and Sustainability Report (BRSR Core KPI's). However, GHG emissions from Diesel consumption, Water consumption & waste generation for Retail stores operations, breakup of other gases CH4, N20 in scope 2 are excluded due to unavailability of activity data.

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

The details of subject matters and their boundaries within the scope is described in Appendix A and Appendix B of this independent assurance opinion statement.

The scope of assurance engagement is limited to verification of historical non-financial information only.

Opinion Statement:

We have conducted a reasonable assurance engagement on the non-financial sustainability information described in the "Scope" above (BRSR for FY 2024-2025 covering disclosures on Green-house gas (GHG) footprint, Water footprint, Energy footprint, Embracing Circularity, Enhancing Employee Wellbeing and Safety, Enabling Gender Diversity in Business, Fairness in Engaging with Customers and Suppliers, openness of business).

In our opinion, the accompanying non-financial sustainability information is fairly presented, in all material respects, in accordance with the Business Responsibility and Sustainability Report (BRSR Core KPI's) for the FY 2024-2025.

Methodology:

Our assurance engagements were carried out in accordance with ISAE3000 (Revised) and ISO 14064-3:2019 for GHG statement following the principles of Integrity, Objectivity, Professional competence and due care, Confidentiality and Professional behaviour. Our work was designed to gather evidence on which to base our conclusion. We undertook the following activities:

- A top-level review of issues raised by external parties that could be relevant to Aditya Birla Fashion & Retail Limited (ABFRL) policies to provide a check on the appropriateness of statements made in the report.
- Discussion with managers and staff on Aditya Birla Fashion & Retail Limited (ABFRL) approach to stakeholder engagement. However, we had no direct contact with external stakeholders.
- Interviews with staffs involved in sustainability management, BRSR report preparation and provision of report information were carried out.
- Document review of relevant systems, policies, and procedures where available.
- Review of key organizational developments.
- Review of the findings of internal audits.
- Review of supporting evidence for claims made in the reports.
- Review of data pertaining to the sampled eleven units of Aditya Birla Fashion & Retail Limited (ABFRL) to confirm the data collection processes, record management practices, and check BRSR Core KPI's physically and through virtual mode.
- A sample-based assessment of the reliability and quality of information as provided in BRSR towards Aditya Birla Fashion & Retail Limited (ABFRL)'s performance.

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

Responsibility:

Aditya Birla Fashion & Retail Limited (ABFRL) is responsible for the preparation and fair presentation of the sustainability information and BRSR report in accordance with the agreed criteria. BSI is responsible for providing an independent assurance opinion statement to stakeholders giving our professional opinion based on the scope and methodology described.

Independence, Quality Control and Competence:

BSI is independent to Aditya Birla Fashion & Retail Limited (ABFRL) and has no financial interest in the operation of Aditya Birla Fashion & Retail Limited (ABFRL) other than for the assurance of the non-financial sustainability statements contained in the Business Responsibility and Sustainability Report.

This independent assurance opinion statement has been prepared for the stakeholders of Aditya Birla Fashion & Retail Limited (ABFRL) only for the purposes of verifying its non-financial statements relating to its environmental and social KPI's as required in SEBI-BRSR Core Format, more particularly described in the Scope above and detailed in Annexure A.

This independent assurance opinion statement is prepared on the basis of review by BSI of information presented to it by Aditya Birla Fashion & Retail Limited (ABFRL) In making this independent assurance opinion statement, BSI has assumed that all information provided to it by Aditya Birla Fashion & Retail Limited (ABFRL) is true, accurate and complete. BSI accepts no liability to any third party who places reliance on this statement.

BSI applies its own management standards and compliance policies for quality control, in accordance with ISO/IEC 17021-1:2015 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

BSI is a leading global standards and assessment body founded in 1901. The BSI assurance team has extensive experience in conducting verification over environmental, social and governance (ESG), and GRI Universal Standard 2021, AA1000AS, ISO10002, ISO 14001, ISO 45001, ISO 14064, ISO 14067, ISO 14068, ISO 50001, and ISO 9001, etc. The assurance is carried out in line with the BSI Fair Trading Code of Practice.

Issue Date: 04.07.2025

For and on behalf of BSI:

Srinivasa Babu Nagaraj, Lead Assurer

Theuns Kotze, Managing Director – IMETA Assurance

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

SUSTAINABLE DEVELOPMENT GOALS

Appendix A

Subject Matter	Parameter	Unit of Measurement	Final Value
GHG Emissions	Total Scope-1 Emissions	tCO2e	3,024
	Total Scope-2 Emissions	tCO2	1,07,363
	GHG Emission Intensity (Scope 1 +2)	Total Scope 1 and Scope 2 emissions (MT) / Total Revenue from Operations adjusted for PPP	15
	GHG Emission Intensity (Scope 1 +2)	Total Scope 1 and Scope 2 emissions (MT) / Total Lakh Goods Sold	94
Water Footprint	Total water consumption	KL	1,91,936
	Water consumption intensity	KL/ Rupee adjusted for PPP	26.48
	Water consumption intensity	KL/ Lakh Goods Sold	162.80
	Water Discharge by destination and levels of Treatment	KL	12,655
Energy Footprint	Total Energy Consumed	TJ	791
	Percentage of energy consumed from renewables	%	15
	REC purchased	MWH	782.06
	Energy Intensity	TJ / Mn Rupee adjusted for PPP	0.11
	Energy Intensity	TJ / Lakh Goods Sold	0.67
Embracing circularity -details related to waste management by the entity	Plastic waste (A)	MT	136.28
	E-waste (B)	MT	2.44
	Bio-medical waste (C)	MT	5.73
	Construction and demolition waste (D)	MT	0.04
	Battery waste (E)	Nos.	975
	Radioactive waste (F)	MT	0
	Other Hazardous waste. Please specify, if any. (G)	MT	2.17
	Other Non-hazardous waste generated (H).	MT	5146
	Total waste generated ((A+B + C + D + E + F + G + H)	MT	5156.19
	Waste intensity (excluding battery waste)	MT / Rupee adjusted for PPP	0.71
	Waste intensity (excluding battery waste)	MT / Lakh Goods Sold	4.37
	Each category of waste generated, total waste recovered through recycling, re-using or other recovery operations	MT	5150.46

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

SUSTAINABLE DEVELOPMENT GOALS

	For each category of waste generated, total waste disposed by nature of disposal method	MT	5.73
Enhancing Employee Wellbeing and Safety	Spending on measures towards well being of employees and workers - cost incurred as a % of total revenue of the company	In %age terms	0.24
	Safety Incidents: Permanent Disability	Nos.	0
	Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	LTIFR	Employees – 0.07 Workers – 0.0
	No. of fatalities	Nos.	0
Enabling gender diversity in business	Gross wages paid to females as % of wages paid	In % age terms	32.81
	Complaints on POSH	Total complaints on POSH	31
Enabling inclusive development	Input material sourced from following sources as % of total purchases - Directly sourced from MSMEs l small producers and from within India	In % terms -As % of total purchases by value	Directly sourced from MSME/Small Producers – 57.93 Sourced directly from within the India – 81.35
	Job creation in smaller towns -Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost	In % terms -As % of total wage cost	Rural – 0.02 Semi-urban – 2.18 Urban – 11.45 Metropolitan – 86.30
Fairness in Engaging with Customers and Suppliers	Instances involving loss/ breach of data of customers as a percentage of total data breaches or cyber security events	Nos.	0
	Number of days of accounts payable	Days	148.39
Openness of business	Purchases from trading houses	%age	36.77
	Sales to dealers / distributors as % of total sales	%age	21.04
	Number of dealers/distributors to whom sales are made	Nos.	2290
	Sales to top 10 dealers/ distributors as % of total sales to dealers / distributors	%age	71.85
	Share of RPTs (as respective %age) in		
	Purchases (Purchases with related parties / Total Purchases)	%age	0.33
	Sales (Sales to related parties / Total Sales)	%age	1.80
	Loans & advances (Loans & advances given to related parties / Total loans & advances)	%age	99.01
	Investments (Investments in related parties / Total Investments made)	%age	59.65

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

Appendix B: Facility Details

Sl No	Type	City	Address	Area in Sft
I Offices				
1	Lifestyle Brands	Bangalore	Divyasree Technopolis Kh No. 118/110/1, Building 2, Divyasree Technopolis, Yemlur Post, Off HAL Airport Road, Bangalore - 560037	
2	Van Heusen	Bangalore	Block 4, 5th floor, 77 Town centre, Yemalur Village & Amani Bellandurkhane Village, Varthur Hobli, Bangalore East Taluk, Bangalore-560037	
3	Pantaloons	Mumbai	Piramal Agastya Corporate Park, Building 'A', 4th And 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai, Maharashtra-India, Pincode: 400070	
4	TCNS	New Delhi	119 & 127 W House Mandi Road, Sultanpur, off. Mehrauli Gurgaon Road, New Delhi - 110030	
5	Tasva	Gurugram	Indivinity Clothing Retail Private Limited, Plot No 707, Pace City II, Sector 37, Gurugram, Haryana 122002	
6	Sabyasachi	Kolkata	16th Floor, Unit No 3 and Unit No 4, Acropolis Mall, 1858/1 Rajdanga Main Road, East Kolkata Township Sector 1, Kolkata, Kolkata, West Bengal, 700107	
7	S&N	Noida	F, 131, F Block, Sector 8, Noida, Uttar Pradesh 201301	
8	Jaypore	Gurugram	665, Pace City II, Sector 37, Gurugram, Haryana - 122002, India.	
9	House of Masaba	Mumbai	Universal House, Plot no. 80, 89, Marol Cooperative Industrial Estate Rd, Marol, Andheri East, Mumbai, Maharashtra 400059, India	
II Factories				
1	Crafted Clothing	Bangalore	Crafted Clothing No. 527, Marasur Village, Anekal Taluk, Bangalore -562106	

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

2	Fashion Craft	Bangalore	Fashion Craft No. 324, Marasur Village, Anekal Taluk, Bangalore -562106	
3	Europa Garments	Bangalore	Europa Garments Survey No. 62/2A, 62/2B, Parappana Agrahara, Off Hosur Road, Begur Hobli, Naganathapura, Bangalore – 560100	
4	Classical Menswear	Bangalore	Classical Menswear No. 288/2, Dodda Begur, Bommanahalli, Bangalore-560068	
5	English Apparels	Bangalore	English Apparels No. 52/2, Bilvaradahalli Jigani Hobli, Anekal Taluk,Bangalore – 560083	
6	Haritha Apparels	Bangalore	Haritha Apparels Survey No. 42/2, 43, Basavanapura, Mayaganahalli, Kasaba Hobli Ramanagara Taluk & District – 562159	
7	Alpha Garments	Bangalore	Alpha Garments No. 10/1, Byatarayanapura, Jakkur Layout, Bellary Main Road, Bangalore 64	
8	Little England Apparels	Tamil Nadu	Little England Apparels- Survey No.#569/1,569/2B,570,606,853/1 Kurbarapalli village Doddaubanur post, Denkanikotte taluk, Thally-635118	
9	Mancheshwar Apparels	Bangalore	Mancheswar Apparel, IDCO Plot No: H-2, H-3, H-4, H5, H5P, H6, Mancheswar Industrial Estate, Bomikhal, Khordha, Bhubaneswar, 751010.	
10	Crafted Clothing	Bangalore	Crafted Clothing No. 527, Marasur Village, Anekal Taluk, Bangalore -562106	
III Sampling Units				
1	TCNS Sampling Unit	Gurugram	Plot No. 234, 1st and 2nd Floor, Phase 1, Udyog Vihar, Gurgaon, Haryana, 122016	
2	Sabyasachi Sampling Unit – Topsia	Kolkata	Topsia : 80/2 Topsia Road South, Kolkata 700046	
3	Sabyasachi – Sampling Unit – Active Business Unit	Kolkata	Active Business Park: 2nd, 3rd And 4th floor, 54/10, Debendra Chandra Dey Road, Tangra, Tangra, Kolkata, Kolkata, West Bengal, 700015	
IV Warehouses				
1	LBRD Warehouse	Bangalore	Sy No. 517/2, Madivala Village, Kasaba Hobli, Anekal Taluk, Bangalore urban Dist - 562107	
2	Peter England Warehouse	Bangalore	Safexpress Pvt Ltd, Building No 2 Survey No 44 Soukya Road (IOC Road), Khacharakanahalli Village Hoskote Taluk, Bangalore – 560067	
3	Van Heusen Innerwear Warehouse	Bangalore	Sy.No. 59/3, 59/459/5, 65/4, 54/1, 54/3, 65/5 & 66/3, NH 4, Lakkenahalli, Thyamagondlu Hobli, Nelemangala Taluk, Bengalure Rural District	
4	Pantaloons West Warehouse	Thane	BGR warehouse complex, YUSEN logistics, Sr. no.31/2,31/3,31/4,31/5A, 31/7B, 44&45, Village Vahuli, Mumbai Nasik Highway, Post Padga, Bhiwandi, Thane - 421302	
5	Pantaloons East Warehouse	Hooghly	Lace Barter Pvt Ltd, Shyam Industrial Park, Kapasharia, Dankuni Durgapur Express Highway, Hooghly -712306	
6	Pantaloons North Warehouse	Gurugram	YUSEN Logistics -Kashra No. 5//24,25-Village Sampaka, Kashra No. 9//4, 5,6,/1,7/1,15/2,16/1, Opp Hanuman Ji Mandir, Nr Jamalpur Chowk, Gurgaon - 122503	
7	Pantaloons South Warehouse	Bangalore	B-900, Survey No.16/P1, IndoSpace Industrial and Logistics Park Narsapura. Jakkasandra Industrial Area, Jakakasandra Village, Kasba Hobli, Malur Taluka, Kolar District, Kolar - 563130	
8	TCNS Warehouse	Gurugram	Khasra No. 45//16 MIN , 46//11, 12,19,20 MIN, 45//24/1 MIN, 25/1, 46//21/1 Tehsil - Pataudi, Village, Chhawan, Gurugram, Haryana - 122414	
9	Jaypore Warehouse	Noida	Plot No-19, Jaypore E-Commerce Private Limited, Sector 140, Noida, Uttar Pradesh 201305	
V	**Retail Stores**			
a	Lifestyle Brands		793 Stores Measuring 14,00,047 Sft	14,00,047
b	Pantaloons		353 Stores Measuring 51,86,355 Sft	51,86,355
c	Van Heusen Innerwear		37 Stores Measuring 29,103 Sft	29,103
d	TCNS		339 Stores Measuring 3,86,298 Sft	3,86,298

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381

BSI Group India Private Limited
Max House, Tower – C
7th Floor, Okhla Industrial Estate
Phase-3, New Delhi-110 020
India

T: +91 11 4762 9000
info.in@bsigroup.com
bsigroup.com/en-IN

The British Standards Institution
Incorporated by Royal Charter
Registered in India: CIN U74899DL1999PTC101381



Registered Office:
Piramal Agastya Corporate Park, Building 'A', 4th & 5th Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400 070

CIN: L18101MH2007PLC233901
Tel.: +91 86529 05000
Fax: +91 86529 05400

Website: www.abfrl.com
E-mail: secretarial@abfrl.adityabirla.com