



BGR ENERGY SYSTEMS LIMITED

443 ANNA SALAI, TEYNAMPET, CHENNAI 600018 INDIA

TEL: 91 44 24301000, 24374000, FAX: 91 44 24360576

E-mail: compliance@bgrenergy.com Web site: www.bgrcorp.com

14th August 2025

National Stock Exchange of India Limited

Listing Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

BSE Limited

Department of Corporate services
PJ Towers, Dalal Street,
Fort, Mumbai - 400 001

NSE Symbol: BGREENERGY

BSE Scrip: 532930

Respected Sir/Madam,

Sub: Outcome of Board Meeting held on 14th August 2025 and intimation pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended.

This is in continuation to our earlier intimation dated 6th August, 2025, with respect to the meeting of the Board of Directors of the Company scheduled on 14th August, 2025. In terms of Regulation 30 read with Para, Part A of Schedule III to the SEBI Listing Regulations, we wish to inform you that the Board of Directors of the Company at its meeting held today, inter alia, has considered and approved the following:

1. Un-audited Standalone and Consolidated Financial Results along with Limited Review Report for the First Quarter ended on 30th June 2025. Refer **Annexure-1**

2. **Change in KMP**

As part of the restructuring of Key Managerial Personnel, the management had planned to re-designate Mr. S. Pattabiraman, Chief Financial Officer (CFO), Key Managerial Personnel (KMP) as Vice President – Accounts with effect from September 1, 2025. **Annexure – 2** is enclosed.

3. **Appointment of CFO**

Based on the recommendation of Nomination and Remuneration Committee:

The board approved the appointment of Mr. S. Sundar, (Company Secretary & compliance officer) as CFO of the company in addition to his existing role with effect from 1st September 2025. Additional information as required under Regulation 30 of Listing Regulations is enclosed as **Annexure-3**

4. **Secretarial Auditor of the Company**

Based on the recommendation of Audit Committee:

The Board considered and recommend to shareholders to approve the appointment of M/s S. Sathesh Kumar & Associates (Peer Review certificate No:3335/2023) as the Secretarial Auditor for a term of 5 (five) consecutive years FY 2025-26 to FY 2029-2030. Additional information as required under Regulation 30 of Listing Regulations is enclosed as **Annexure-4**

REGISTERED OFFICE:

A-5 PANNAMGADU INDUSTRIAL ESTATE, RAMAPURAM POST, SULURPET TALUK, NELLORE DISTRICT, ANDHRA PRADESH 524401 INDIA.

TEL: 91 44 27948249, 27948549

Corporate Identity Number: L40106AP1985PLC005318



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5. The draft Director's Report along with necessary annexures, Corporate Governance Report and Management Discussion and Analysis Report of the Company for the Financial Year 2024-25.
6. Revocation of increase in the authorized share capital of the Company and Consequential alteration to Memorandum of Association of the Company subject to shareholders approval in the ensuing AGM.
7. Shifting of registered office from Plot NO. A5, Pannamgadu Industrial Estate, Ramapuram Post, Sullurpet (T), Nellore District, Andhra Pradesh, India, 524401 to Plot NO. E4, Pannamgadu Industrial Estate, Ramapuram Post, Sullurpet (T), Tirupati District, Andhra Pradesh, India, 524401 (change within local limits only) with effect from September 1st, 2025.
8. The 39th Annual General Meeting of the Members of the Company will be held on Friday, September 26, 2025 through Video Conferencing/ Other Audio Visual Means.

This aforesaid intimation is also being uploaded on the website of the Company at www.bgrcorp.com

The Board meeting was commenced at 12:00 Noon (IST) and concluded at 16:30 PM (IST).

Please take the above information on record

Thanking You,
Yours Sincerely,

For **BGR ENERGY SYSTEMS LIMITED**

S.SUNDAR
COMPANY SECRETARY & COMPLIANCE OFFICER

REGISTERED OFFICE:

A-5 PANNAMGADU INDUSTRIAL ESTATE, RAMAPURAM POST, SULLURPET TALUK, NELLORE DISTRICT, ANDHRA PRADESH 524401 INDIA.

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ANNEXURE -1

BGR ENERGY SYSTEMS LIMITED

Reg Off : A-5 Pannamgadu Industrial Estate, Ramapuram Post. Sullurpet Taluk, Nellore District. Andhra Pradesh 524401

Corp.Off: 443, Anna Salai, Teynampet, Chennai 600018 Ph: +91 44 24301000, Fax: +91 44 24364656

Corporate Identity Number: L40106AP1985PLC005318 Email: compliance@bgrenergy.com Website: www.bgrcorp.com

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2025

Rs.Lakhs

	Particulars	STANDALONE			
		Quarter ended			Year ended
		30.06.2025	31.03.2025	30.06.2024	31.03.2025
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	
1	Income				
(a)	Revenue from operations	8861	12878	17382	45119
(b)	Other income	2425	18165	901	18925
	Total Income	11286	31043	18283	64044
2	Expenses				
(a)	Cost of raw materials and components consumed	13806	14235	13744	52165
(b)	Cost of manufacturing and construction	3506	3331	1108	9317
(c)	Other direct cost	13	109	154	313
(d)	Changes in inventories of finished goods, stock in trade and work in progress	-	-	-	-
(e)	Employee benefits expense	1007	1038	1463	4697
(f)	Depreciation and amortization expense	279	441	297	1292
(g)	Finance costs	18245	21284	12216	59957
(h)	Other expenses	732	23447	1065	33944
	Total expenses	37588	63885	30047	161685
3	Profit/(Loss) before exceptional items and tax (1-2)	(26302)	(32842)	(11764)	(97641)
4	Exceptional items	-	-	-	464
5	Profit / (Loss) from ordinary activities before tax (3-4)	(26302)	(32842)	(11764)	(98105)
6	Tax expense	-	-	-	-
7	Net Profit / (Loss) for the period (5-6)	(26302)	(32842)	(11764)	(98105)
8	Other Comprehensive Income (OCI)	27	328	28	344
9	Total Comprehensive Income / (Loss) for the period (7+8)	(26275)	(32514)	(11736)	(97761)
10	Paid -up equity share capital (Face value of the share Rs.10 each)	7216	7216	7216	7216
11	Reserves (excluding revaluation reserve)				(139324)
12	Earnings per Share (EPS) (of Rs. 10 each) (not annualised)				
	a) Basic	(36.45)	(45.51)	(16.30)	(135.95)
	b) Diluted	(36.45)	(45.51)	(16.30)	(135.95)

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SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES

Rs.Lakhs

Particulars	STANDALONE			
	Quarter ended			Year ended
	30.06.2025	31.03.2025	30.06.2024	31.03.2025
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1. Segment Revenue				
a) Capital Goods	1117	2566	2293	10787
b) Construction and EPC Contracts	7744	10312	15089	34332
c) Unallocated	-	-	-	-
Total	8861	12878	17382	45119
Less: Inter Segment Revenue	-	-	-	-
Net Sales/Income from Operations	8861	12878	17382	45119
2. Segment Results Profit (+) / (Loss) (-) before tax and interest				
a) Capital Goods	(373)	220	16	707
b) Construction and EPC Contracts	(7692)	(12036)	429	(39333)
c) Unallocated	8	258	7	478
Total	(8057)	(11558)	452	(38148)
Less: Interest	18245	21284	12216	59957
Total Profit / (Loss) Before Tax	(26302)	(32842)	(11764)	(98105)
3. Segment Assets				
a) Capital Goods	8610	11165	15078	11165
b) Construction and EPC Contracts	410930	413069	419440	413069
c) Unallocated	39518	39053	39168	39053
Total	459058	463287	473686	463287
4. Segment Liabilities				
a) Capital Goods	12824	14348	41111	14348
b) Construction and EPC Contracts	561299	537729	435342	537729
c) Unallocated	43318	43318	43316	43318
Total	617441	595395	519769	595395




Notes:

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at the respective meetings held on Aug 14, 2025.
- 2 These Standalone Financial results have been prepared in accordance with the recognition and measurement principles laid down in the Ind AS 34 "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013. The Interim Standalone Financial results are prepared and presented in accordance with the significant accounting policies and methods, as adopted in the audited standalone financial statements for the year ended 31st March 2025.
- 3 **Going Concern:** The Promoters have infused unsecured loan of Rs.43318 lakhs for business operation upto 30th Jun 2025. Though there has been encashment of Bank Guarantees, the Company is continuing to execute the contracts and are hopeful of amicable solutions. The Company is in discussions with the Bankers for restructuring package. Based on the above, the Company is of the opinion that the accounts will be stated on Going Concern basis.
- 4 In respect of the NUPPL Ghatampur Balance of work contract, there were additional works to be executed by the company beyond the original scope of the contract. The Management has raised a claim of Rs.80462 lakhs with customer, which was subsequently taken up before Conciliation Committee. The Committee has admitted and recommended to the customer for its approval for Rs.33969 lakhs and balance pending for admission.
Pending approval from the customer and revision/amendment of work order, the company has charged the cost/expenses incurred to the Statement of Profit and Loss Account. During the quarter, the charge to profit and loss account is Rs.9357 lakhs and cumulative cost charged to P&L on account of this is Rs.29301 lakhs.
- 5 During July'25, Company received termination order from one of our customer.
- 6 The figures for the previous period have been regrouped/rearranged wherever necessary to conform to the current period's classification.

for BGR ENERGY SYSTEMS LIMITED

Place : Chennai
Date : Aug 14, 2025




ARJUN GOVIND RAGHUPATHY
Managing Director

ANAND & PONNAPPAN

Chartered Accountants

Limited Review Report on review of Interim Standalone Financial Results

To

The Board of Directors,
BGR Energy Systems Limited.

Introduction:

We have reviewed the accompanying statement of standalone unaudited financial results of **BGR Energy Systems Limited** ("the company") **for the quarter and three month ended 30 June, 2025** prepared by the company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended ("the Listing Regulations").

The results included in the Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.

Scope of Review:

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion

Basis of Adverse Conclusion:

1. Material Uncertainty relating to Going Concern:

Attention is invited to note no.3 regarding the going concern assumption in preparation of financial results for the quarter ended 30 June, 2025.

In our view, there is no improvement in the performance of the company from the third quarter of financial year 2023-24.

In view of the continuous cash losses, negative net worth, delay in meeting debt obligations, difficulty in obtaining financing, loss of major customers, declining sales, absence of proposal from the Board of Directors to overcome the adverse situation, we



are of the view that the assumption as going concern of the company made by the management is inappropriate.

As a result of the aforesaid matters and on account of material uncertainties, we could not readily ascertain the possible material adjustments that may be required to be made in the value of recorded assets and liabilities and contingent liabilities, as at 30 June, 2025

Further, the corresponding possible impact on the statement of profit and loss account (ie., financial performance) for the period ended on that date, could not be assessed in this standalone unaudited financial results.

Emphasis of Matters:

Attention is drawn to Note No.4 to the Standalone Unaudited Financial Results wherein the company has incurred extra cost for the execution of additional scope of work in the Balance of Work Package with Neyveli Uttar Pradesh Power Limited (NUPPL), for which company has sought a claim before the Conciliation Committee, as appointed. Pending decision from the committee and approval from the customer, the company has charged off the cost/expenses incurred to the Statement of Profit and Loss Account amount to Rs.9357 Lakhs.

Our opinion is not modified in respect of this matter.

Adverse Conclusion:

Based on our review, the possible effects of the matters as prescribed in the "Basis of Adverse Conclusion" paragraph, nothing has come to our attention that causes us to believe that the accompanying statement of Standalone unaudited financial results prepared in accordance with the Indian Accounting Standards specified under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rule 2014 (as amended) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

14/08/2025
Chennai
UDIN:25207896BMLNCP1908

For Anand and Ponnappan
Chartered Accountants
FRN000111S



B. Hariharan
B. Hariharan
Partner
MRN207896

BGR ENERGY SYSTEMS LIMITED

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STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2025

Rs.Lakhs

Particulars		CONSOLIDATED			
		Quarter ended			Year ended
		30.06.2025	31.03.2025	30.06.2024	31.03.2025
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income				
(a)	Revenue from operations	8861	13007	17382	45248
(b)	Other income	2451	18705	1663	21016
	Total Income	11312	31712	19045	66264
2	Expenses				
(a)	Cost of raw materials and components consumed	13960	14275	13854	52371
(b)	Cost of manufacturing and construction	3506	3331	1108	9317
(c)	Other direct cost	13	109	154	313
(d)	Changes in inventories of finished goods, stock in trade and work in progress	-	-	-	-
(e)	Employee benefits expense	1154	1686	1506	5465
(f)	Depreciation and amortization expense	280	441	298	1294
(g)	Finance costs	18246	21284	12216	59957
(h)	Other expenses	756	23822	1077	34393
	Total expenses	37915	64948	30213	163110
3	Profit/(Loss) before exceptional items and tax (1-2)	(26603)	(33236)	(11168)	(96846)
4	Exceptional items	-	-	-	464
5	Profit / (Loss) from ordinary activities before tax (3-4)	(26603)	(33236)	(11168)	(97310)
6	Tax expense	-	-	-	-
7	Net Profit / (Loss) for the period (5-6)	(26603)	(33236)	(11168)	(97310)
8	Other Comprehensive Income (OCI)	27	328	28	344
9	Total Comprehensive Income / (Loss) for the period (7+8)	(26576)	(32908)	(11140)	(96966)
10	Net Profit / (Loss) attributable to				
	a) Owners of the Company	(26512)	(33032)	(11346)	(97240)
	b) Non Controlling Interest	(91)	(204)	178	(70)
11	Other Comprehensive Income (OCI) attributable to				
	a) Owners of the Company	27	328	28	344
	b) Non Controlling Interest	-	-	-	-
12	Total Comprehensive Income attributable to				
	a) Owners of the Company	(26485)	(32704)	(11318)	(96896)
	b) Non Controlling Interest	(91)	(204)	178	(70)
13	Paid -up equity share capital (Face value of the share Rs.10 each)	7216	7216	7216	7216
14	Reserves (excluding revaluation reserve)				(168030)
15	Earnings per Share (EPS) (of Rs. 10 each) (not annualised)				
	a) Basic	(36.74)	(45.77)	(15.72)	(134.75)
	b) Diluted	(36.74)	(45.77)	(15.72)	(134.75)

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SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES

Rs.Lakhs

Particulars	CONSOLIDATED			
	Quarter ended			Year ended
	30.06.2025	31.03.2025	30.06.2024	31.03.2025
	(Unaudited)	(Audited)	(Unaudited)	(Audited)
1. Segment Revenue				
a) Capital Goods	1117	2566	2293	10787
b) Construction and EPC Contracts	7744	10441	15089	34461
c) Unallocated	-	-	-	-
Total	8861	13007	17382	45248
Less: Inter Segment Revenue	-	-	-	-
Net Sales/Income from Operations	8861	13007	17382	45248
2. Segment Results Profit (+) / (Loss) (-) before tax and interest				
a) Capital Goods	(373)	220	16	707
b) Construction and EPC Contracts	(7984)	(12970)	263	(40629)
c) Unallocated	-	798	769	2569
Total	(8357)	(11952)	1048	(37353)
Less: Interest	18246	21284	12216	59957
Total Profit / (Loss) Before Tax	(26603)	(33236)	(11168)	(97310)
3. Segment Assets				
a) Capital Goods	8610	11165	15078	11165
b) Construction and EPC Contracts	453541	455783	462989	455783
c) Unallocated	3625	3160	3275	3160
Total	465776	470108	481342	470108
4. Segment Liabilities				
a) Capital Goods	12824	14348	41111	14348
b) Construction and EPC Contracts	600185	576421	474367	576421
c) Unallocated	43318	43318	43316	43318
Total	656327	634087	558794	634087

Notes:

- 1** The above results were reviewed by the Audit Committee and approved by the Board of Directors at the respective meetings held on Aug 14, 2025.
- 2** The consolidated unaudited financial results includes the interim financial information of three subsidiaries and one joint venture, which have not been reviewed by their auditors and are considered based on accounts certified by their respective management.
- 3** The financial statements of the subsidiaries namely, BGR Boilers Private Limited and BGR Turbines Company Private Limited for the year ended 31.03.2024 and 31.03.2025 are yet to be audited.
- 4** These Consolidated Financial results have been prepared in accordance with the recognition and measurement principles laid down in the Ind AS 34 "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013. The Interim Consolidated Financial results are prepared and presented in accordance with the significant accounting policies and methods, as adopted in the audited consolidated financial statements for the year ended 31st March 2025.
- 5** **Going Concern:** The Promoters have infused unsecured loan of Rs.43318 lakhs for business operation upto 30th Jun 2025. Though there has been encashment of Bank Guarantees, the Company is continuing to execute the contracts and are hopeful of amicable solutions. The Company is in discussions with the Bankers for restructuring package. Based on the above, the Company is of the opinion that the accounts will be stated on Going Concern basis.
- 6** In respect of the NUPPL Ghatampur Balance of work contract, there were additional works to be executed by the company beyond the original scope of the contract. The Management has raised a claim of Rs.80462 lakhs with customer, which was subsequently taken up before Conciliation Committee. The Committee has admitted and recommended to the customer for its approval for Rs.33969 lakhs and balance pending for admission. Pending approval from the customer and revision/amendment of work order, the company has charged the cost/expenses incurred to the Statement of Profit and Loss Account. During the quarter, the charge to profit and loss account is Rs.9357 lakhs and cumulative cost charged to P&L on account of this is Rs.29301 lakhs.
- 7** During July'25, Company received termination order from one of our customer.
- 8** The figures for the previous period have been regrouped/rearranged wherever necessary to conform to the current period's classification.

Place : Chennai

Date : Aug 14, 2025



for BGR ENERGY SYSTEMS LIMITED


ARJUN GOVIND RAGHUPATHY
Managing Director



BGR ENERGY SYSTEMS LIMITED

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ANNEXURE-2

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given as under:

S.NO	Disclosure Requirement	Details
1.	Reason for Change Viz., Appointment, Resignation, removal, death or otherwise;	Mr. S. Pattabiraman, Chief Financial Officer (CFO) and Key Managerial Personnel (KMP), has been re-designated as Vice President – Accounts with effect from September 1, 2025 and will step down from the position of CFO with effect from the close of business hours on August 31, 2025. The Board has approved change in the KMPs.
2.	Date of Cessation	31-08-2025
3.	Brief profile (in case of appointment)	NA
4.	Relationships between Directors inter-se (in case of appointment of a director)	NA

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ANNEXURE-3

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given as under:

S.NO	Disclosure Requirement	Details
2.	Reason for Change Viz., Appointment, Resignation, removal, death or otherwise;	Mr. S. Sundar, Company Secretary of the Company appointed as CFO in addition to his existing role.
3.	Date of appointment (as applicable) & term of appointment	Date of Appointment: With effect from 1 st September 2025 Terms of Appointment: September 1 st , 2025.
4.	Brief profile (in case of appointment)	Mr. S. Sundar, aged 62 years, is a qualified Company Secretary, Cost Accountant, graduate in commerce (B.Com. & M.Com.) from University of Madras. He is an astute professional with more than 30 years of extensive experience in Finance and Company Secretarial Affairs. He has Comprehensive in-depth experience in business valuations, budgets, cash forecasts, working capital management, acquisitions, audits, reconciliations and interpretation of financial statements.
5.	Relationships between Directors inter-se (in case of appointment of a director)	NA

REGISTERED OFFICE:

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ANNEXURE-4

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given as under

S.NO	Disclosure Requirement	Details
1.	Name of the Firm and address of the Firm	M/s. S. Satheesh Kumar & Associates, Practicing Company Secretaries (Peer Review certificate No:3335/2023) Address:31, New No.2, Old No.29,02 nd Floor, Nageswara Rao Road, Nugambakkam, Chennai-600034
	Reason for Change Viz., Appointment, Resignation, removal, death or otherwise;	Appointment: To Comply with the Companies Act, 2013 and the requirements under SEBI (LODR) Regulations, 2015
3.	Date of Appointment & terms of appointment	The Board at its meeting held on 14 th August 2025 approved the appointment of M/s. S. Satheesh Kumar & Associates (Peer Review certificate No:3335/2023) as Secretarial Auditor of the Company for a term of 5 (five) years i.e., from the FY 2025-26 till the conclusion of FY 2029 – 30.
4.	Brief profile	M/s. S Satheesh Kumar & Associates have over 15 years of rich experience in various industries and have handled several assignments related to Secretarial Audit, Restructuring, Valuation, Takeover, Mergers & Amalgamations. They also Have good exposure to Compliance Audit and Compliance Management System, Legal due diligence, drafting and vetting of various legal agreements.
5.	Relationships between Directors inter-se	NIL

REGISTERED OFFICE:

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