

Date: 29<sup>th</sup> August, 2025

The Secretary,  
National Stock Exchange of India Ltd,  
Exchange Plaza, C-1, Block 'G',  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400 051

Ref: Symbol - HINDCON

Dear Sir/Madam,

Sub: Compliance under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015- Annual Report for the Financial Year ended 31<sup>st</sup> March, 2025

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing herewith the Annual Report of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 along with the Notice of Annual General Meeting of the Company scheduled to be held on **Tuesday, 23<sup>rd</sup> September, 2025** as sent to the members of the Company on 29<sup>th</sup> August, 2025 through electronic mode.

The Annual Report for the Financial Year 2024-25 is also available on the Company's website at [www.hindcon.com](http://www.hindcon.com)

This is for your information and record.

Thanking You

Yours faithfully,

**For Hindcon Chemicals Limited**

**Ankita Banerjee**  
Company Secretary & Compliance Officer  
Encl: As above



# Making **infrastructure** endure longer

Addressing a critical segment of India's growth story

**Hindcon Chemicals Limited**  
Annual Report 2024-25



# Contents

## Corporate overview

- 02 Corporate snapshot
- 09 How we performed over the years
- 10 Chairman's overview
- 12 The big picture
- 15 Demand driver
- 18 The growth potential of Hindcon
- 20 Sales and marketing highlights
- 22 Our sodium silicate operations
- 24 PCE-based admixtures a game changer at Hindcon
- 25 Hindcon: Our responsible HSE commitment
- 26 Hindcon's commitment to corporate social responsibility
- 27 What we have generated from our business

## Statutory reports

- 28 Notice
- 41 Board's report
- 51 Corporate governance
- 72 Management discussion and analysis

## Financial section

- 90 Standalone financial statements
- 145 Consolidated financial statements

## Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

## Track record

18

Product types

220

Products

20

Dealers and distributors

320

Satisfied clients

25

Government approvals

26

Years of experience





# Cement, concrete, construction chemicals and Hindcon

---

There is a growing belief that the lasting strength and success of structures, whether buildings, bridges or other assets are shaped by the quality of work at the construction stage.

The use of quality construction chemicals is increasingly seen as critical to ensure the long-term durability and performance of structures.

As unprecedented climate change and its extreme impacts increase the need for protection, the importance of safeguarding infrastructure is becoming pronounced.

Hindcon brings to this growing space years of experience across products, applications and customer needs.

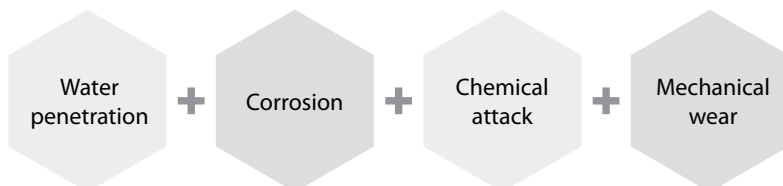


# Hindcon's construction chemicals protect and enhance infrastructure life

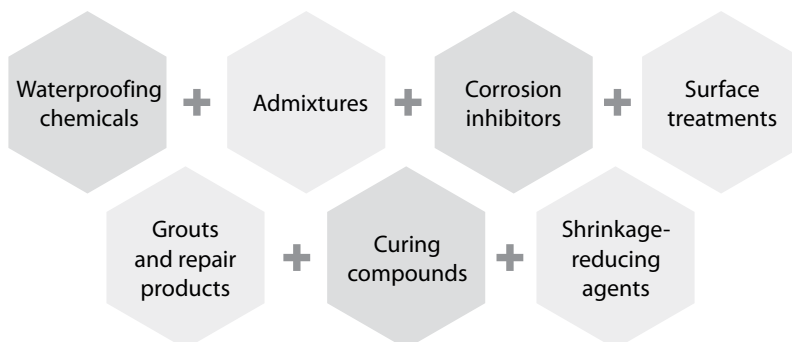
Hindcon's construction chemicals enhance the life and performance of concrete infrastructure.

These chemicals are specially formulated additives that improve the durability, strength and overall performance of concrete structures in various environments.

## Our adversaries



## Our adversaries











# Making Infrastructure Endure Longer

India is engaged in its most aggressive infrastructure building phase.

This has raised a new need.

The capacity to make infrastructure endure.

Across seasons. Across climate change. Across terrains. Across uses. Across time.

This priority is enhancing attention towards specialised construction chemical solution providers like Hindcon.

Hindcon provides a singular assurance: 'Making infrastructure endure longer.'

## Big numbers

**68.67**

Promoters' holding,  
31<sup>st</sup> March, 2025 (%)

**16,432.19**

Market capitalisation,  
31<sup>st</sup> March, 2025 (₹ in lacs)

**124**

Team size,  
31<sup>st</sup> March, 2025



## Our credible background



Hindcon Chemicals Limited manufactures and markets specialised construction chemicals.

The combination of product integrity and specialised application boosts infrastructure strength, lowers maintenance costs and extends asset life.

The company is among few in India possessing the expertise in extending infrastructure longevity, helping the nation optimise the value of its construction efforts.

## Our heritage of excellence



With four decades of industry experience, Mr. Sanjay Goenka established Hind Silicates Private Limited in 1998, which was rebranded as Hindcon Chemicals Limited in 2012. Since then, the company has strategically diversified into construction chemicals and sodium silicate manufacturing.

## Our operational footprint



Hindcon Chemicals Limited operates its manufacturing facility at the Jalan Industrial Complex and Munshirhat on the outskirts of Kolkata. The company derives 52% of its revenue from the Eastern region of India and is headquartered in Kolkata.

## Our manufacturing capacity



The company has an annual production capacity of 18,000 MT for sodium silicate and 12,000 MT for cement additives. In FY 2024-25, its manufacturing facility operated at 45.05% of the total installed capacity.

## Our range of products



Specialising in construction-related products including concrete and mortar admixtures, flooring solutions, protective waterproofing coatings, and adhesives. Hindcon Chemicals Limited also offers comprehensive services such as waterproofing, turnkey project execution, structural repairs and retrofitting. This integrated approach positions the company as a trusted one-stop solution provider in the construction chemicals industry.

## Our certifications



The company maintains stringent quality standards, backed by certifications such as ISO 9001:2015, BIS 9103, and BIS 2645. It is affiliated with prominent industry bodies including FOSMI and the Merchant Chamber of Commerce. As an active member of the Indian Green Building Council, the company also champions sustainable construction practices and eco-friendly product innovation.

## Our trusted clients



Hindcon Chemicals Limited has established enduring relationships with some of the most reputed names in the infrastructure and construction sector. Our products are trusted for their performance, durability and compliance with stringent project requirements. Below are some of the key clients who rely on our solutions for their landmark projects:

### Afcons Infrastructure Limited:

A leading name in infrastructure development, Afcons specialises in bridges, roads and marine structures. Known for executing technically challenging projects, Afcons relies on Hindcon's high-performance admixtures and waterproofing solutions to ensure structural durability and efficiency.

### Apco Infratech Private Limited:

Recognised for excellence in highways and bridge construction. Hindcon Chemicals supports Apco by delivering admixtures that enhance concrete strength, optimise setting time and maintain quality standards, ensuring timely project completion.

### Dinesh Chandra R Agarwal Infracon Private Limited:

A trusted player in roads and rail infrastructure, the company focuses on cost-effectiveness without compromising quality. Hindcon's admixtures help them achieve superior performance in concrete mixes, contributing to sustainable and economical solutions.

**Dilip Buildcon Limited:** One of India's largest infrastructure developers, known for its high-speed project execution in roads, bridges and metro works. Hindcon's innovative chemical solutions enable faster curing and improved durability, meeting the fast-paced demands of their projects.

**Hindustan Construction Company Limited:** With an expertise in dams, hydropower and metro systems, HCC operates in demanding environments. Hindcon admixtures ensure low-permeability concrete and long-term strength, critical for large civil engineering works.

**Jaiprakash Associates Limited:** Renowned for power projects and large dams, Jaiprakash Associates benefits from Hindcon's customised admixtures

designed for durability and resistance, ensuring structural integrity in complex hydro projects.

**Larsen & Toubro Limited:** As a global leader in EPC projects, L&T demands superior quality materials for mega infrastructure initiatives. Hindcon admixtures help maintain consistent performance, environmental compliance and durability across diverse projects.

**Megha Engineering & Infrastructures Limited:** Specialising in irrigation, power and road projects, MEIL integrates Hindcon's advanced admixture technology to meet sustainability targets and improve concrete resilience under varied environmental conditions.

**Patel Engineering Limited:** A specialist in hydropower and bridges, Patel

Engineering operates in challenging terrains. Hindcon's admixtures deliver controlled setting times and strength development, essential for projects in mountainous regions.

**S.P. Singla Constructions Private Limited:** Focused on bridges and road infrastructure, S.P. Singla leverages Hindcon's admixtures for quality consistency resulting in enhanced durability and reduced lifecycle costs for critical projects.

**Tata Projects Limited:** A leading EPC contractor executing urban connectivity and industrial plants, Tata Projects uses Hindcon admixtures for high precision and compliance with global standards, supporting timely delivery and sustainability.

## International Partnerships – Bhutan



Hindcon Chemicals has extended its footprint beyond India, supporting projects in Bhutan with leading firms:

**Construction Development Corporation Ltd.:** Government-owned, delivering roads and public infrastructure projects.

**Navayuga Engineering Company Ltd.:** Hydropower and civil works specialist.

**Druk Green Power Corporation:** Bhutan's largest hydropower developer, relying on Hindcon admixtures for durability under extreme hydro conditions.

### Our workforce



Hindcon's dedicated Research and Development team plays a key role in driving innovation through the development of advanced, high-performance products. As of 31<sup>st</sup> March, 2025, the company employed 124 permanent staff members.

### Our listing



The company was listed on the NSE Main Board in FY 2021–22 and reported a market capitalisation of ₹16,432.19 Lacs as of 31<sup>st</sup> March, 2025.

### Our client base



The company serves business-to-business (B2B) and business-to-consumer (B2C) segments. In FY 2024–25, B2B customers contributed 92% to the company's total revenue.





## Our products range



### Concrete and mortar additives:

Hindcon's range of concrete and mortar additives is designed to enhance strength, workability and the durability of structures. These high-performance admixtures optimise construction quality while reducing material consumption, supporting both cost efficiency and sustainability.

**Flooring solutions:** Our flooring solutions deliver superior performance across industrial, commercial and residential spaces. Engineered for abrasion resistance, load-bearing capacity and aesthetic appeal, they ensure long-lasting floors that meet modern construction standards.

### Protective waterproofing coatings:

Hindcon offers advanced waterproofing coatings that safeguard structures against moisture ingress and environmental damage. These coatings extend asset life by preventing cracks, leaks and corrosion in diverse climatic conditions.

**Adhesive solutions:** Our adhesive solutions cater to a wide range of applications including tile fixing, cladding and insulation. Developed for strong bonding, quick setting, and high durability, these products enable efficient and reliable construction practices.

**Eco-friendly products:** In line with green building norms, Hindcon provides eco-friendly construction chemicals that minimise environmental impact. These products contribute to energy efficiency, reduced carbon footprint and compliance with sustainable development goals.

**Sealants:** Hindcon's range of sealants ensures effective joint sealing for diverse structures. With excellent flexibility and weather resistance, our sealants prevent leakages, accommodate structural movement and maintain aesthetic appeal over time.

## Our range of services



**Waterproofing services:** Hindcon provides end-to-end waterproofing solutions that protect structures from water ingress and related damages. Our services enhance durability and ensure long-term performance across residential, commercial and industrial projects.

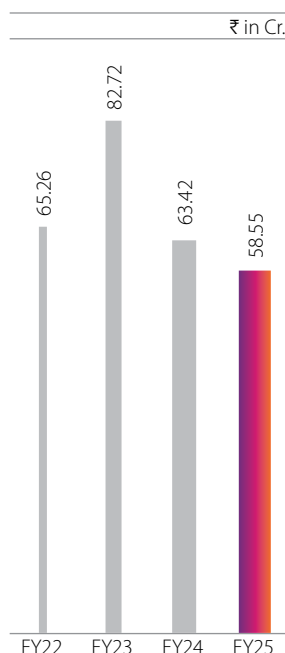
**Turnkey projects:** We undertake turnkey construction projects, delivering comprehensive solutions from design

to execution. Our expertise in project management ensures timely completion with the highest standards of quality and cost efficiency.

**Structural repair services:** Hindcon offers specialised structural repair services aimed at restoring integrity and extending the life of aging or damaged structures. Our solutions address issues such as cracks, corrosion and spalling to ensure structural stability.

**Retrofitting of damaged structures:** Our retrofitting services strengthen existing structures to meet current safety and performance standards. Using advanced techniques and materials, we upgrade buildings and infrastructure for enhanced resilience and functionality.

# How we performed over the years



## Revenue

### Why this is measured

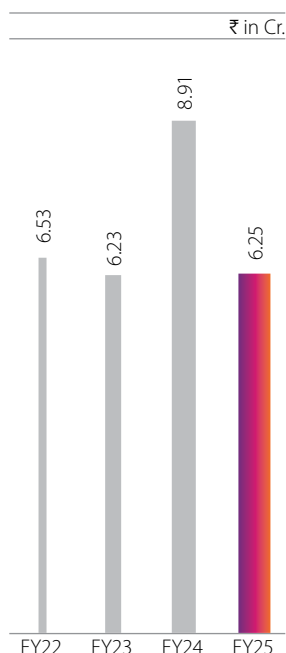
It is an index that showcases the Company's ability to maximise revenues, which provides a basis against which the Company's success can be compared with sectoral peers.

### What this means

Revenue is the total income a company earns from its business activities.

### Performance

Aggregate revenues decreased by 7.68% to ₹58.55 Cr. during FY 2024-25, on an account of lower product realisations and heightened competition, which compressed sales volumes and put a downward pressure on average selling prices.



## EBITDA

### Why this is measured

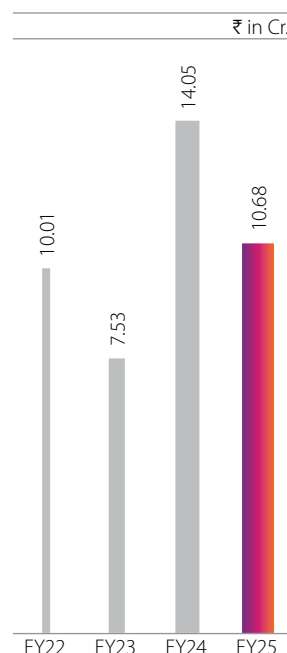
It is an index that showcases the Company's ability to generate a surplus after optimising operating costs, providing a base for comparison with sectoral peers.

### What this means

Helps create a robust surplus, generating a growth engine that enhances reinvestment.

### Performance

EBITDA decreased by 29.85% to ₹6.25 Cr. in FY 2024-25.



## EBITDA margin

### Why this is measured

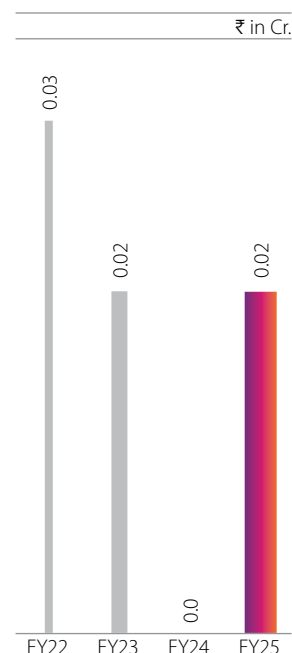
The EBITDA margin provides an idea of how much a company earns (before accounting for interest and taxes) on each rupee of sales.

### What this means

This measure demonstrates the buffer in the business, which, when multiplied by scale, can potentially enhance the surplus.

### Performance

The company's EBITDA margin decreased by 337 bps during FY 2024-25 on account of heightened competition leading to pricing pressure, increased raw material costs, and a one-time write-off of outstanding dues from a customer.



## Debt-equity ratio

### Why this is measured

The debt-equity ratio measures financial leverage by comparing debt to equity. A higher ratio means more risk; a lower ratio indicates stability.

### What this means

The debt-equity ratio compares a company's debt to its equity, indicating financial leverage and risk.

### Performance

The company's gearing decreased marginally from 0.03 during FY 2021-22 to 0.02 during FY 2024-25 on account of the company's deliberate efforts to strengthen its balance sheet by minimising external debt.



## Chairman's overview



Adversity is a stern teacher, but it is also a catalyst for change. The challenges of the year prompted us to look beyond our traditional product lines and explore adjacent spaces

### Dear shareholders,

When the dust settles on the year under review, it will be remembered not merely for its challenges, but for the manner in which Hindcon Chemicals responded to them resiliently, resourcefully, and with renewed resolve. The financial year 2024-25 was a period of testing, learning and ultimately, transformation. It was a year that compelled us to look inward, recalibrate our strategies and emerge with a sharper vision for the future.

### Year of headwinds

The landscape of the construction chemicals sector, particularly in the manufacture of sodium silicates and cement additives, underwent significant shifts. The year was marked by a confluence of adversities declining realisations, intensified competition and a sharp escalation in raw material costs, the latter exacerbated by higher import duties. These factors converged to moderate our revenues, compress our margins and temper our surplus.

The impact of these externalities was further accentuated by an internal setback: the non-recovery of dues from a Jaypee Group company. After exhaustive efforts at reconciliation and collection, the Board took the prudent decision to make provision for these dues in the statement of Profit & Loss. While this decision was not taken lightly, it was a necessary step towards maintaining the integrity of our balance sheet and focusing our energies on future opportunities rather than past disappointments.

### Strategic response: Diversification and innovation

Adversity is a stern teacher, but it is also a catalyst for change. The challenges of the year prompted us to look beyond our traditional product lines and explore adjacent spaces where our core competencies could be leveraged. This introspection led to a significant strategic extension: the foray into the manufacture of resin capsules.

Resin capsules, until now largely imported into the country, represent a high-value, technologically intensive product segment. Our decision to enter this space was guided by a clear-eyed assessment of market demand, import substitution opportunities, and our own manufacturing capabilities. I am pleased to report that our initial samples have been approved by discerning customers an early but emphatic validation of our commitment to innovation and our ability to deliver products that meet exacting standards.

This development is not merely a new revenue stream; it is a reaffirmation of Hindcon's DNA our willingness to enter new spaces, our appetite for distinctive products and our resolve to stay ahead of the curve.

### Strengthening the core

While we ventured into new territories, we did not lose sight of the need to fortify

our existing operations. The year saw continued investment in automation, a move designed to enhance manufacturing output, improve consistency and drive efficiencies across our plants. Automation is not just about machines; it is about building a culture of precision, reliability and scalability.

Concurrently, we undertook a series of cost moderation initiatives. In a year when input costs were on an upward trajectory, our efforts to rationalise expenses, renegotiate procurement contracts and optimise resource utilisation helped cushion the impact on our bottom line.

A noteworthy operational achievement was the expansion of our fly ash storage capabilities. This enhancement has enabled us to capitalise on price arbitrage opportunities, ensuring that we can procure and store raw materials when prices are favourable, thereby safeguarding our margins against market volatility.

### Road ahead: Optimism in opportunity

If the year gone by was about navigating turbulence, the year ahead is about harnessing opportunity. The macro environment for construction chemicals in India is, in a word promising. The role of construction chemicals is widening, driven by the twin engines of urbanisation and infrastructure development. The Government of India's record budget outlays for infrastructure, year after year, are not just numbers on paper they are the blueprint for a new India, and Hindcon Chemicals is positioned to be an integral part of this journey.

Our optimism for the future is grounded in tangible developments. The commissioning of our new resin capsule production line in the second quarter of the current financial year is expected to be a game-changer, both in terms of revenue diversification and margin enhancement. Early indicators are encouraging the company's performance in the first

quarter has already shown improvement, enhancing our confidence in delivering a stronger performance for the full year.

### Culture of continuous improvement

At Hindcon, we believe that long-term success is built on a foundation of continuous improvement. The lessons of the past year have reinforced our commitment to agility, innovation and operational excellence. We will continue to invest in technology, talent and product development. We will continue to seek out new markets, new customers and new opportunities. And we will do so with the humility to learn, the courage to adapt and the ambition to lead.

### Gratitude

None of this would have been possible without the unwavering support of our stakeholders our employees, customers, partners, and shareholders. To each of you, I extend my deepest gratitude. Your belief in Hindcon Chemicals is our greatest asset, and your partnership is our greatest strength.

As we look to the future, I am confident that Hindcon Chemicals is not just prepared to meet the challenges ahead, but to seize the opportunities they present. The long-term direction of the company remains optimistic, underpinned by a clear strategy, a robust operational platform, and an unyielding commitment to value creation.

Let us move forward together, with renewed resolve and shared purpose.

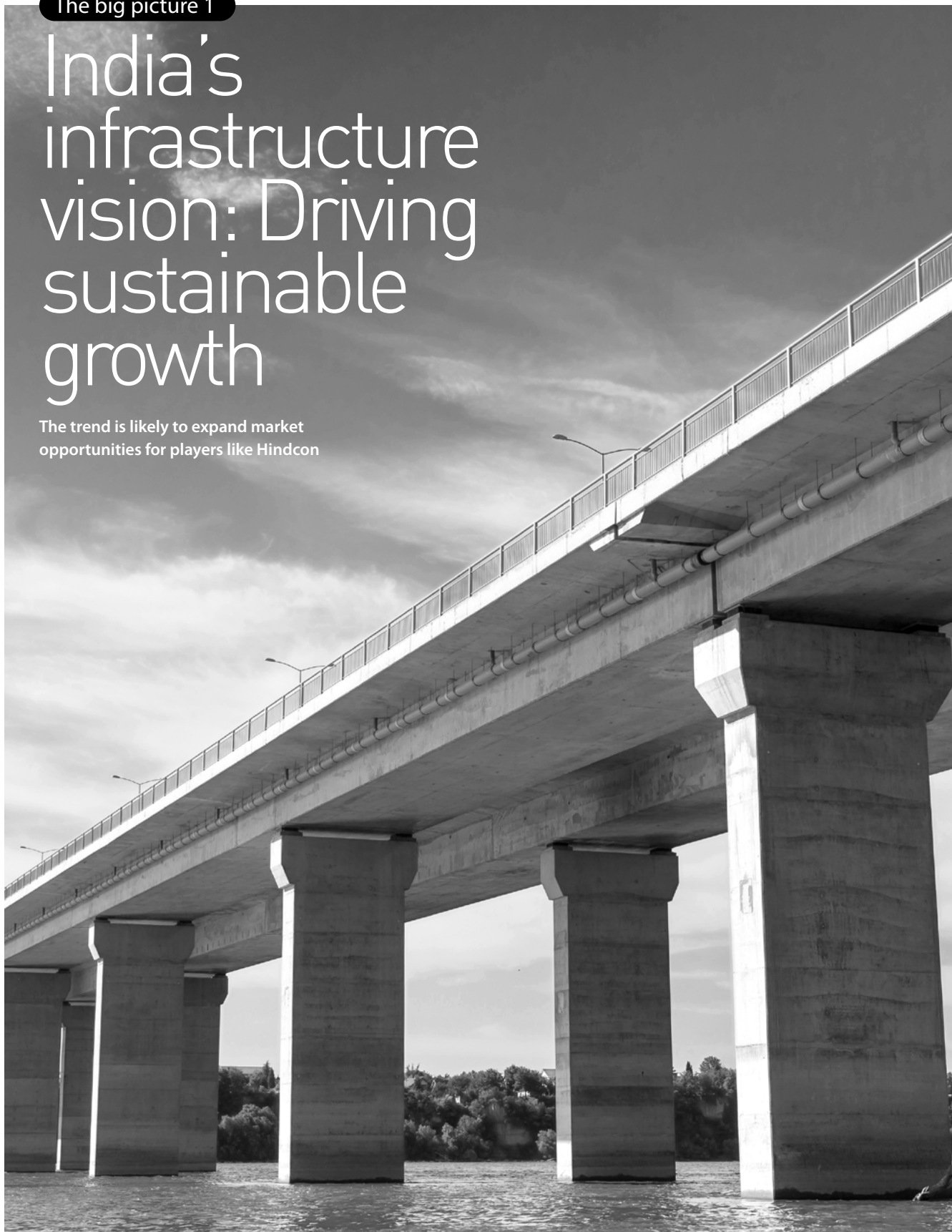
With warm regards,

**Sanjay Goenka**  
Managing Director

The big picture 1

# India's infrastructure vision: Driving sustainable growth

The trend is likely to expand market  
opportunities for players like Hindcon





## Overview

India's infrastructure sector is key to boosting economic growth and supporting industries like housing and construction. To become a USD 26 trillion economy by 2047, the government has made significant investments, including the USD 1.3 trillion Gati Shakti master plan. In the 2025-26 budget, ₹11.21 Lacs Cr was allocated for infrastructure, slightly higher

than the ₹11.11 Lacs Cr from the previous year. The Union Budget focuses on building better highways, efficient ports, faster trains and less crowded, cleaner transport systems, aligning with the 'Viksit Bharat' vision for 2047.

Hindcon has positioned itself to benefit from India's growing economy and favourable market conditions. The country aims to become the world's third-largest

economy with a GDP of USD 5 trillion by 2027 and possibly reaching USD 7 trillion by 2030. Just ten years ago, India's GDP was USD 1.9 trillion, ranking 10<sup>th</sup> globally. Today, it stands as the 5<sup>th</sup> largest with a GDP of USD 3.7 trillion for FY 2023-24, despite challenges like the pandemic and economic setbacks.

## Ports

India, the seventh-largest country by land area and fifth largest by economic scale, comprises a 7,500 km coastline and 20,275 km of national waterways with 13 major and 205 non-major ports across 24 states. Strong port infrastructure and effective hinterland logistics are crucial for enhancing India's manufacturing competitiveness by accelerating, securing and reducing goods movement costs.

## Airports

India is projected to become the world's third-largest air passenger market by 2030, overtaking China and the U.S. To support this expansion, the Government of India aims to increase the number of operational airports from 148 in 2023 to 220 by 2025. As part of the revamped UDAN scheme, 120 new destinations are planned, with a target of serving 4 Cr passengers over the next decade.

**Vision 2040:** India's Vision 2040 aspires to boost annual air passenger traffic to 1.1 billion by 2040, while expanding the number of operational airports from 99 in 2019 to between 190 and 200, and increasing the airline fleet from 622 to 2,359 aircraft. In 2025, India's air traffic is expected to grow by 7%, driven by a rising middle class and greater affordability. With plans for 150 new airports and orders for 1,900 aircraft, the sector is poised for significant expansion.

## Railways

India has the world's fourth-largest railway network, spanning 1.2 Lacs km with 7,335 stations. In 2024-25, the network expanded by 3,433 km through new lines, gauge conversions, and track doubling. Indian Railways operates 3,240 mail and express trains, 3,000 passenger trains, and 5,660 suburban trains daily, serving 22.3 million passengers. Freight loading reached 1,465 million tonnes by March 2025.

## Metro rail

India's metro rail network has witnessed rapid growth, expanding from 81 km in 2006 to an anticipated 1,000 km by 2025, with an additional 1,018 km currently under construction. The Ministry of Housing and Urban Affairs is driving integration through 434 projects under the PM Gati Shakti initiative, spanning energy, mineral, cement, high traffic density, and port connectivity corridors, with a total investment outlay of ₹11.17 trillion. The metro network's expansion is aimed at easing road congestion, lowering emissions, and catalyzing commercial real estate development.

## Bridges and infrastructure

India's infrastructure landscape in 2025 is marked by transformative projects like the Delhi-Mumbai Expressway, the world's highest Chenab Railway Bridge and the Central Vista Redevelopment. Maritime trade is boosted by the Sagarmala Project. These developments reflect India's commitment to modernising its infrastructure for sustained economic growth.

(Source: National Portal of India, Times of India, IBEF, LinkedIn, EY, The Hindu, Worldometers, The Economic Times, BW Businessworld, India Budget, Press Information Bureau, Vision IAS, FICCI, Reuters, The New Indian Express, 1pdf, Cleartax, India Today, The Telegraph, Decode today, Swarajya)

## Big numbers

**1.9** USD trillion, GDP of India in 2014

**3.7** USD trillion, GDP of India in 2024

**7** USD trillion, GDP of India by 2030

## The big picture 2

# The role of new-age construction chemicals in India's infrastructure protection

Modern infrastructure faces challenges such as heavy traffic loads, chemical exposure, temperature fluctuations and water ingress. Advanced construction chemicals address these concerns by enhancing durability and extending structure life cycles. Corrosion inhibitors protect embedded steel from chlorides and carbonation, while integral waterproofing compounds and silane/siloxane treatments provide water resistance without affecting breathability. Moreover, crystalline waterproofing systems, PU and acrylic coatings, and injection grouts ensure effective moisture

control and safeguard structures during both pre- and post-construction phases.

For structural protection and repair, polymer-modified mortars restore integrity, carbon fibre wrapping enhances strength with minimal weight and epoxy-based grouts seal cracks to regain load-bearing capacity. In aggressive environments such as ports, airports and chemical plants, epoxy and polyurethane coatings offer resistance to acids and industrial effluents, while thermal barrier and anti-carbonation coatings provide additional protection. Advanced construction chemicals also promote sustainability by reducing material consumption,

lowering maintenance requirements, extending service life and enabling green certifications through low-VOC, energy-efficient formulations.

Accelerated construction is driven by high-performance admixtures such as superplasticizers for strong, workable concrete, set accelerators and retarders for precise time control, and self-compacting concrete solutions for complex designs. Resilience against climate extremes is achieved through UV-resistant coatings, freeze-thaw resistant admixtures, and hydrophobic sealers, ensuring long-term durability and performance under environmental stress.



## Demand driver

# Hindcon: Pioneering pre-cast construction in India

How this expansion creates new opportunities for specialised players like Hindcon

## Overview

Precast construction is gaining popularity as a solution to labour shortages and the need for faster, high-quality building completion. This method involves producing building components offsite in a controlled setting and assembling them onsite, reducing dependence on onsite labour. Ideal for projects with uniform designs, precast construction can accelerate timelines by up to 40%.

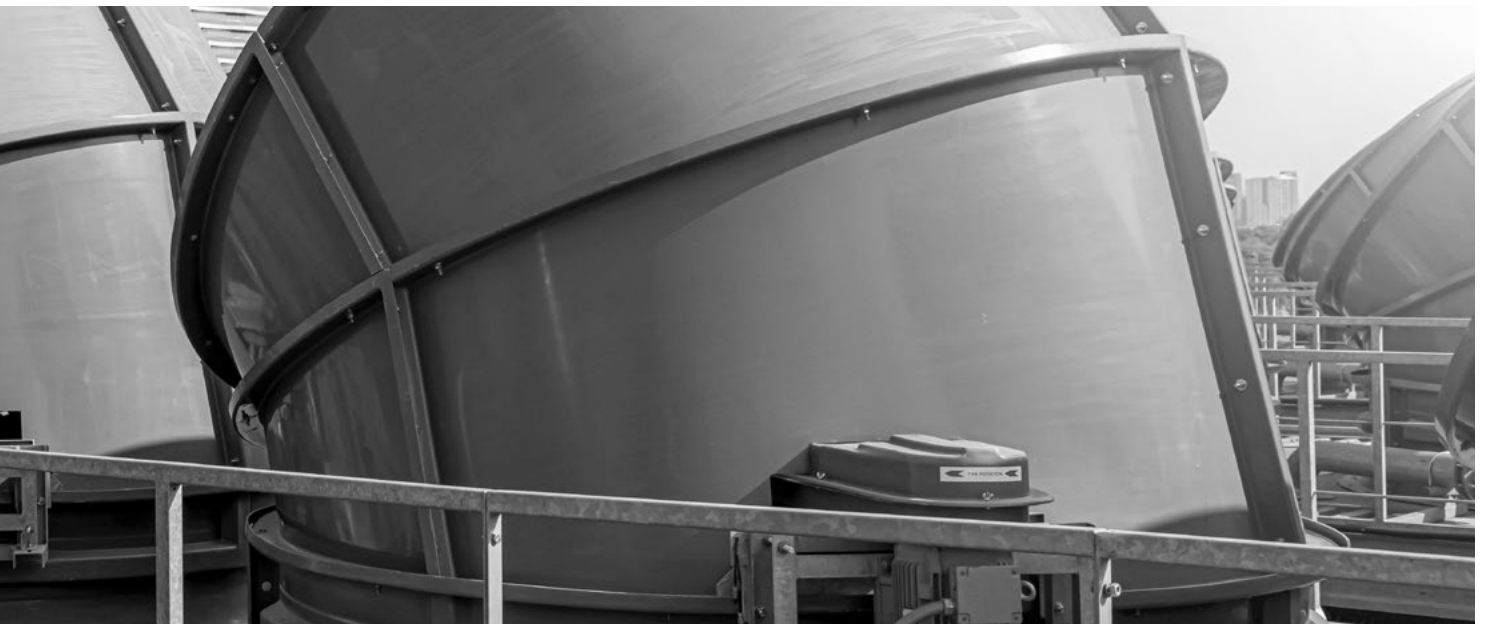
**Enhancing structural integrity and efficiency:** Precast concrete's high span-to-depth ratio allows it to support heavy loads with fewer internal columns and

supports. Its lightweight design enables smaller structural elements and shallower foundations while maintaining strength under extreme conditions. Despite its reduced weight, precast components can sustain buildings up to 80 stories, ensuring structural uniformity and minimising vibrations.

**Pre-assembled for quick installation:** Precast concrete integrates utility access, fixtures, and service elements during manufacturing, eliminating the need for on-site moulding. This ensures easy access to utilities during and after construction while reducing structural modifications and revisions.

**Energy-efficient construction:** Precast concrete offers effective thermal insulation, regulating indoor temperatures by retaining warmth in winter and keeping interiors cool in summer. Its dense composition reduces heat transfer, ensuring energy efficiency and cost savings.

**Versatility:** Precast concrete offers high customisation, enabling diverse shapes, curves and intricate designs to suit aesthetic and structural requirements in large-scale projects. Its versatility enhances both design and functionality.





## The big picture 2

# Hindcon and climate change

The company has adapted to the need for stronger protection

## Overview

Construction chemicals are becoming increasingly relevant in the era of climate change because they directly contribute to making infrastructure more durable, sustainable and resilient against the extreme environmental challenges that climate change brings.

### Enhanced durability against extreme weather:

Climate change is leading to more frequent and severe weather events floods, heatwaves, freeze-thaw cycles and salinity ingress due to rising sea levels. Construction chemicals such as waterproofing agents, corrosion inhibitors, and protective coatings fortify concrete against these stresses, extending its service life in harsh environments.

### Reducing carbon footprint through longevity:

The most sustainable building is the one that lasts the longest. By reducing the frequency of repairs, replacements, and demolitions, construction chemicals help infrastructure last decades longer. This reduces the embodied carbon associated with producing new cement and materials, which is critical in a sector responsible for 8-10% of global CO<sub>2</sub> emissions.

### Supporting low-carbon and green construction:

Advanced admixtures reduce water usage, cement content and energy consumption in the concrete mix while enhancing performance. High-performance concrete mixes enabled by these chemicals contribute to slenderer, material-efficient designs reducing overall resource consumption.

### Resilience against water scarcity and flooding

Climate change has caused both increased flooding and water scarcity in different

regions. Chemicals like hydrophobic treatments and advanced sealants make structures more water-resilient, while admixtures enable concrete to cure efficiently with less water.

### Facilitating green certifications and compliance

Green building standards (LEED, IGBC, GRIHA, BREEAM) increasingly recognise the role of advanced materials in reducing energy use, improving indoor environments and enhancing durability. Construction chemicals are essential to achieving these certifications.

### Enabling circular economy in construction

Repair mortars, sealants, and surface treatments help rehabilitate existing structures rather than demolish them. This aligns with circular economy principles reduce, reuse and extend the lifecycle of infrastructure.

### Adapting infrastructure for a changing climate

Infrastructure today needs to withstand not only current conditions but also future uncertainties. Construction chemicals enable adaptive reuse, retrofitting, and future-proofing of critical assets such as bridges, coastal defenses, water treatment plants and urban infrastructure.

**Temperature:** Over the years, India has endured a staggering 536 heatwave days, the highest in fourteen years. Particularly alarming was 2022, with 280 heatwave days, underlining a clear upward trend in frequency and intensity. The design and construction of structures could be altered by this rise in temperatures.

**Cyclone:** The frequency and intensity of cyclones is increasing, exposing infrastructure to the need for enhanced protection.

**Precipitation:** In India, heavy rainfall is becoming more common, with cities experiencing over 50 mm per day and some areas exceeding 100 mm per hour. Urban flooding is likely to cause major losses in infrastructure, businesses, and lives, affecting local, regional, and national economies. Disruptions in city activities can lead to significant financial losses, with damage to roads, mobile networks and electricity lines requiring extensive repairs or rebuilding.

(Source: Financial Times, USDA Climate Hubs, LinkedIn, Yahoo Finance, JK Lakshmi Cement)

## Big numbers

**536** Heatwave days, 2025

**280** Heatwave days, 2022

## Case study



# Suncrest Project: Comprehensive waterproofing by Hindcon

## Objective

The objective of the Suncrest project was to provide effective waterproofing solutions for a large residential development by Salarpuria Group in Kolkata. The project comprised 6 buildings (14 storeys each) with 468 flats and a common basement supporting podium-level amenities such as gardens, lily pools, and driveways. Hindcon was entrusted with the task of waterproofing podiums, roofs, and toilets using high-performance elastomeric systems.

## Challenge

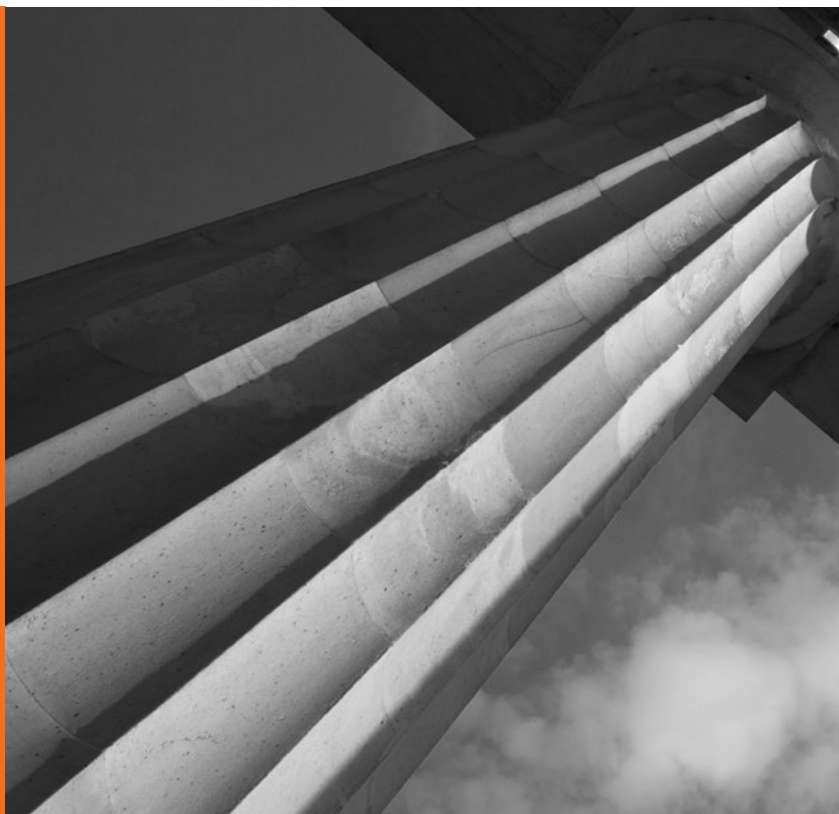
The primary challenge was selecting a waterproofing system that could withstand usage in areas where overlays like tiling or concreting were mandatory. While pure acrylic coatings offered excellent waterproofing as an elastomeric system, they did not allow for any bonding of overlay materials. Ensuring long-term durability while maintaining structural monolithicity required an innovative approach. Additionally, the large surface area and critical load-bearing design of the podium demanded flawless execution.

## Outcomes

Hindcon proposed an epoxy-based bonding coat over the acrylic polymer waterproofing to allow overlays while ensuring structural integration. This approach enabled a monolithic structure with no compromise on waterproofing quality. Based on Hindcon's recommendations, the system was implemented and large sections of the treated area reported no leakage, validating the effectiveness of the solution.

# The growth potential of Hindcon

Macro trends driving our business growth



## Income growth

In 2025, India's per capita income is expected to grow by 6.2%. As per the Union government, this upward trend has elevated numerous households into higher income categories. In FY 2023-24, the per capita income rose to approximately ₹1.8 Lacs, reflecting a substantial 188% increase from ₹86,647 in 2015 underscoring the country's economic progress over the past decade.

## Rising population

India, with a population of approximately 1.46 billion, has seen a decline in the median age of homebuyers. This trend is driving growth in the real estate sector and accelerating the development of the construction chemicals industry.

## Cement consumption

The per capita consumption of cement was approximately 257 kgs in India compared to the global average of 540 kgs, a gap that is likely to be plugged following increased cement consumption in India.

## Infrastructure

India is anticipated to invest ₹11.21 trillion in infrastructure development in FY 2025-26, which could create a wider market for construction chemicals.

## Affordable housing

The government aims to provide affordable housing for 30 million Indians by 2025 under the 'Pradhan Mantri Awas Yojana' (PMAY) scheme. So far, 93.19 Lacs houses have been completed or delivered under PMAY-Urban and 2.69 Cr houses have been completed under PMAY-Gramin.

## Smart buildings

India's urban population is anticipated to increase from 542.7 million in 2025 to 877 million by 2050. This growth presents an opportunity for companies like Hindcon to expand their offerings and establish a reputation as a provider of eco-friendly products in the smart buildings sector.

## Smart Cities

The government's focus on expanding Smart Cities to improve urban infrastructure and elevate the standard of living presents a significant market opportunity for Hindcon.

## Verticalisation

India's high-rise building construction market stood at USD 220.0 billion in 2024 and is expected to reach USD 470.0 billion by 2033, growing at a CAGR of 8.64% from 2025. As urban centers confront land constraints and rising population density, verticalisation is emerging as a strategic necessity. Policy initiatives like Smart Cities and RERA, coupled with demand for integrated residential and commercial developments, are accelerating vertical expansion, positioning the sector for sustained investor interest and long-term value creation.

(Source: Economic Times, Cleartax, Worldometer, The Energy and Resources Institute, EY, Press Information Bureau, Ministry of Rural Development, IMARC)





## Big numbers

### Large headroom

**1375** Kgs, India's per capita cement consumption in 2024-25

**540** Kgs, Global per capita cement consumption in 2024-25

(Source: The Energy and Resources Institute)

### Urbanisation headroom

**37** % of the Indian population that was urban in 2025

**58** Kgs, Global per capita cement consumption in 2024-25

(Source: Worldometers, Statista)

### Growing cement sector

**3.96** billion tonnes, size of India's cement sector in 2024

**5.10** billion tonnes, projected size of India's cement sector by 2030

(Source: LinkedIn)

### Larger homes

**1375** Square feet, average flat size in India in 2022

**1513** Square feet, average flat size in India, 2024

(Source: Fortune India, Business Line)

### Growing population

**1.46** billion, population of India in 2025

**1.70** billion, the estimated population of India for 2064

(Source: Worldometer, Business Standard)

### Home demand

**31.20** Million units estimated housing shortage in India by 2030

(Source: Business Standard)

# Driving growth: Sales and marketing highlights

## Overview

Hindcon Chemicals continues to strengthen its position as a trusted name in the construction chemicals industry, offering a comprehensive range of high-performance products tailored to meet the evolving needs of infrastructure, real estate, and industrial projects. Backed by strong R&D, advanced formulations and a customer-centric approach, the company's sales and marketing initiatives in FY 2024-25 were focused on expanding its market reach, driving product innovation, and ensuring sustainable growth across multiple downstream sectors.



## Challenges and performance, FY 2024-25

The year began with significant pricing challenges due to volatility in raw material costs and heightened competition. In response, Hindcon successfully optimised its formulations to maintain quality while reducing cost, enabling the company to offer competitive pricing without compromising on performance. This proactive strategy helped sustain demand across critical sectors such as hydel power projects, road infrastructure, and building construction. The segment demonstrated

resilience and achieved steady growth by leveraging its technical expertise and robust supply chain.

### Strengths

**Backward integration through PCE manufacturing:** Hindcon's in-house Polycarboxylate Ether (PCE) manufacturing unit ensures consistent quality and cost efficiency for superplasticizer production, offering a strong competitive advantage.

**Diverse product portfolio:** The company's broad spectrum of construction chemicals caters to varied applications,

ranging from waterproofing and flooring to structural repair and protective coatings.

### Established industry relationships:

Decades of experience and strong relationships with contractors, developers and government agencies have enabled Hindcon to maintain a strong presence in core infrastructure segments.

### Technical expertise and R&D focus:

A dedicated R&D team enables the development of customised solutions and cutting-edge products aligned with market trends and sustainability goals.

### Business-strengthening strategies

The company launched the following products during the previous financial years:

- Hind Block Fix
- Hind Fix TA
- Hind Sealant PS
- Hind Anti Rust
- Hind Crete Plus – WPM
- Hind Hydraproof Ceramic
- Hind Plasto Guard
- Hind Crystal Seal
- Hind Patch R
- Hind Tile Grout
- Hind Plast EGA
- Hind Styrene BR
- Hind Hydrolast 2K

### Our products

- Concrete and mortar admixtures
- Waterproofing solutions
- Flooring systems
- Protective and decorative coatings
- Adhesives and sealants
- Repair and retrofitting compounds

### Downstream industries we addressed

- Hydropower and irrigation projects
- Road and highway infrastructure
- Residential and commercial real estate
- Industrial structures and manufacturing plants

## Construction chemicals

Construction chemicals are essential components that enhance the durability, performance, and aesthetics of modern infrastructure. These products play a critical role in improving workability, strength, and resistance to environmental challenges, thereby reducing lifecycle costs and

ensuring structural integrity. The Indian construction chemicals industry continued to expand supported by sustained investment in infrastructure development, urbanisation, and government-led initiatives such as Smart Cities and Housing for All. Rising demand for advanced solutions like admixtures, waterproofing

systems, and repair compounds was driven by the need for quality, speed and sustainability in construction projects. Hindcon, with its extensive product portfolio and strong technical capabilities, remains well-positioned to capitalise on these trends and deliver value to its stakeholders.



# Our sodium silicate operations



## Overview

Sodium silicate is a critical industrial input, valued for its multi-functionality and broad-based relevance across diverse sectors. As a key compound in the cement and construction segments, its role as a source of reactive silica and strong bonding agent makes it indispensable to numerous manufacturing processes.

Formed through the high-temperature fusion of silica sand with sodium carbonate, sodium silicate (also known as water glass), offers high alkalinity, water solubility and excellent adhesive

strength. These properties underpin its wide application in detergents, water treatment, pulp and paper, textiles, soil stabilisation, fire protection and adhesives. Recognised for its durability, environmental compatibility, and cost-effectiveness, it continues to serve as a cornerstone for industries focused on performance and sustainability.

The compound's ability to be processed into silica gels, sols, and precipitated silica has further enhanced its industrial utility. In paper manufacturing, it plays a central role as an adhesive, sizing agent and deinking aid. In the electrode coating segment, it

functions as a binder and flux. Its chemical characteristics also make it valuable in textile bleaching, detergent formulations, and food processing, where sodium aluminium silicate acts as an effective anti-caking agent.

The global sodium silicate market is expected to grow from USD 13.52 billion in 2025 to USD 19.38 billion by 2033, at a CAGR of 4.60%. The primary growth drivers include rapid industrialisation in emerging economies, increased regulatory preference for eco-friendly chemicals, and accelerating investments in infrastructure and water treatment solutions.

(Source: Cognitive Market Research)

### Hindcon's position in the segment

Hindcon Chemicals is a recognised manufacturer of sodium silicate, delivering a diverse range of grades to meet industry-specific requirements. The company's formulations are aligned with global sustainability standards and are developed with an emphasis on cost-efficiency and reliability. Hindcon holds ISO 9001:2015 certification for quality management for good manufacturing practices and is also registered with the National Small

Industries Corporation (NSIC), reinforcing its credibility in the market.

In FY 2024-25, the sodium silicate segment recorded healthy revenue growth, driven by a steady rise in volume sales. This performance was supported by sustained customer demand and optimal utilisation of production capacity. The company's emphasis on maintaining consistent product quality continued to strengthen customer loyalty and earned wider recognition within the industry.

Research and development initiatives remained central to the company's strategy, leading to product enhancements, improved brand positioning, and better alignment with customer expectations. Strategic sourcing, timely inventory build-up and rigorous cost controls helped manage input price volatility and supported margin preservation.

### Performance, FY 2024-25

Hindcon's new manufacturing unit in Munshirhat, West Bengal, which was commissioned in the previous financial year, became fully operational. Set up with an investment of approximately ₹5 Cr, funded entirely through internal accruals, the facility represents a strategic step

towards backward integration. By bringing critical manufacturing processes in-house, the unit enhances control over quality, production timelines, and overall cost efficiency.

The unit's output was totally earmarked from internal consumption, while the balance was earmarked for sale. The operationalisation of this facility contributed to revenues and competitiveness in the sodium silicate segment.

### Outlook

Backed by robust manufacturing capabilities, an environmentally compliant product line and a prudent capital allocation strategy, Hindcon Chemicals is positioned to scale its presence across key industrial sectors. The company will continue to focus on capacity optimisation, innovation-driven expansion, and customer-centric product development. Sodium silicate remains central to Hindcon's value proposition, and the company's proactive initiatives in process optimisation and market development are expected to contribute meaningfully to its long-term growth trajectory.

## Products used in different sectors

**Construction sector:** Sodium silicate plays a vital role in cementitious materials by accelerating setting time and enhancing strength. As a silicate mineral paint, it improves the durability and water resistance of concrete structures. It is widely used in infrastructure projects such as dams, canals, roadworks and waterproofing systems.

**Food sector:** In food processing, sodium aluminium silicate acts as an anti-caking agent, preserving the flow ability of dry mixes and preventing lump formation during storage. Its moisture-absorbing properties support longer shelf life and product stability.

**Paper sector:** In paper and packaging, sodium silicate is used as a bonding agent and adhesive enhancer. It improves the whiteness of paper, aids in ink removal, and prevents redeposition during recycling. It is particularly valuable in the manufacture of detergent packaging and high-strength cardboard.

**Cement additives:** Sodium silicate plays a significant role in enhancing the performance of cement-based applications. It improves exposed aggregate finishes by strengthening interlayer bonding, enhancing surface durability, and contributing to visual appeal. In cold weather conditions,

it accelerates setting time and aids early strength development, ensuring high-quality results in challenging environments. The compound is also integral to waterproofing solutions in both civil engineering and real estate projects, providing long-term protection and structural resilience. Furthermore, sodium silicate is widely used in industrial flooring due to its excellent resistance to wear and chemical exposure, making it well-suited for demanding environments such as automotive plants, pharmaceutical units and food processing facilities.

# PCE-based admixtures a game changer at Hindcon

## Overview

Polycarboxylate ether (PCE) admixtures represent a new generation of high-performance super plasticizers designed to meet the evolving demands of modern construction. Derived from aqueous copolymers of carboxylic acids, these advanced chemical formulations offer exceptional flow ability and workability even at low dosage levels. Their efficiency and versatility make them an increasingly preferred solution across residential, commercial and infrastructure projects that demand strength, durability and sustainability.

## Performance attributes

A defining feature of PCEs is their ability to reduce the water-cement ratio significantly without sacrificing workability. This facilitates the production of concrete that is denser, stronger and more durable, particularly suited for load-bearing and long-life applications. PCEs also enhance resistance to aggressive environmental conditions, including sulfate attacks, freeze-thaw cycles, and alkali-silica reactions, making them ideal for structures exposed to variable climates and corrosive environments. Another critical benefit lies in improved slump retention. Even with reduced water content, PCEs maintain workability over extended periods, reducing the risks of bleeding and segregation. This results in consistent concrete quality, a finer surface finish and smoother placement on site.

## Operational and structural advantages

In practical construction environments, PCEs contribute to enhanced pump ability and ease of handling, allowing efficient placement without affecting setting time. This advantage is particularly valuable for large-scale and complex structures. The admixtures also contribute to lower permeability, thereby reducing moisture ingress and reinforcing long-term structural stability. Enhanced cement hydration, improved mix uniformity, and reduced shrinkage collectively support better curing and long-lasting performance. Furthermore, PCE-based concrete delivers improved finish with minimal seepage and water absorption, a feature that aligns with the high standards of modern construction.

## Outlook

In line with its strategy to diversify and strengthen its construction chemicals portfolio, Hindcon Chemicals has invested in the acquisition of advanced PCE technology. This forward-looking initiative is designed to expand the company's

presence in the high-performance admixtures segment. A dedicated manufacturing unit has been set up for this purpose, with the capacity to deliver meaningful volumes to meet growing industry demand.

Of the total production, a significant share will be utilised for internal consumption, while the balance will be marketed externally. This dual-channel approach is expected to strengthen plant utilisation, improve operational efficiency and create additional revenue streams. The company views this development as a catalyst for unlocking fresh growth opportunities in the construction chemicals sector. With strong customer interest and increasing demand for sustainable, high-performance materials, the initiative is well aligned with Hindcon's ambition of reaching a revenue milestone of ₹100 Cr by the close of FY 2025-26.

# Hindcon: Our responsible HSE commitment

## Overview

The company's strong commitment to sustainability has played a key role in addressing challenges such as water scarcity, resource depletion, and pollution. Hindcon has also enhanced process safety through strict adherence to environmental regulations. Regular HSE sensitization programs for employees and stakeholders continue to reinforce a culture of environmental responsibility across the organisation. The adoption of Total Productive Maintenance (TPM) has been especially impactful, broadening the focus from plant-centric efficiency to a more integrated framework that links plant health, employee well-being and environmental care. During the year, the company made dedicated investments to further strengthen its HSE capabilities, underscoring its long-term commitment to sustainable growth.

## HSE policy

Hindcon's HSE policy is founded on the principle that environmental protection and employee safety are integral to sustaining product quality and business performance. Guided by its vision of zero accidents, zero defects, zero breakdowns, and zero losses, the company continues to strengthen its safety standards. A secure work environment not only safeguards the workforce but also enhances morale and productivity. During the year, investments were directed towards upgrading safety infrastructure across its operating units, reinforcing the company's commitment to high standards of health, safety and environmental care.

## Initiatives

- Monthly employee health checks were introduced to promote wellness.
- Systematic tracking and root cause analysis of all major and minor incidents were conducted to strengthen preventive measures.

- Vaccination drives were extended to employees, their families and business associates.
- Fire safety was reinforced with the installation of new fire pumps, replacement of hydrant lines and the deployment of portable fire extinguishers.
- The use of personal protective equipment such as helmets and gloves were made compulsory.
- Additional health and safety resources were deployed across units to address specific operational needs.
- Emergency response capabilities were enhanced through periodic mock drills.
- Health and safety action points were discussed in daily meetings to ensure constant vigilance and accountability.

## Environment

As a responsible chemical solutions provider, Hindcon continues to invest in technologies and practices that conserve

natural resources. Water conservation remains a key focus, with the company proactively reducing its reliance on finite resources through the deployment of rainwater harvesting and water recycling systems.

## Key environmental measures

- Rainwater harvesting systems were installed across the plant and storage areas.
- The company undertook green belt development, planting a substantial number of trees during FY 2024-25.
- Water recycling initiatives were launched at selected units to reduce freshwater dependency.
- Dust collector vans were stationed outside plant premises to help reduce air and noise pollution.
- Borewell usage at the plant was discontinued and replaced with recycled and treated water solutions.



# Hindcon's commitment to corporate social responsibility



## Overview

Hindcon is committed to creating a meaningful and lasting impact on society through focused Corporate Social Responsibility initiatives. In FY 2024-25, the company directed its CSR efforts toward key areas such as education, healthcare, eradication of hunger and poverty and the empowerment of women. These programs were designed to address pressing social challenges while aligning with national development goals.

## Implementation and monitoring

The company collaborates with carefully selected CSR partners to execute its initiatives. A rigorous due diligence process precedes each engagement, ensuring that only credible and capable partners are onboarded. Formal agreements define the scope and timelines of each project to ensure smooth and timely execution. Hindcon maintains a robust monitoring mechanism, including regular field visits to evaluate on-ground impact and adherence to project objectives. Annual fund utilisation certificates are obtained from all CSR partners to uphold transparency, accountability and regulatory compliance.

## Big numbers

**14.51** ₹ Lacs, spent on CSR activities in FY 2024-25

# What we have generated from our business

## Revenue visibility

55

% Revenues from customers of 3+ years

## Sectoral broadbasing

75

% of revenues from the construction, food and paper sectors

## Geographic broadbasing

~52

% of offtake from outside West Bengal, FY 2024-25



# HINDCON CHEMICALS LIMITED

CIN: L24117WB1998PLC087800

Regd. Off. : 62B, Braunfeld Row, 1<sup>st</sup> Floor, Kolkata - 700027

Phone No.: 033-24490839. Fax No.: 033-24490849

Website: [www.hindcon.com](http://www.hindcon.com), e-mail: [contactus@hindcon.com](mailto:contactus@hindcon.com)

## Notice

**NOTICE** is hereby given that the 27<sup>th</sup> Annual General Meeting of the Members of **M/s. HINDCON CHEMICALS LIMITED** will be held at on **Tuesday, the 23<sup>rd</sup> September, 2025 at 11:45 A.M. via Video Conferencing (VC) / Other Audio Video Means (OAVM)** to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statement of the Company including Audited Balance Sheet as at **31<sup>st</sup> March, 2025**, Audited Statement of Profit and Loss and the Cash Flow Statement for the year ended as on that date together with Report of Directors' and Auditors' thereon.
2. To appoint a Director in place of **Mr. Ramsanatan Banerjee (DIN: 05191594)**, retiring by rotation and being eligible, offered himself for re-appointment.

### SPECIAL BUSINESS:

3. **RE-APPOINTMENT OF MR. SANJAY GOENKA (DIN: 00848190) AS CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass, with or without modification(s) the following resolution as a **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and/or any other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the approval of the members be and is hereby accorded for the re-appointment of **Mr. Sanjay Goenka (DIN: 00848190)**, as Chairman & Managing Director (designated as Key Managerial Personnel) of the Company for a period of 5 (five) years with effect from 1<sup>st</sup> April, 2026, on such terms and conditions including remuneration, as set out in the statement annexed to the Notice convening this meeting as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board), with the liberty to the Board to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Goenka, subject to the same not exceeding the limits specified under

Sections 196 and 197 read with Schedule V (Section II of Part I) of the Companies Act, 2013.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. **APPOINTMENT OF SECRETARIAL AUDITORS TO CONDUCT SECRETARIAL AUDIT OF THE COMPANY**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**: -

**"RESOLVED THAT** pursuant to provisions of section 204 of the Companies Act 2013, read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, Mr. Santosh Kumar Tibrewalla, (COP: 3982), Practicing Company Secretary (peer reviewed), be and is hereby appointed as the Secretarial Auditor of the Company for a period of 5 (five) Consecutive years w.e.f commencing from the conclusion of this 27<sup>th</sup> Annual General Meeting till the conclusion of 32<sup>nd</sup> Annual General Meeting to be held for the financial year 2029-30, to conduct the secretarial audit and issue a Secretarial Audit Report in the prescribed form, on such terms and conditions, including remuneration, as may be mutually agreed by the Secretarial Auditor and the Board of Directors.

**FURTHER RESOLVED THAT** the Board of Directors of the Company be and are hereby authorized to take all necessary steps and actions including to revise/alter/modify/ amend the terms and conditions and/or remuneration from time to time as may be mutually agreed with the Auditors, during the tenure of their appointment."

By Order of the Board of Directors  
For **Hindcon Chemicals Limited**

### Registered office:

62B, Braunfeld Row,  
Kolkata – 700 027  
Date: 08.08.2025

sd/-

**Ankita Banerjee**  
Company Secretary

## Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of SEBI (listing obligations and disclosure requirements) Regulations, 2015:

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("Act") and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, sets out all material facts relating to the business mentioned at Item Nos. 3 & 4 of the accompanying Notice dated 8<sup>th</sup> August, 2025:

### Item No. 3

The present terms of appointment of **Mr. Sanjay Goenka (DIN: 00848190)** as Chairman & Managing Director would expire on March 31, 2026. The Nomination & Remuneration Committee at its meeting held on 20<sup>th</sup> May, 2025 had recommended for his re-appointment for a further period of 5 (five) years with effect from April 1, 2026 and the same was also approved by the Board of Directors in its meeting held on 8<sup>th</sup> August, 2025 subject to the approval of members in the ensuing Annual General Meeting of the Company. The remuneration, perquisites payable to Mr. Goenka and other terms & conditions as recommended by the Nomination and Remuneration Committee, subject to provisions of section 197 and Schedule V of the Companies Act, 2013 are as follows :-

1. **Salary:** ₹8,00,000/- per month and such increment as may be decided by the Board from time to time and subject to the permissible limit as provided in Schedule - V of the Companies Act, 2013.
2. **Performance Bonus:** As may be decided by the Board from time to time.
3. **Perquisites:** The Chairman & Managing Director, in addition to Salary and Performance Bonus, if any, shall be entitled to the following perquisites :
  - a. **Medical Reimbursement:** Expenses incurred for self and family subject to a ceiling of one month's salary in a year or three month's salary over a period of five years.
  - b. **Leave Travel Concession:** For self and his family, once in a year, incurred in accordance with the rules of the Company.
  - c. **Clubs Fees:** Fees of Clubs subject to a maximum of three clubs. This will not include admission and life membership fees.
  - d. **Personal Accident Insurance:** Premium not to exceed ₹50,000/- per annum.
  - e. **Gas, Electricity and Water:** Expenses incurred on gas, electricity and water at the Residence will be reimbursed by the Company.

### f. **Provident Fund / Superannuation Fund / Gratuity:**

- i) Contribution to provident fund, super-annuation fund or annuity fund in accordance with the rules of the Company, so that these either singly or put together are not taxable under the IT Act, 1961.
- ii) Gratuity payable shall not exceed half of a month's salary for each completed year of service.

### g. **Car & Telephone:** Car with Driver for use of Company's business and telephone at residence will be provided. They will, however, not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to the Chairman & Mg. Director.

### h. **Other Benefits:**

- (i) Leave: On full pay and allowances as per the rules of the Company but not more than one month's leave for every eleven months' of services. However, leave accumulated but not availed of shall be dealt with as per the Income Tax Rules, 1962, casual and sick leave on full pay and allowance as per rules of the Company.
- (ii) The Chairman & Mg. Director shall be entitled to reimbursement of travelling, entertainment and all other expenses actually and properly incurred for legitimate business need of the Company but subject to rules of the Company framed from time to time.
- (iii) The Chairman & Mg. Director shall be reimbursed actual out of pocket expenses incurred by him in the course of discharging his duties in the capacity of Chairman & Mg. Director.

### 4. **Other Terms**

- (i) The Chairman & Managing Director, as long as he functions as such, shall not be paid any sitting fee for attending meeting of the Board of Directors of any Committee thereof.
- (ii) The Chairman & Managing Director shall not, so long as he functions as such, be subject to retirement by rotation.
- (iii) Either party may terminate the agreement by giving 3 (Three) month notice to other party in writing or remuneration in lieu thereof without showing any reason.



- (iv) In the absence of or inadequacy of profit of the Company in any financial year, he shall be entitled to receive last remuneration as paid shall be minimum remuneration or such higher remuneration as is permissible under Section 197 read with Schedule V of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and approved by the Board.

Mr. Goenka holds 95,56,878 equity shares of the Company in his own name.

Besides, as per the provision of section 197(3) and Part II of Schedule V of the Companies Act, 2013 where in any financial year during the currency of tenure of a managerial person, a Company has no profit or its profit are inadequate, the maximum quantum of remuneration as permissible can be paid to such managerial personnel with due approval of the members by means of special resolution. Accordingly, this resolution is proposed to be passed as a Special Resolution.

A Statement as per Schedule V (third proviso of Section II of Part II) in respect of appointment of Mr. Sanjay Goenka as Chairman & Managing Director of the Company is annexed hereto which forms part of this explanatory statement. Mr. Goenka is responsible for overall management of whole of the operation and other functions of the Company. The Board felt that his association with the Company for managing the affairs of the Company would definitely contribute in the performance of the Company and accordingly proposed for his re-appointment.

Except Mr. Sanjay Goenka, Mrs. Nilima Goenka and Mr. Vansh Goenka, none of the other Directors or any key managerial personnel or their relatives is in anyway, financially or otherwise, directly or indirectly, concerned or interested in the aforesaid resolution.

Pursuant to Section 190 of the Companies Act, 2013, a copy of the letter of appointment issued to Mr. Sanjay Goenka, Chairman & Managing Director is open for inspection at the Registered office of the Company during business hours till the conclusion of the ensuing Annual General Meeting.

However, regulation 17(1)(C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, deemed to be

complied since the approval as required is being obtained from the Shareholders within the prescribed time.

The Board recommends the resolution as set forth in Item no.3 for the approval of the members of the Company.

#### Item No. 4

Pursuant to the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A(1A) & (1B) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Master Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31<sup>st</sup> December, 2024 w.e.f 1<sup>st</sup> April, 2025 every listed entity is required to appoint an individual or a firm as the Secretarial Auditors of the Company, who shall be a peer reviewed Practising Company Secretary and who has not incurred any disqualifications for appointment or continuation as Secretarial Auditors of the listed entity.

In compliance with the aforesaid provisions, the Board of Directors on recommendation of Audit Committee, in their respective meeting(s) held on 20<sup>th</sup> May, 2025 has appointed Mr. Santosh Kumar Tibrewalla, a Peer-Reviewed Practising Company Secretary (COP: 3982), as the Secretarial Auditor of the Company for a consecutive period of 5 (five) years. He shall conduct Secretarial Audit from FY 2025-26 and shall hold the office Secretarial Auditors until the conclusion of the 32<sup>nd</sup> Annual General Meeting of the Company to be held for the FY 2029-30.

Brief Profile of Mr. Santosh Kumar Tibrewalla:

Mr. Tibrewalla possess post qualification rich experience of 35 years in Secretarial matters. He is in practice since 2001 and enriched with experience in Company Law, SEBI, SAST, ICDR, IBC and other related laws and financial / taxation terminology. He provides advisory service to his clients having listed and unlisted Companies/LLPs, in IPOs / FPOs, Direct Listing, debt listing with BSE/NSE, Mergers / Demergers, takeovers, etc. He also represents his clients in RD office, NCLT and SAT. Being peer reviewed, he also conducts due diligence and Secretarial Audit for his cliental Companies.

Accordingly, consent of the members is sought for passing the Ordinary Resolution as set out in Item No. 4 of the accompanying Notice.

## Annexure to Notice of AGM

### A. Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting

[In pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Statement as per Schedule V (third proviso of Section II of Part II) and Secretarial Standard 2 issued by the Institute of Company Secretaries of India]

Sl. No.	Name of the Directors	Mr. Ramsanatan Banerjee	Mr. Sanjay Goenka
1.	DIN	05191594	00848190
2.	Date of Birth and Age	2 <sup>nd</sup> October, 1956 68 Years	24 <sup>th</sup> May, 1965; 60 years
3.	Nationality	Indian	Indian
4.	Date of appointment on Board	4 <sup>th</sup> February, 2012	15 <sup>th</sup> December, 1999
5.	Remuneration last drawn / Past Remuneration	10.60 lakhs	87.00 lakhs
6.	No. of shares held in the Company	Nil	95,56,878
7.	Qualification & Expertise in specific functional area / Background details /Job profile and his suitability	Bachelor of Commerce from University of Burdwan and expertise in purchase, production, marketing, finance and accounts.	Bachelor of Commerce from Xavier's College of Calcutta. He has over 28 years of experience in the business of sodium silicates, construction chemicals and cement additives
8.	Recognitions / Awards	NIL	He has been awarded with "National Award – 2010" in the year 2011 from Ministry of Micro, Small & Medium Enterprises for Outstanding Entrepreneurship
9.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	The Board is of the opinion that the proposed remuneration is commensurate with his role and responsibility as an Executive Director of the Company	The Board is of the opinion that the proposed remuneration is commensurate with his role and responsibility as Chairman & Managing Director of the Company
10.	Pecuniary relationship directly or indirectly with the Company	No pecuniary relationship with the Company except Managerial Remuneration.	Mr. Goenka has no other pecuniary relationship with the Company except his managerial remuneration.
11.	No. of Board Meetings Attended	7 (Seven)	7 (Seven)
12.	List of other listed Companies in which Directorships held as on 31 <sup>st</sup> March, 2025	NIL	NIL
13.	List of other Companies in which Directorships held as on 31 <sup>st</sup> March, 2025	NIL	1. M/s. Vision Speed Works Private Limited 2. M/s. Bengal Silicates & Chemicals Private Limited 3. M/s. Hindusthan Club Ltd. 4. M/s. Federation of Small & Medium Industries West Bengal 5. M/s. Hindcon Solutions Private Limited
14.	Chairman/ Member of the Committee of the Board of other Companies in which he/she is a Director as on 31 <sup>st</sup> March, 2025	NIL	NIL

Sl. No.	Name of the Directors	Mr. Ramsanatan Banerjee	Mr. Sanjay Goenka
15.	Listed entities from which the Director has resigned in the past three years	NIL	NIL
16.	Disclosure of relationship between Directors inter-se/Managerial Personnel	NIL	Mr. Goenka is spouse of Mrs. Nilima Goenka Mr. Vansh Goenka, President - Son

## B. Statement as per Schedule V (third proviso of Section II of Part II) of the Companies Act, 2013 in respect of remuneration payable by the Company having no profits or inadequate profits

### I. General Information:

- 1) Nature of industry: Manufacturing of construction Chemical Products.
- 2) Date or expected date of commencement of commercial production: Not Applicable as it is an existing Company since 1998.
- 3) In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
- 4) Financial performance based on given indicators:

(₹ in Lakhs)

	31.03.2025	31.03.2024	31.03.2023
Turnover (Gross):	5658.68	6167.01	8165.00
Net Profit/(Loss) :	396.10	638.40	430.96

- 5) Foreign investments or collaborations, if any: No investment is made by the Company during financial year 2024-25.

### II. Information about the appointee:

Name of the appointee	Ramsanatan Banerjee	Sanjay Goenka
<b>Background details</b>	Mr. Ramsanatan Banerjee is a Commerce Graduate and is of 68 years of age	Bachelor of Commerce from Xavier's College of Calcutta. He has over 28 years of experience in the business of sodium silicate, construction chemicals and cement additives.
<b>Past remuneration (₹ In Lakhs)</b>	10.60 Lakhs	87.00 Lakhs
<b>Recognition or awards</b>	NIL	He has been awarded with "National Award – 2010" in the year 2011 from Ministry of Micro, Small & Medium Enterprises for Outstanding Entrepreneurs
<b>Job profile and his suitability</b>	Production & Marketing	Overall Management of the Company.
<b>Remuneration proposed</b>	As provided in the notice	As per the Notice attached
<b>Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person</b>	The Board is of the opinion that the proposed remuneration is commensurate with his role and responsibility as an Executive Director of the Company.	The Board is of the opinion that the proposed remuneration is commensurate with his role and responsibility as Chairman & Managing Director of the Company
<b>Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any.</b>	Mr. Banerjee has no other pecuniary relationship with the Company except his managerial remuneration.	Mr. Goenka has no other pecuniary relationship with the Company except his managerial remuneration.

### III. Other information:

- i) **Reasons of loss or inadequate profits:** During the year 2024-25, the Company did not incurred any loss or but has inadequate profit for the purpose of payment of remuneration as calculated u/s. 197 of the Act due to slow down of demand of the product and high competition.
- ii) **Steps taken or proposed to be taken for improvement:** Various measures and suitable steps have been taken to reduce the cost of production & to cope with the unfavorable climatic conditions

for increasing efficiency/ productivity/ quality in the coming years.

### iii) Expected increase in productivity and profitability in measurable terms:

The Company expects substantial increase in production and significant profitability after implementation of its necessary steps for improvement.

### IV. Disclosures:

The requisite disclosure with respect to Mr. Sanjay Goenka has been set out in item no. 3 of the Explanatory Statement annexed to the notice of Annual General Meeting.

### NOTES:

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 09/2023 dated 25<sup>th</sup> September 2023, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11<sup>th</sup> July 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October 2023 issued by SEBI ("the Circulars"), companies are allowed to hold AGM through video conference or other audio visual means ("VC/OAVM") upto 30<sup>th</sup> September 2025, without the physical presence of members at a common venue. Accordingly, the AGM of the Company is being held through VC/OAVM, and video recording and transcript of the same shall be made available on the website of the Company. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-Voting, for participation in the AGM through VC/OAVM and e-Voting during the AGM.

Hence, Members can attend and participate in the AGM through VC/ OAVM only, the detailed procedure for participating in the meeting through VC/OAVM is annexed herewith and available at the Company's Website [www.hindcon.com](http://www.hindcon.com).

In compliance with these Circulars, provisions of the Act and Listing Regulations, the 27<sup>th</sup> AGM (AGM) of the Company is being conducted through VC / OAVM facility, without the physical presence of Members at a common venue. The deemed venue for the 27<sup>th</sup> AGM shall be the Registered Office of the Company.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts in respect of the business under Item no. 3 & 4 set out in this Notice and the details specified under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meeting issued by the Company Secretaries of India, is annexed hereto. Pursuant to the Companies Act, 2013, the documents related to aforesaid

resolutions are open for inspection at the registered office of the Company during business hours till the conclusion of the ensuing AGM.

3. Since, the AGM is being conducted through VC/ OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available.
4. The Shareholders can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned herein below in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 shareholders on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The notice of AGM will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business on Friday, August 22, 2025.
6. The attendance of the Shareholders attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act.
7. Members can raise questions during the meeting or in advance at [contactus@hindcon.com](mailto:contactus@hindcon.com). The members are requested to write to the Company at least 3 days before the AGM, through Email to [contactus@hindcon.com](mailto:contactus@hindcon.com) for proper response in the AGM. However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
8. Corporate members are requested to send at [contactus@hindcon.com](mailto:contactus@hindcon.com) or [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) before e-Voting/ attending AGM, a duly certified copy of the Board



Resolution authorizing their representative to attend and vote at the AGM, pursuant to Section 113 of the Companies Act, 2013.

9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

**10. Note for Institutional Shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI, etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

11. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
12. The profile of the Directors seeking appointment/re-appointment, as required in terms of applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange is annexed hereto and forms part of this Notice.
13. In line with Circulars issued by the MCA and said SEBI, the Annual Report including Notice of the 27<sup>th</sup> AGM of the Company inter alia indicating the process and manner of e-Voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/ Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

Members (Physical/ Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting in member updation form by sending an email to [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) and [contactus@hindcon.com](mailto:contactus@hindcon.com). Please submit duly filled and signed member updation form to the above mentioned email. Upon

verification of the Form the email will be registered with the Company.

Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the said Circulars issued by MCA and said SEBI Circular, the Annual Report including Notice of the 27<sup>th</sup> AGM of the Company will also be available on the website of the Company at [www.hindcon.com](http://www.hindcon.com). The same can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com).

14. In terms of the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (as amended from time to time) and Regulation 44 of the SEBI Listing Regulations and the said Circulars, the Company is pleased to provide the facility of "e-Voting" to its Shareholders, to enable them to cast their votes on the resolutions proposed to be passed at the AGM, by electronic means. The instructions for e-Voting are given herein below. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), who will provide the e-Voting facility of casting votes to a Shareholder using remote e-Voting system (e-Voting from a place other than venue of the AGM) ("remote e-Voting") as well as e-Voting during the proceeding of the AGM ("e-Voting at the AGM").
15. In accordance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed Tuesday, September 16, 2025 as the "cut-off date" to determine the eligibility to vote by remote e-Voting or e-Voting at the AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, i.e. Tuesday, September 16, 2025, shall be entitled to avail the facility of remote e-Voting or e-Voting at the AGM. The Members desiring to vote through remote e-Voting are requested to refer to the detailed procedure given below. Members whose email ids are not registered with the depositories for procuring user id and password and registration of email-ids for e-Voting for the resolutions are requested to refer the instructions provided at serial no.28.
16. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. Tuesday, September 16, 2025 are requested to send the duly signed written / email communication to the Company at [contactus@hindcon.com](mailto:contactus@hindcon.com) and to the RTA at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-Voting.
17. Those Shareholders, who will be present at the AGM through VC/ OAVM facility and who would not have cast their vote by remote e-Voting prior to the AGM and are otherwise not barred

from doing so, shall be eligible to vote through e-Voting system at the AGM.

18. The Company has appointed Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary (Membership No.: 3811; CP No.: 3982), as the Scrutinizer to scrutinize the remote e-Voting and the e-Voting at the AGM in a fair and transparent manner.
19. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at [santibrewalla@gmail.com](mailto:santibrewalla@gmail.com) with a copy mark to [contactus@hindcon.com](mailto:contactus@hindcon.com) and [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before Monday, September 22, 2025 upto 5.00 pm (IST) without which the vote shall not be treated as valid.
20. Shareholders holding shares in identical order of names in more than one folio, are requested to write to the Company or to the office of the Registrar and Share Transfer Agent (RTA), M/s Niche Technologies Private Limited, 3A, Auckland Place, Room Nos. 7A and 7B, 7<sup>th</sup> Floor, Kolkata- 700017, enclosing their share certificate to enable the Company to consolidate their holdings in one single folio.
21. Members holding shares in physical form are requested to notify immediately any change in their address/mandate/bank details to the Company or to the office of the Registrar and Share Transfer Agent (RTA), M/s Niche Technologies Private Limited, quoting their folio number. The Members updation form forms a part of the Annual Report and is available on the website of the Company.
22. Pursuant to the provisions of the Companies Act, 2013, dividend declared till FY 2023-24 and which remains unpaid or unclaimed for a period of seven years will be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government.
23. Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("The Rules") notified any the Ministry of Corporate Affairs effective September 7, 2016, all shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more would be transferred to the Investor Education and Protection Fund (IEPF) Suspense Account. The Company has no such shares on which dividend has not been claimed or paid for a consecutive period of seven years.
24. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to [contactus@hindcon.com](mailto:contactus@hindcon.com).

25. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote e-Voting, shall be allowed to vote through e-Voting system during the meeting and until 15 minutes after conclusion of the AGM.

26. Subject to casting of requisite number of votes in favour of the resolution(s), the resolution(s) shall be deemed to be passed on the date of AGM of the Company.

27. **The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800-225-533.**

## 28. THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Saturday, September 20, 2025 and ends on Monday, September 22, 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, September 16, 2025 may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 December 09, 2020, under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-Voting service providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

### Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email-id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for individual shareholders holding securities in demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon and New System Myeasi Tab.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there is 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.
	3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login and New System My easi Tab and then click on registration option.
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-Voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-Voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>



- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Hindcon Chemicals Limited> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically and can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at [santibrewalla@gmail.com](mailto:santibrewalla@gmail.com) and to the Company at the email address [contactus@hindcon.com](mailto:contactus@hindcon.com), if they have voted from individual tab and not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

### INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM and E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-Voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
3. Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. 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 at least **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. 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.
10. 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 may be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com).
2. For Demat shareholders - Please update your email id and mobile no. with your respective **Depository Participant (DP)**.
3. **For Individual demat shareholders** – Please update your email id and mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual meetings through Depository.
4. The Company/RTA shall co-ordinate with CDSL and would provide the login credentials to the above mentioned shareholders.

If you have any queries or issues regarding attending AGM and e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor,

Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

### Other Information:

1. Those persons, who have acquired shares and have become members of the Company after the dispatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date i.e. Tuesday, September 16, 2025 shall view the Notice of the 27<sup>th</sup> AGM on the Company's website or on the website of CDSL. Such persons may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). However, if he/she is already registered with CDSL for remote e-Voting then he/she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by voting at the AGM.
2. Voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, September 16, 2025. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
3. Every Client ID No./ Folio No. will have one vote, irrespective of number of joint holders.

### Scrutinizer's Report and declaration of results

1. The Scrutinizer shall, after the conclusion of e-Voting at the AGM, first count the votes cast vide e-Voting at the AGM and thereafter shall, unblock the votes cast through remote e-Voting, in the presence of at least two witnesses not in the employment of the Company. He shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than 2 (two) working days of the conclusion of the AGM, to the Chairman or a person authorized by him in writing who shall countersign the same and declare the result of the voting forthwith.
2. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.hindcon.com](http://www.hindcon.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com). The Company shall simultaneously forward the results to National Stock Exchange of India Limited (NSE) where the shares of the Company are listed.

### Un-paid Dividend

1. In terms of the provisions of Sections 124 and 125 of the Act, dividend which remains unpaid/ unclaimed for a period of 7 (seven) years from the date of declaration is required to be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, in terms of the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), Equity Shares, in respect of which dividend has not been paid or

claimed for 7 (seven) consecutive years or more from the date of declaration, are also required to be transferred to an account viz. IEPF Suspense Account, which is operated by the IEPF Authority pursuant to the IEPF Rules. All equity shares of the Company on which dividend has not been paid or claimed for 7 (seven) consecutive years or more, shall be transferred by the Company to the IEPF from time to time. Details of unpaid / unclaimed dividend and equity shares transferred to IEPF are uploaded on the website of the Company as well as that of the Ministry of Corporate Affairs, Government of India ("MCA"), if any. No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Shareholders can however claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making an online application in web Form No. IEPF-5, the details of which are available at [www.iepf.gov.in](http://www.iepf.gov.in).

- In terms of the provisions of Regulation 40 of SEBI Listing Regulations and various notifications issued in that regard, requests for effecting transfer of securities (except in case of transmission or transposition of securities) could not be processed since April 01, 2019 unless the securities are held in the dematerialized form with the depositories. In view of the same, Shareholders are requested to take action to dematerialize the Equity Shares of the Company/ RTA, promptly.
- SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in dematerialized form are, therefore, requested to submit their PAN to the Depository

Participants with whom they maintain their demat accounts. Shareholders holding shares in physical form should submit their PAN to the Company/ RTA.

- Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, Email ID, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their Depository Participants in case the shares are held by them in dematerialized form and to the Company/ RTA in case the shares are held by them in physical form.
- In terms of the provisions of Section 72 of the Act, the facility for making nomination is available for the Shareholders in respect of the shares held by them. Shareholders who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Shareholders holding shares in dematerialized form are requested to submit the said details to their Depository Participant(s) and the Shareholders holding shares in physical form, are requested to submit the said details to the Company or RTA. The aforesaid Form No. SH 13 can be downloaded from Company's website [www.hindcon.com](http://www.hindcon.com).
- Shareholders are requested to quote their Folio No. or DP ID – Client ID, as the case may be, in all correspondence with the Company or the RTA.
- Since the AGM will be held through Video Conferencing or Other Audio Visual Means, route map of venue of the AGM and admission slip is not attached to this Notice.

# Board's Report

*Dear Shareholders*

Your Directors take pleasure in presenting the 27<sup>th</sup> (Twenty Seventh) Annual Report together with the Audited Annual Accounts of your Company for the year ended March 31, 2025.

## FINANCIAL RESULTS

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	FY-2024-25	FY-2023-24	FY-2024-25	FY-2023-24
i. Gross Turnover	5658.68	6167.01	5658.58	6450.94
ii. Other Income	196.06	175.40	189.23	168.34
iii. Total Income	5854.74	6342.41	5847.91	6619.28
iv. Expenses other than Finance Cost and Depreciation	5229.39	5451.73	5235.54	5741.25
v. Earnings Before Interest, Depreciation, Taxation and Amortization (EBIDTA)	625.35	890.68	612.37	878.03
vi. Finance Cost	7.72	7.56	7.72	7.56
vii. Depreciation	81.98	35.38	81.98	35.38
viii. Profit/(Loss) before Tax & Exceptional Item	535.65	847.74	522.67	835.09
ix. Exceptional Items	-	-	-	-
x. Profit before Taxation (PBT)	535.65	847.74	522.67	835.09
xi. Tax including Deferred Tax	(139.55)	(209.34)	(139.67)	(211.89)
xii. Profit after Taxation (PAT)	<b>396.10</b>	<b>638.40</b>	<b>383.00</b>	<b>623.20</b>
xiii. Other Comprehensive Income	22.66	24.39	67.52	186.85
xiv. Total Comprehensive Income	<b>418.76</b>	<b>662.79</b>	<b>450.52</b>	<b>810.05</b>
xv. Profit / (Loss) of minority interest	-	-	<b>2.91</b>	<b>5.14</b>

## STATE OF COMPANY'S AFFAIRS AND OPERATIONS

During the year under review, your Company on standalone basis has achieved an income of ₹5,854.74 lakhs which is 7.69 % lower as compared with the previous financial year. Further, the Company has earned a net profit of ₹396.10 lakhs in the financial year 2024-25. The Company has produced 13,514.83 MT of Sodium Silicate and Construction Chemicals during the financial year as compared to 15,457.44 MT of Sodium Silicate and Construction Chemicals in the previous financial year which is 12.57% lower as compared with the corresponding previous financial year.

## OUTLOOK

Our Company has a varied portfolio of over 120 products which has strengthened our position as a one-stop shop for construction chemicals. We strive to serve our customers with best-in-class solutions. The company maintains stringent quality standards, backed by certifications such as ISO 9001:2015, BIS 9103 and BIS 2645. It is affiliated with prominent industry bodies including FOSMI and the Merchant Chamber of Commerce. As an active member of the Indian Green Building Council, the company also champions

sustainable construction practices and eco-friendly product innovation. The Company is optimistic of increasing its revenue contribution from the retail segment 10 folds in the next 5 years.

We intend to widen our portfolio by consistently adding new products each year over the next five years. The Company is also focused on scaling up production to achieve at least 18,000 MT of Sodium Silicates and Construction Chemicals in the forthcoming years.

Hindcon's new manufacturing unit in Munshirhat, West Bengal, which was commissioned in the previous financial year, became fully operational. Set up with an investment of approximately ₹5 crores, funded entirely through internal accruals, the facility represents a strategic step towards backward integration. By bringing critical manufacturing processes in-house, the unit enhances control over quality, production timelines, and overall cost efficiency.

## CHANGE IN NATURE OF BUSINESS, IF ANY

During the year, there was no change in the nature of business of the Company and the Company continues to concentrate on its own business.



## DIVIDEND

In order to meet the cost of the new project from internal accruals, to the extent possible, your Board has decided to escape dividend for the financial year 2024-25.

## SHARE CAPITAL

The paid up equity share capital as on March 31, 2025 stood at ₹10,23,81,250/- comprising of 5,11,90,625 shares of ₹2/-each fully paid.

Your Company has not issued any equity shares, equity shares with differential rights, Sweat equity shares, Employees' Stock Options and did not purchase its own shares. Hence there is no information to be provided as required under Rule 4(4), Rule 8(13), Rule 12(9) and Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 and Section 62 of the Companies act 2013, respectively.

## DEPOSITS

Your Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 during the year under review.

## TRANSFER TO RESERVE

The Company has not transferred any amount in the general reserve for the financial year under review.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the Directors Responsibility Statement as referred to in section 134(3)(c) and 134(5) of the Companies Act, 2013, your Directors hereby confirm that:

- i) In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the **profit** of the company for the year ended on 31<sup>st</sup> March, 2025;
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The Directors have prepared the annual accounts for the financial year ended 31<sup>st</sup> March, 2025 on a going concern basis;
- v) The Directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

- vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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

Information related to Conservation of Energy, Research & Development, Technology Absorption, Foreign Exchange Earnings and Outgo as required under section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of Companies (Accounts) Rules, 2014 are given in the **"Annexure-A"** as attached hereto and forming part of this Report.

## CORPORATE GOVERNANCE

The Company's philosophy of Corporate Governance aims at establishing and practicing a system of good corporate governance which helps in achieving the goal of maximizing value of Company's stakeholders in a sustainable manner.

Your Company's Governance structure is built on transparency, integrity, ethics, honesty and accountability as core values, and the management believes that practicing each of the secretes the right corporate culture attaining the purpose of Corporate Governance. Your Company strives to undertake best Corporate Governance practices for enhancing and meeting stakeholders' expectations while continuing to comply with the mandatory provisions of Corporate Governance under the applicable framework of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Company has given its deliberations to provide all the information in the Directors Report and the Corporate Governance Report as per the requirements of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the Listing Agreement entered by the Company with the Stock Exchanges.

Pursuant to Regulation 34(3) read with Schedule V of The Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the applicable Regulations as issued by Securities and Exchange Board of India and as amended from time to time. A report on Corporate Governance along with a certificate from Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary regarding compliance of conditions of Corporate Governance attached to this report and marked as **"Annexure -B & C"** respectively.

The certification by CEO & CFO as per regulation 15(2)(b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is attached and marked as **"Annexure -D"**.

## CODE OF CONDUCT

The Board of Directors has adopted the Code of Conduct and business principles for all the Board members including Executive/ Non-Executive Directors, senior management and all the employees

of the Company and the same has also been placed on the weblink of the Company at <https://hindcon.com/wp-content/uploads/2020/12/Code-of-Conduct-Final.pdf>.

The Board Members and Senior Management have affirmed their compliance with the Code and pursuant to Regulation 26(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a declaration signed by the Managing Director (CEO) to this affect is at **"Annexure-E"**.

## MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

The Management Discussion and Analysis Report, in terms of Regulation 34 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms the part of this Annual Report as enclosed **"Annexure-F"**

## COMPANY'S WEBSITE

The website of your Company [www.hindcon.com](http://www.hindcon.com) displays the Company's businesses up-front on the home page. The site carries a comprehensive database of information of all the Chemicals and Chemical products including the Financial Results of your Company, Shareholding Pattern, Directors' & Corporate profile, details of Board Committees, Corporate Policies and business activities of your Company.

All the mandatory information and disclosures as per the requirements of the Companies Act, 2013 and Companies Rules 2014 and as per the SEBI (LODR) Regulations, 2015 has been uploaded.

## LISTING OF SECURITIES IN STOCK EXCHANGE

The shares of the Company are listed at the National Stock Exchange of India Limited (NSE). The Company is registered with both NSDL & CDSL for holding the shares in dematerialized form and open for trading. The Company has paid Listing Fees to the Stock Exchange and the depositories.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

### i) Retirement by Rotation:

**Mr. Ramsanatan Banerjee (DIN: 05191594)**, Executive Director of the Company, pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013, retiring by rotation at the ensuing Annual General Meeting and being eligible, offered himself for re-appointment.

### ii) Appointment /Re-appointment of Executive Directors / Independent Directors:

During the year under review there were no appointment / Re-appointment of Executive Directors or Independent Directors.

### iii) Appointment and Resignation of Whole-time Key Managerial Personnel (KMP):

The present Whole-time Key Managerial Personnel of the Company are as follows:-

- i. Mr. Sanjay Goenka – Chairman & Managing Director
- ii. Mr. Kashi Nath Dey – Chief Financial Officer
- iii. Mrs. Swati Agarwal – Company Secretary & Compliance Officer

Ms. Ankita Banerjee had resigned from the office of Company Secretary & Compliance Officer (designated as the Whole time Key Managerial Personnel) of the Company w.e.f 1<sup>st</sup> January, 2025, pursuant to the provisions of Section 203 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Mrs. Swati Agarwal was appointed as the Company Secretary & Compliance Officer (designated as the Whole-time Key Managerial Personnel) of the Company by the Board at its meeting held on 28<sup>th</sup> March, 2025 w.e.f. 31<sup>st</sup> March, 2025, pursuant to the provisions of Section 203 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

None of the Directors of the Company are disqualified as per section 164(2) of the Companies Act, 2013 and rules made thereunder or any other provisions of the Companies Act, 2013. The Directors have also made necessary disclosures to the extent as required under provisions of section 184(1) of the Companies Act, 2013.

All members of the Board of Directors and senior management personnel affirmed compliance with the Company's Code of Conduct policy on an annual basis.

### iv) Declaration by Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that:

- a. they meet the criteria of independence as prescribed under section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015; and
- b. they have registered their names in the Independent Directors' Databank pursuant to Sub-rule (1) and (2) of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and amendments thereto.

## AUDITORS AND THEIR REPORTS

### (i) Statutory Auditors:

**Ms. Anushka Gupta, Chartered Accountants, Peer Reviewed, (MRN No. 313960)**, Chartered Accountant, was appointed as the Statutory Auditors of the Company at the 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on 20<sup>th</sup> August, 2024 for a period of 5 (five) years and continue to hold the office of Auditors till the conclusion of the 31<sup>st</sup> AGM of the Company to be held for the Financial Year 2028-29.

The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

The observations, if any, made by the Statutory Auditors in their Auditors Report together with the notes to accounts, as append thereto are self-explanatory and hence does not call for any further explanation. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

### (ii) Internal Auditor:

M/s. Amit Ved Garg & Co., Chartered Accountants, continued to be the Internal Auditors of the Company to carry out the Internal Audit for the year 2024-25 under the provisions of section 138 of the Companies Act, 2013.

The Company has received consent letter from M/s. Amit Ved Garg & Co., Chartered Accountants, for their re- appointment as the Internal Auditors of the Company for the financial year 2025-26 and the Board, on recommendation of Audit Committee has re-appointed them accordingly.

### (iii) Secretarial Auditors:

The Secretarial Audit Report (MR-3), issued by Mr. Santosh Kumar Tibrewalla, Practising Company Secretary (Peer Reviewed), Kolkata, for the FY 2024-25, is given in **"Annexure G"** to this Report. The Secretarial Audit Report does not contain any qualification, reservation, disclaimer or adverse remark. The Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2025, in relation to compliance of all applicable SEBI Regulations / circulars / guidelines issued thereunder, pursuant to the requirement of Regulation 24A of the Listing Regulations, is available on the website of the Company at [www.hindcon.com](http://www.hindcon.com).

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Board of Directors, subject to approval of shareholders in the ensuing Annual General Meeting, has appointed Mr. Santosh Kumar Tibrewalla, Practising Company Secretary (Membership No.:3811 ; CP No.:

3982), Peer Reviewed, as the Secretarial Auditor to hold the office of Secretarial Auditors until conclusion of 32<sup>nd</sup> AGM of the Company and to conduct the secretarial audit of the Company for a period of 5 years effective from FY 2025-26 till FY 2029-30. His appointment has been set forth in the Notice convening ensuing Annual General Meeting for approval of shareholders.

## CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In terms of the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has adopted the Code of Conduct to regulate, monitor and report trading by designated persons towards prevention of Insider Trading. Further, in accordance with the provisions of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors of the Company has duly approved and adopted the code of practices and procedure for fair disclosure of Un-published Price Sensitive Information and formulated the code of conduct of the Company. Further, the Company has also implemented a Structured Digital Database as mandated under the above Regulations.

The code is applicable to Directors, Employees, Designated Person and other connected persons of the Company; the aforesaid code of conduct for prevention of Insider Trading is duly placed on the Website of the Company at [www.hindcon.com](http://www.hindcon.com).

## DISCLOSURES AS PER APPLICABLE ACT AND SEBI (LODR) REGULATIONS, 2015

### i) Related Party Transactions:

All transactions entered with related parties in the ordinary course of business during the F.Y.2024-25 on arm's length basis were done in accordance to omnibus approval of Audit Committee and other transactions which are not on arm's length basis are done with due approval of Audit Committee and Board in accordance to the provisions of Section 188(1) of the Act and applicable SEBI (LODR) Regulations, 2015.

There was no materially significant related party transactions with the Company's Promoters, Directors and others as defined in section 2(76) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 which may have potential conflict of interest with the Company at large. Details of contracts which are not on arm's length basis and **material transaction** on arm's length basis are detailed in Form **AOC-2** and annexed as **"Annexure -H"** to the Boards' Report.

The other disclosures regarding the related party transactions are given in the notes to accounts. The Company has also formulated a policy on dealing with the Related Party Transactions and necessary approval of the Audit Committee and Board of Directors were taken wherever required in accordance with the Policy.

## ii) Particulars of Employees and Managerial Remuneration:

Disclosure pertaining to remuneration and other details as required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in this Report as “Annexure –I”

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the names and other particulars of the employees drawing remuneration in excess

of the limits set out in the said rules are provided in the Annual Report, which forms part of this Report.

## iii) Number of Board Meetings:

During the financial year ended **March 31, 2025, 7 (Seven)** Board Meetings were held on **16<sup>th</sup> May, 2024, 16<sup>th</sup> July, 2024, 8<sup>th</sup> August, 2024, 12<sup>th</sup> November, 2024, 29<sup>th</sup> January, 2025, 24<sup>th</sup> February, 2025 and 28<sup>th</sup> March, 2025.**

The gap between any two consecutive meetings was in accordance to the Regulation 17(2) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, Secretarial Standards and the provision of Companies Act, 2013.

The attendance details of each Director at the Board meetings held during their tenure is given herein below:

Sl. No.	Name of the Directors	No. of meetings held	No. of Board meetings attended
1	Mr. Sanjay Goenka	7	7
2	Mr. Ramsanatan Banerjee	7	7
3	Ms. Nilima Goenka	7	7
4	Mr. Binay Kumar Agarwal	7	7
5	Mr. Girdhari Lal Goenka	7	6
6	Ms. Divyaa Newatia	7	7

The meetings of the Board are generally held at the Registered Office of the Company.

## Evaluation of the Board's Performance:

During the year under review, the Board, in compliance with the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has continued to adopt formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board, as a whole and the Chairman, who were evaluated on parameters such as their participation, contribution at the meetings and otherwise, independent judgements, safeguarding of minority shareholders interest, etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors, Committees of the Board and Board as a whole were carried out by the Independent Directors in their separate meeting.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

## iv) Committees of the Board:

As on March 31, 2025 the Board had four Committees: the Audit Committee, the Nomination and Remuneration Committee, the Stakeholder's Relationship Committee and Corporate Social Responsibility Committee.

### a. Audit Committee:

The Board had constituted the Audit Committee under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee and other details of the Committee are given in the Corporate Governance Report, attached as Annexure to this Board's Report.

### Recommendation by Audit Committee

There were no such instances where the recommendation of Audit Committee has not been accepted by the Board during the financial year under review.



### Vigil Mechanism Policy

By virtue of Vigil Mechanism Policy, the Directors and employees of the Company are encouraged to escalate to the level of the Audit Committee any issue of concerns impacting and compromising with the interest of the Company and its stakeholders in any way. The Company is committed to adhere to highest possible standards of ethical, moral and legal business conduct and to open communication and to provide necessary safeguards for protection of Directors or employees or any other person who avails the mechanism from reprisals or victimization, for whistle blowing in good faith. This policy also allows the direct access to the Chairperson of the Audit Committee. During the year under review, the Company has not reported any complaints under Vigil Mechanism.

Details of establishment of the Vigil Mechanism have been uploaded on the Company's website: [www.hindcon.com](http://www.hindcon.com).

### b. Nomination and Remuneration Committee:

The Board had constituted the Nomination & Remuneration Committee under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee and other details of the Committee are given in the Corporate Governance Report, attached as Annexure to this Board's Report.

### Nomination, Remuneration and Evaluation Policy:

Pursuant to the provisions of the Companies Act, 2013 read with the Rules made therein and the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 (as amended from time to time), the Committee has formulated the Nomination and Remuneration Policy which broadly laid down the various principles of remuneration being support for strategic objectives, transparency, internal & external equity, flexibility, performance driven remuneration, affordability and sustainability and covers the procedure for selection, appointment and compensation structure of Board members, Key Managerial Personnel (KMPs) and Senior Management Personnel (SMPs) of your Company.

The detailed Nomination & Remuneration Policy of the Company is placed on the Company's website and can be viewed at its weblink at: <http://www.hindcon.com/wp-content/uploads/2018/05/Nomination-Remuneration-Policy-Final.pdf>

### c. Composition of Stakeholder's Relationship Committee:

The Board had constituted the Stakeholder Grievance Committee under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee and other details of the Committee are given in the Corporate Governance Report, attached as Annexure to this Board's Report.

### d. Composition of Corporate Social Responsibility Committee:

The Board had constituted the Corporate Social Responsibility Committee under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee and other details of the Committee are given in the Corporate Governance Report, attached as Annexure to this Board's Report

Further, details regarding CSR Activities / Initiatives undertaken by the Company are mentioned in the 'Annual Report on CSR Activities' enclosed as "Annexure -J" to this Report. The CSR policy is also uploaded on the Company's website i.e. on [www.hindcon.com](http://www.hindcon.com).

### v) Meeting of Independent Directors for FY 2024-25:

During the year under review, the Independent Directors of the Company met on 29<sup>th</sup> January, 2025 and carried out evaluation of the Non-Independent Director and the Board as a whole.

### vi) Annual Return:

Pursuant to Section 92 of the Companies Act, 2013 and amendments thereof and in compliance of the Companies (Amendment) Act, 2017, the draft Annual Return for FY 2024-25 is placed on the Company's website <https://www.hindcon.com>.

The aforementioned Annual Return may undergo changes, alterations, or modifications as necessary following the adoption of the Directors' Report by the Shareholders at the 27<sup>th</sup> Annual General Meeting, as well as the receipt of the Certificate from the Practicing Company Secretary (PCS). Shareholders acknowledge and authorize the Board/Company to make these adjustments. Furthermore, the final version of the Annual Return, once filed with the Ministry of Corporate Affairs, will be made available on the Company's website.

**vii) Risk Analysis:**

The Board has developed and implemented a risk management policy identifying therein the elements of risk that may threaten the existence of the Company. The Company has in place a mechanism to inform the Board members about the risk assessment, their comparison against benchmarks or standards, and determination of an acceptable level of risk and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the executive management.

**viii) Internal Financial Control:**

The Company has in place adequate internal financial control as required under section 134(5)(e) of the Act and the same was evaluated by the Audit Committee. During the year such controls were tested with reference to financial statements and no reportable material weakness in the formulation or operations were observed. The Statutory Auditors of the Company conducted audit on the Company's internal financial control over financial reporting and the report of the same is annexed with Auditors' Report.

**ix) Disclosure Relating To Material Variations:**

As per Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, there are no such material variances in the Company.

**x) Loans, Guarantees and Investments:**

During the year under review, your Company has invested and deployed its surplus funds in Securities, Bonds, units of Mutual Funds, Fixed deposits, etc. which is within the overall limit of the amount and within the powers of the Board as applicable to the Company in terms of Section 179 and 186 of the Companies Act, 2013.

The particulars of loans, guarantees and investments have been disclosed in the notes of the Financial Statements for the year ended 31<sup>st</sup> March, 2025 and form a part of this Annual Report.

**xi) Material changes and commitments, if any, affecting the financial position between the end of the financial year and date of the report:**

There is no material change since the closure of the financial year till the date of the report affecting any financial position of the Company.

However, Mrs. Swati Agarwal, Company Secretary & Compliance Officer of the Company had resigned w.e.f. 2<sup>nd</sup> May, 2025 and Ms. Ankita Banerjee was again appointed as Company Secretary & Compliance Officer of the Company w.e.f. 20<sup>th</sup> May, 2025.

**xii) Subsidiaries, Associates or Joint Ventures:**

As on 31<sup>st</sup> March, 2025 Company has one Subsidiary Company viz. M/s. Hindcon Solutions Private Limited and majority stake in LLP viz Hindcon Specialty Chemicals LLP.

The consolidated financial statement in this Annual Report is as per the Accounting Standards as laid down by the Institute of Chartered Accountants of India. In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information will also be available on our website including financial statement of Subsidiary Company. These documents will also be available for inspection during business hours at the Registered Office of the Company. The Company will also make available copy on specific request by any member of the Company, interested in obtaining the same.

Further a statement containing the salient features of the financial statement of our Subsidiary Company and LLP in the prescribed format **AOC-1** is appended as **"Annexure-K"** to this Board's Report.

**xiii) Secretarial Standards**

Secretarial Standards, i.e. SS-I, SS-II and SS-III, relating to 'Meetings of the Board of Directors', 'General Meetings' and 'Dividend' respectively, to the extent as applicable have been duly followed by the Company.

**xiv) Internal Complaint Committee**

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Your Company maintains a strict zero-tolerance approach towards sexual harassment in the workplace. We are committed to creating and sustaining a safe, respectful, and inclusive work environment for all employees. In line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act), and the corresponding rules, your Company has implemented a comprehensive Policy on the Prevention, Prohibition, and Redressal of Sexual Harassment. This policy applies to all employees, whether permanent, contractual, temporary, or trainees, ensuring that every individual is protected and treated with dignity and respect. We are dedicated to fostering a culture of accountability and providing a supportive mechanism for

addressing any grievances related to sexual harassment. The PoSH policy is also placed on the Company's website at <https://www.hindcon.com>

The summary of the Sexual Harassment complaints received during the 2024-25 are as under:

Number of complaints received	Number of complaints resolved	Number of complaints pending
NIL	NIL	NIL

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## INDUSTRIAL RELATIONS

The industrial relation during the year 2024-25 had been cordial. The Directors take on record the dedicated services and significant efforts made by the Officers, Staff and Workers towards the progress of the Company.

### Registered Office:

62B, Braunfeld Row,  
Kolkata – 700 027  
Date: 08.08.2025

On behalf of the Board of Directors  
For **Hindcon Chemicals Limited**

sd/-

**Sanjay Goenka**

Chairman & Managing Director  
DIN: 00848190

sd/-

**Nilima Goenka**

Whole time Director  
DIN: 00848225

## SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There have been no significant & material orders passed by regulators / courts / tribunals impacting going concern status and Company's operations in future.

## APPRECIATION

Your Directors take this opportunity to place on record their gratitude to the Central and State Governments, Bankers and Investors for their continuous support, co-operation and their valuable guidance to the Company and for their trust reposed in the Company's management. The Directors also commend the continuing commitment and dedication of the employees at all levels and the Directors look forward to their continued support in future.

## Annexure –‘A’ to the Directors’ Report

### Particulars pursuant to the provisions of Section 134 (3) (m) of the Companies Act, 2013 and rule 8(3) of the Companies (Accounts) Rules, 2014:

#### A) Conservation of Energy

##### (i) Steps taken or impact on conservation of energy

The conservation of energy is a continuous process for the Company and towards this endeavor; the company has taken various initiatives which are as under:

- Up gradation and modernization of equipments based on fuel or power efficiency.
- Installation of Gas Generating sets for generating power.
- Maintenance and overhauls of generators to achieve a high unit per liter delivery.
- Monitoring the maximum demand and power load factor on daily basis.
- Installation of power capacitors for efficient utilization of available power.
- Optimum power factor is being maintained to avoid surcharge on power factor as well as to get maximum rebate on electricity consumption bills.
- Condensed Bulbs is gradually replaced with LED Bulbs in the factory to reduce the energy consumption.
- Installation of Gas flow meter to save the power and fuel cost.

##### (ii) Steps taken by the Company for utilizing alternate sources of energy

The Company is committed to conserve energy at its various levels and has explored possibilities to exploit alternate source of energy as well. The company is steadily progressing in this endeavor and is hopeful that improvements will be made going forward.

##### (iii) Capital investment on energy conservation equipments

Not ascertainable.

#### B) Technology Absorption

##### (i) Efforts, in brief, made towards technology

The Company undertakes regular efforts to upgrade and modernize its equipments through adoption of improved technology.

Managerial staffs often attend seminars and training program for quality improvement in their respective fields.

The Company conducts various workshop and interactive group discussions regularly duly complimented by efficient training of staff with specific approach towards development of efficiency.

##### (ii) Benefits derived like product improvement, cost reduction, product development or import substitution

The adoption of improved technology, regular up-gradation, modernization of equipments, conducting various workshops and implementation of organic technologies help in improving the quality of chemical. The Company is also exporter of its products to various countries.

##### (iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)

- a) Details of technology imported
- b) Year of import
- c) Whether the technology been fully absorbed
- d) If not fully absorbed, areas where absorption has not taken place, reasons thereof: and

} N.A.

##### (iv) The expenditure incurred on Research and Development

Expenses incurred are charged to respective heads are not allocated separately.

The Company is keeping a close watch on the new product Development in Chemical sector, Upgradation and Automation is being done wherever.



## FOREIGN EXCHANGE EARNING AND OUTGO

The Foreign exchange earned in terms of actual cash inflows during the year and the Foreign exchange outgo during the year in terms of actual outflows is as follows –

	(₹ in lakhs)	
	2024-25	2023-24
<b>Total foreign Exchange Used and Earned:</b>		
<b>Earned (F.O.B.)</b>	NIL	NIL
<b>Used</b>	873.80	1460.69

On behalf of the Board of Directors  
For **Hindcon Chemicals Limited**

**Registered Office:**

62B, Braunfeld Row,  
Kolkata – 700 027  
Date: 08.08.2025

sd/-

**Sanjay Goenka**

Chairman & Managing Director  
DIN: 00848190

sd/-

**Nilima Goenka**

Whole time Director  
DIN: 00848225

## Annexure – 'B' to the Directors' Report

### Corporate Governance

#### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Your Company believes that a sound governance discipline enables the Board to direct and control the affairs of the Company in an effective manner and maximize stakeholder value, including the society at large. The Company's philosophy of Corporate Governance envisages at establishing and practicing a system of good corporate governance for attaining highest level of transparency and accountability towards fulfilling the corporate objectives and to meet the obligations and best sub serve the interest of its stakeholders. Your company has remained committed to follow best governance practices in its true spirit.

Keeping in view the Company's commitment to the principles of good corporate governance which strives to achieving efficiency and excellence in the operations of the Company with optimum blend of business practices and compliance with applicable laws and regulations leading to effective control and management of the organization. We consider stakeholders as our partners in our success and remain committed to maximizing stakeholder value.

The Company in terms of applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 has adopted practice of

Corporate Governance for ensuring and protecting the rights of its shareholders by means of transparency, integrity, accountability and checks at the different levels of the management of the Company.

Your Company is in compliance with the requirements of Corporate Governance as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

#### 2. BOARD OF DIRECTORS:

Your Company has a balanced and diverse Board which includes eminent independent professionals in conformity to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, 2015. Your Company's Board is presently comprised of six directors, including independent professionals with relevant expertise in divergent fields, who play a crucial role in Board processes and provide independent judgement on issues of strategy and performance. The Composition of the Board comprises of judicious mix of three Executive Directors and three Independent Directors (including one Woman Director) as per the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The composition and category of Directors is detailed as follows:

Category	Name of the Directors
Executive – Chairman & Managing Director- Promoter	Mr. Sanjay Goenka
Executive – Whole Time Director- Promoter	Ms. Nilima Goenka
Executive – Whole Time Director - Non- Promoter	Mr. Ramsanatan Banerjee
Non – Executive Director- Independent	Mr. Binay Kumar Agarwal
Non – Executive Director - Independent	Mr. Girdhari Lal Goenka
Non – Executive Director – Independent	Ms. Divyaa Newatia

The aforesaid Directors meet all the criteria as stipulated in the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The appointment letters issued to the above Independent Directors sets out their roles, responsibilities, fiduciary duties in the Company and the expectation of the Board from them along with other terms of their appointment.

The Board critically evaluates strategic direction of the Company and exercises appropriate control to ensure that the business

of the Company is conducted in the best interests of the shareholders and society at large. The Directors are commonly acquainted with various informative programs to enable them to get familiarized with the Company's operational flow and practices. Quarterly presentations are made at Board and Committee Meetings on business and financial performance updates of the Company including business strategy and risk factors. Your Directors take active part at the Board and Committee Meetings and provide valuable guidance to the Management on various aspects of business, policy direction, governance, compliance etc.

The Company in accordance with applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has taken initiatives to familiarize its Independent Directors (IDs) with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through familiarization programme as posted on the website of the Company at its web-link at <https://hindcon.com/wp-content/uploads/2020/12/Familiarization-Programme-ID.pdf>

In terms of Companies Act, 2013 and rules made thereunder, none of the Directors held Directorship in more than 10 (ten) Public Limited Companies and/or were members of more than 10 (ten) Committees or acted as Chairperson of more than 5 (five) Committees across all Public Limited Companies in which they are Directors

In terms of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, none of the Independent Directors of the Company held Directorships in more than 7 (Seven) Listed Entities and none of the Independent Directors of the Company held Independent Directorship in 7(Seven) Listed Entities.

The Managing Director do not serve as an Independent Director in any other listed Company.

The Board of Directors confirmed that as per their opinion, the Independent Directors fulfill the conditions specified in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and are independent of management.

The Board has carried out performance evaluation of Independent Directors and recommended to continue the term of their appointment.

**(a) Attendance of each Director at the Board Meeting /Annual General Meeting held during the year 2024-25 and Number of other Directorship and Chairmanship/ Membership of Committee of each Director in other various Companies:**

Name of the Director	Attendance Particulars		Number of other Directorship and Committee membership/ Chairmanship		
	Board Meetings	Last AGM held on 20.08.2024	Other Directorship#	Committee Membership##	Committee Chairmanship##
Mr. Sanjay Goenka	7	Present	-	-	-
Ms. Nilima Goenka	7	Present	-	-	-
Mr. Ramsanatan Banerjee	7	Present	-	-	-
Mr. Binay Kumar Agarwal	7	Present	-	-	-
Mr. Girdhari Lal Goenka	6	Present	-	-	-
Ms. Divyaa Newatia	7	Present	1	1	1

#Excludes Directorships in Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013.

##Only two Committees viz. the Audit Committee and the Stakeholder Relationship Committee are considered for this purpose.

**(b) The list of Companies where the persons are Directors and the category of Directorship are as follows:**

Name of the Director	Name of the Listed Entity where the person is a Director	Category of Directorship
Mr. Sanjay Goenka	NIL	N.A.
Ms. Nilima Goenka	NIL	N.A.
Mr. Ramsanatan Banerjee	NIL	N.A.
Mr. Binay Kumar Agarwal	NIL	N.A.
Mr. Girdhari Lal Goenka	NIL	N.A.
Ms. Divyaa Newatia	Dollar Industries Limited	Non-Executive, Independent Director

**(c) During the year 2024-25, 7 (Seven) Board meetings were held on 16<sup>th</sup> May, 2024, 16<sup>th</sup> July, 2024, 8<sup>th</sup> August, 2024, 12<sup>th</sup> November, 2024, 29<sup>th</sup> January, 2025, 24<sup>th</sup> February, 2025 and 28<sup>th</sup> March, 2025. The gap between any two consecutive meetings did not exceed one hundred and twenty days as required under of Regulation 17(2) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**(d) Expertise & Skills of the Board of Directors**

The Board of Directors comprises of highly experienced members possessing required skills, expertise and competence in making effective contributions towards the overall growth of the Company.

The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

List of core skills/ expertise/ competence	Brief Description	Name of the Directors having such skills/ expertise/ competence
<b>Finance</b>	Leadership in Corporate/ business finance is an important and inevitable function and efficient financial management is crucial for success and sustenance. It results in proficiency in financial management, procurement and utilisation of funds and controlling the financial activities and management of financial resources.	Mr. Sanjay Goenka Mr. Ramsanatan Banerjee Mr. Binay Kumar Agarwal Mr. Girdhari Lal Goenka Ms. Divyaa Newatia
<b>Strategy &amp; Planning</b>	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.	Mr. Sanjay Goenka Mr. Ramsanatan Banerjee Mr. Binay Kumar Agarwal Ms. Divyaa Newatia
<b>Global Business</b>	Understanding, of global business dynamics, across various geographical markets with an understanding of industry verticals, regulatory jurisdictions, economic conditions, cultures and a broad perspective on global market opportunities.	Mr. Sanjay Goenka Mr. Ramsanatan Banerjee Mr. Binay Kumar Agarwal Mr. Girdhari Lal Goenka Ms. Divyaa Newatia
<b>Leadership</b>	Leadership experience leads to maximize efficiency and to achieve Company goals by understanding the opportunities and threats, processes, strategic planning and risk management and discussing the financial performance and long-term growth.	Mr. Sanjay Goenka Ms. Divyaa Newatia
<b>Procurement, Sales &amp; Marketing</b>	Experience in procurement of raw materials, production aspects, marketing technical aspect of production, quality control, purchase management and developing strategies to grow sales and market share, build brand awareness and enhance Company reputation.	Mr. Sanjay Goenka Mr. Ramsanatan Banerjee Ms. Divyaa Newatia
<b>Governance</b>	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining Board and management accountability, building long-term effective stakeholder engagements, driving corporate ethics and values and observing appropriate governance practices.	Mr. Binay Kumar Agarwal Mr. Girdhari Lal Goenka Ms. Divyaa Newatia
<b>Administration</b>	Leadership in administration of a Company, results in long-term growth by planning, organising, directing and controlling the operations, creating rules and regulations and making decisions towards achieving a common goal or objective of the Company.	Mr. Sanjay Goenka Mr. Ramsanatan Banerjee Ms. Nilima Goenka Ms. Divyaa Newatia
<b>Risk Management</b>	Expertise in identification, evaluation and mitigation of operational, strategic and environmental risks, monitoring and approving the risk policies and associated practices of the Company.	Mr. Sanjay Goenka Mr. Binay Kumar Agarwal Ms. Divyaa Newatia



### (e) Separate Meeting of the Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and in terms of Regulation 25(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors held a separate meeting on **29<sup>th</sup> January, 2025** and inter alia has reviewed :-

- i. the performance of Non-Independent Directors and the Board as a whole ;
- ii. assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Company's various functional levels and the Board and its Committees for effective and reasonable performance of their duties.

### (f) Familiarisation Programme imparted to Independent Directors

As on boarding exercise all new Directors inducted in the Board are taken through familiarisation process whereby information of the Company, its various divisions, plants, products and financials are shared and explained to the appointee Director. Independent Directors are also made aware of their role, rights, obligations and responsibilities at the time of their appointment in the Company, through a formal letter of appointment, which sets out various terms and conditions of their formal association with the Company. Familiarisation Programme imparted to the independent directors intends to provide insights into the Company so that the Independent Directors can understand the Company's business in depth and the roles, rights, responsibility that they are entrusted to perform/enjoy in the Company to keep them apprized on the operations and business of the Company thereby facilitating their active participation in managing the affairs of the Company.

As required under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company held various familiarisation programmes for the Independent Directors throughout the year on continuous basis with a view to familiarize the independent Directors with the Company's operations. The familiarisation programmes carried out during the year include: -

1. Presentations made by business and functional heads of the Company from time to time on different functions and areas.

2. Presentations made and deliberations held from time to time on major changes and developments in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The familiarization programmes of the Company for its Independent Directors has been disclosed on the Company's website at its web-link at <https://hindcon.com/wp-content/uploads/2020/12/Familiarization-Programme-ID.pdf>

### (g) Details of Directors Seeking Appointment / Re-Appointment:

The Details of Directors seeking appointment / re-appointment as required under Regulation 36(3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given in annexure to the notice which forms part of this Report.

### (h) Resignation & Appointment of Director:

None of the Directors of the Company has resigned or appointed during the year under review.

### (i) Relationship between the Directors inter-se:

The disclosure of relationships between Directors inter-se as required under Regulation 34(3) and Schedule V of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as follows:

Name of Directors	Name of Other Director	Nature of Relationship
Mr. Sanjay Goenka	Ms. Nilima Goenka	Spouse
Ms. Nilima Goenka	Mr. Sanjay Goenka	Spouse

*Note: No Other Directors in the Board are inter-se related to each other.*

- (j) Ms. Divyaa Newatia, Non-Executive (Independent) Director of the Company holds 80,000 shares as on 31<sup>st</sup> March, 2025.

## 3. AUDIT COMMITTEE:

Pursuant to Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 177 of the Companies Act, 2013 and Rules framed thereunder the Audit Committee has been constituted to monitor and supervise the Company's financial reporting process. The Audit Committee has been entrusted with review of quarterly and annual financial results/ financial statements before submission to the Board, review of observations of auditors and to ensure compliance of internal control systems authority for investigation and access for full information and external professional advice for discharge of the functions delegated to the Committee by the Board.

Mr. Binay Kumar Agarwal, Independent Director acts as the Chairman of the Committee, Mr. Girdhari Lal Goenka, Ms. Divyaa Newatia and Mr. Sanjay Goenka continues as the Members of the Committee. All the members of the Committee are financially literate.

The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on 20<sup>th</sup> August, 2024.

The scope of the Audit Committee, inter alia, includes:

- a) Review of the Company's financial reporting process, the financial statements and financial/risk management policies ;
- b) Review of the adequacy of the internal control systems and finance of the internal audit team ;
- c) Discussions with the management and the external auditors, the audit plan for the financial year and joint post-audit and review of the same.
- d) Recommendation for appointment, remuneration & terms of appointment of Auditors, etc.

**(a) Terms of reference:**

The present terms of reference / scope and function of the Audit Committee are as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
  - b. Changes, if any, in accounting policies and practices and reasons for the same ;
  - c. Major accounting entries involving estimates based on the exercise of judgement by management;
  - d. Significant adjustments made in the financial statements arising out of audit findings ;
  - e. Compliance with listing and other legal requirements relating to financial statements ;
  - f. Disclosure of any related party transactions ;
  - g. Qualifications, if any in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval ;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders,

- shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower Mechanism;
  19. Approval of appointment of Chief Financial Officer (i.e. the Whole-Time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
  20. Reviewing the utilization of loans/or advances from/ investment by the holding Company in the subsidiary exceeding ₹ 100 crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments. Examining the financial statement and the auditor's report thereon;
  21. Monitoring the end use of funds raised through public offers and related matters;
  22. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
  23. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
  24. To review -
    - Management discussion and analysis of financial condition and results of operations;
    - Management letters/letters of internal control weaknesses issued by the Statutory Auditors;
    - Internal audit reports relating to internal control weaknesses, etc.

- Review the appointment, removal and terms of remuneration of the chief internal auditor.
- Statement of deviation
  - » Quarterly Statement of deviation(s) including report of monitoring agency, if applicable, submitted to the Stock Exchange(s) in terms of Regulation 32(1) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - » Annual Statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee is empowered to investigate any activities within its terms of reference, seek information from employees, obtain outside legal or other professional advice or secure attendance of outside experts of relevant field as and when necessitated. The Audit Committee also reviews such matters as referred to it by the Board.

The Committee regularly meets in every quarter to review all the risk assessment and mitigation process for the same for all the identified risks for the Company's business segment.

- (b) During the period under review, 5 (Five) Audit Committee meetings were held on **16<sup>th</sup> May, 2024, 16<sup>th</sup> July, 2024, 8<sup>th</sup> August, 2024, 12<sup>th</sup> November, 2024 and 29<sup>th</sup> January, 2025.**

(c) The composition of the Audit Committee and attendance of its meetings are given below:

Constitution	No. of Meetings	
	Held	Attended
Mr. Binay Kumar Agarwal – Non-Executive – Independent –Chairman	5	5
Ms. Divyaa Newatia - Non-Executive – Independent- Member **	5	5
Mr. Girdhari Lal Goenka - Non-Executive – Independent- Member	5	4
Mr. Sanjay Goenka - Executive – Promoter- Member	5	5

The Audit Committee meetings are held at Company's Registered Office and attended by members of the Committee, other Accounts Heads and Process Owners. Representative of the Statutory Auditors and Internal Auditors are also invited to the meeting for discussions on the concerned factors as and when required.

Ms. Ankita Banerjee was Company Secretary and Compliance Officer of the Company and acted as the Secretary of the Committee till 31<sup>st</sup> December, 2024 and Mrs. Swati Agarwal was Company Secretary and Compliance Officer of the Company and acting as the Secretary of the Committee w.e.f 31<sup>st</sup> March, 2025.

#### 4. NOMINATION & REMUNERATION COMMITTEE:

##### (a) Terms of reference:

The terms of reference of the Nomination & Remuneration Committee are as follows:

- i. To identify persons who are qualified to become Directors and who may be appointed in the Senior management in accordance with the criteria laid down and to recommend to the Board their appointment, terms of appointment and/or removal;
- ii. To formulate a criteria for determining the qualification, positive attributes, independence of a Director and evaluation of Independent Directors and the Board;
- iii. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
- iv. To evaluate every Directors performance;
- v. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- vi. To recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;
- vii. To ensure that the level of composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- viii. To ensure that the relationship of remuneration to performance is clear and meets the appropriate performance benchmarks;
- ix. To ensure that the remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;
- x. To devise a policy on Board diversity.
- xi. To recommend to the Board, all remuneration, in whatever form, payable to senior management;
- xii. To Carry out any other function as is mandated by the Board of Directors of the Company or prescribed by the Listing Agreement / applicable regulations of SEBI (LODR) Regulations, 2015 as amended from time to time ;
- xiii. To invite any employee or such document as it may deem fit for exercising of its functions;
- xiv. To obtain such outside or professional advice as it may consider necessary to carry out its duties.

During the year under review, 4 (Four) meetings of the Nomination and Remuneration Committee were held on **8<sup>th</sup> August, 2024, 29<sup>th</sup> January, 2025, 24<sup>th</sup> February, 2025 and 28<sup>th</sup> March, 2025.**

The composition of the Nomination and Remuneration Committee and attendance of its meetings are given below:

Constitution	No. of Meetings	
	Held	Attended
Mr. Girdhari Lal Goenka- Non-Executive- Independent– Chairman	4	3
Mr. Binay Kumar Agarwal – Non-Executive – Independent- Member	4	4
Ms. Divyaa Newatia - Non-Executive- Independent- Member	4	4

Ms. Ankita Banerjee was Company Secretary and Compliance Officer of the Company and acted as the Secretary of the Committee till 31<sup>st</sup> December, 2024 and Mrs. Swati Agarwal was Company Secretary and Compliance Officer of the Company and acting as the Secretary of the Committee w.e.f 31<sup>st</sup> March, 2025.



## (b) Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out performance evaluation of its own performance and that of its committees and individual Directors as per the evaluation criteria formulated by the Nomination and Remuneration Committee.

During the year, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its committees. The objective of the Board evaluation includes improvement in the effectiveness of Board, Committees and individual Directors, to enhance their strengths and to overcome the short comings, the evaluation process focuses on various issues facing the Company and their prioritization, quality of deliberations at Board and Committee meetings, review of specific issues of importance dealt during the evaluation period.

The process of Board Evaluation broadly comprises of following:

- The Board evaluates the performance of the Independent Directors excluding the Directors being evaluated.
- The Nomination and Remuneration Committee evaluates the performance of each Director with respect to the responsibility as entrusted on him/her.
- The Independent Directors evaluates the performance of the Non- Independent Directors taking into account the views of the Executive and Non-Executive Directors and the Board as a whole.
- Performance Evaluation of the various Committee of the Board.

### Performance evaluation criteria for Independent Directors:

The following criteria may assist in determining how effective the performances of the Independent Directors have been:

- Leadership & Managerial abilities.
- Contribution to the corporate objectives & plans.
- Communication of expectations & concerns clearly with subordinates.
- Obtaining adequate, relevant & timely information from external sources.
- Review & approval of strategic & operational plans of the Company, its objectives and budgets.
- Regular monitoring of corporate results against projection.

- Identification, monitoring & mitigation of significant corporate risks.
- Assessment of policies, structures & procedures followed in the Company and their significant contribution to the same.
- Direct, monitor & evaluate KMPs, senior officials.
- Regularity in attending meetings of the Company and inputs therein.
- Review & Maintenance of corporation's ethical conduct.
- Ability to work effectively with rest of the Board of Directors.
- Commitment to the promotion of equal opportunities, health and safety in the workplace.

## 5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The company has duly constituted its Stakeholders Relationship Committee pursuant to regulation 20 of the SEBI (LODR) Regulations, 2015 and section 178(5) of The Companies Act, 2013.

### (a) Terms of reference:

The terms of reference of the Stakeholders Relationship Committee are as follows:

- 1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- 2) Review of measures taken for effective exercise of voting rights by shareholders.
- 3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- 4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

- (b) Stakeholders Relationship Committee presently comprised of Mr. Binay Kumar Agarwal as the Chairperson, Ms. Nilima Goenka and Ms. Divyaa Newatia as the members of the Committee.

The Chairperson of the Stakeholders Relationship Committee was present at the last Annual General Meeting of the Company held on 20<sup>th</sup> August, 2024.

- (c) Stakeholders Relationship Committee meet periodically to look into redressing of shareholders' and investors grievances like transfer of Shares, non-receipt of Balance Sheet, non-receipt of dividend, etc. During the period under review, 4 (Four) Stakeholder Relationship Committee meetings were held on **16<sup>th</sup> May, 2024, 8<sup>th</sup> August, 2024, 12<sup>th</sup> November, 2024 and 29<sup>th</sup> January, 2025.**

**Details of compliance officer:** Ms. Ankita Banerjee was Company Secretary and Compliance Officer of the Company till 31<sup>st</sup> December, 2024 and Mrs. Swati Agarwal was appointed as Company Secretary and Compliance Officer of the Company w.e.f 31<sup>st</sup> March, 2025.

**(d) Shareholders' Complaints**

The numbers of shareholders'/ investors' complaints received, resolved/ replied and pending during the year under review are as under:

Nature of complaints	Received	Resolved/ Replied	Pending
Non-receipt of share certificates	Nil	Nil	Nil
Non-receipt of dividend	Nil	Nil	Nil
Non-receipt of annual reports	Nil	Nil	Nil
Others	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

## 6. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

The CSR Committee is responsible for compliance of its scope mentioned in its term of reference in relation to CSR and to monitor the implementation of approved CSR policy and it meets periodically, to review & ensure orderly and efficient execution of the CSR project, programs or activities and issue necessary direction pertaining to it.

The CSR Committee comprised of Mr. Sanjay Goenka acts as the Chairman, Ms. Nilima Goenka and Mr. Binay Kumar Agarwal continues to be the members of the Committee.

The CSR Committee meet as and when required. During the year the Committee met 2 (two) times on **16<sup>th</sup> May, 2024 and 29<sup>th</sup> January, 2025.**

Ms. Ankita Banerjee was Company Secretary and Compliance Officer of the Company and acted as the Secretary of the Committee till 31<sup>st</sup> December, 2024 and Mrs. Swati Agarwal was Company Secretary and Compliance Officer of the Company and acting as the Secretary of the Committee w.e.f 31<sup>st</sup> March, 2025.

**(a) Terms of reference :**

- To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy related to the CSR activities to be undertaken by the Company as provided in the Schedule VII and any other related provisions, if any, of the Companies Act, 2013 and the rules made there under.
- To institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.
- To recommend the amount of expenditure to be incurred on the CSR activities as per the requirement

of the Companies Act, 2013 and the rules made there under.

- To carry out such other functions as may from time to time, be authorized by the Board and/or required by any Statutory Authority, by the way of amendment and/or otherwise, as the case may be, to be attended by this Committee.

## 7. REMUNERATION OF DIRECTORS:

**(a) Remuneration Policy / Criteria:**

- Executive Directors:** The Company follows the policy to fix remuneration of Managing Director & Whole-time Directors by taking into account the financial position of the Company, industrial trends, qualification, experience, past performance and past remuneration of the respective Directors in the manner to strike a balance between the interest of the Company and the Shareholders.
- Non-Executive Directors:** The Non-executive Directors' (including Independent Directors) are paid sitting fees on a uniform basis.
- KMPs & Senior Management Personnel:** The motive of determining policy for payment of remuneration to the KMPs and Senior Management Personnel are to motivate and retain them for longer term for the better perspective and growth of the Company. The criteria also oversee the industry trend, quality and experience of the personnel.

**(b) Sitting Fees:**

The sitting fees paid to the non-executive Directors for attending the Board and the Committee meetings for the financial year under review were duly recommended by the Board and were within the limits as specified in the Companies Act, 2013 and rules framed thereunder.

### (c) Remuneration to Directors:

The statement of the remuneration paid /payable to the Managing /Whole-time /Executive Directors and Sitting Fees paid/ payable to Non-Executive Directors is given below:-

(₹ in Lacs)

Name of Directors	Remuneration paid/ payable for 2024-25				Service Contract	
	Salary	Benefits	Sitting Fees	Pay per month	Period	Effective from
Mr. Sanjay Goenka	87.00	--	--	7.25	5 years	01.04.2021
*Ms. Nilima Goenka (*Re-appointed w.e.f. 24.02.2025)	36.00	--	--	3.00	5 years	01.06.2020 & 01.06.2025
*Mr. Ramsanatan Banerjee (*Re-appointed w.e.f. 24.02.2025)	10.60	--	--	0.89	5 years	04.02.2020 & 24.02.2025
Mr. Binay Kumar Agarwal	--	--	0.44	--	--	--
Mr. Girdhari Lal Goenka	--	--	0.22	--	--	--
Ms. Divyaa Newatia	--	--	0.42	--	--	-

#### Notes:

- The appointment/ agreement of all Managing /Executive /Whole-time Directors can be terminated by giving three months' notice by either party.
- The Company has not entered into any other pecuniary relationship or transactions with the Non-Executive Directors.

## 8. GENERAL BODY MEETINGS:

### a) Location and time of Annual General Meetings held in the last three years:

Year	Date	Venue	Time	Special Resolution passed
2023-24	20 <sup>th</sup> August, 2024	62B, Braunfeld Row, Kolkata-700 027 (deemed venue)  [the meeting was held through video conferencing/ other audio video means (OAVM)]	11:45 A.M.	<b>2 (Two) Special Resolutions were passed:</b>  i. Appointment of Ms. Divyaa Newatia (DIN: 00347787) as an Independent Director of the Company.  ii. Approval of Loans, Investments, Guarantee or Security under 185 of Companies Act, 2013
2022-23	26 <sup>th</sup> August, 2023	Hindusthan Club Limited, 4/1, Sarat Bose Road, Kolkata-700 020	2:00 P.M.	No Special Resolution was passed
2021-22	26 <sup>th</sup> August, 2022	62B, Braunfeld Row, Kolkata-700 027 (deemed venue)  [the meeting was held through video conferencing/ other audio video means (OAVM)]	1:00 P.M.	<b>1 (One) Special Resolution was passed -</b>  For appointment of Mr. Sudhir Kumar Bhartia (DIN: 00644721) as an Independent Director of the Company.

### b) During the financial year 2024-25 one Postal Ballot was conducted. (End date of Postal Ballot was March 29,2025)

Four Special Resolutions were passed through Postal Ballot, for a) Authority to borrow u/s 180(1)(C) of the Companies Act, 2013 b) Approve creation of charges, mortgages, hypothecation on the immovable and movable properties of the Company under section 180(1)(a) of the Companies act, 2013 c) Re-appointment of Mr. Ramsanatan Banerjee (DIN: 05191594) as a whole-time Director of the Company and d) Re-appointment of Mrs Nilima Goenka (DIN: 00848225) as a whole-time Director of the Company.

Procedure of Postal Ballot through e-voting was as under:

Particular	Date
Intimation of Board Meeting to NSE	
Board Meeting to held for appointment of Scrutinizer	February 24, 2025
Intimation of Outcome of Board Meeting to NSE	February 24, 2025
Submission of Copy of Notice of Postal Ballot to NSE	February 25, 2025
Cut-off date for E-voting and Notice	February 14, 2025
Completion of dispatch of Postal Ballot Notice by CDSL	February 25, 2025
Advertisement for completion of Notice	February 26, 2025
E-voting Start date/ Date of commencement of Postal Ballot	February 27, 2025
E-voting End Date	March 29, 2025
Last date for casting of e-voting	March 29, 2025
Submission of Report by Scrutinizer	March 29, 2025
Date of submission of Result of Postal Ballot by Managing Director/ Chairman in NSE	March 29, 2025

Date of Extra ordinary General Meeting was deemed to be held on March 29, 2025.

Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary (Membership No.:3811 ; CP No.: 3982), Peer Reviewed, was appointed by the Board of Directors at its meeting held on 24<sup>th</sup> February, 2025, as the scrutinizer for conducting Postal Ballot process in a fair and transparent manner

#### Voting Results of Postal Ballot was as follows:

				Resolution (1)				
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authority to Borrow U/S 180(1)(C) of the Companies Act, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,51,34,905	2,23,04,405	63.48	2,23,04,405	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>3,51,34,905</b>	<b>2,23,04,405</b>	<b>63.48</b>	<b>2,23,04,405</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutions	E-Voting	14,223	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>14,223</b>	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1,60,41,497	26,73,848	16.67	26,72,168	1680	99.94	0.06
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>1,60,41,497</b>	<b>26,73,848</b>	<b>16.67</b>	<b>26,72,168</b>	<b>1680</b>	<b>99.94</b>	<b>0.06</b>
<b>Total</b>		<b>5,11,90,625</b>	<b>2,49,78,253</b>	<b>48.79</b>	<b>2,49,76,573</b>	<b>1680</b>	<b>99.99</b>	<b>0.01</b>
Whether resolution is Passed or Not.				Yes				
Disclosure of notes on resolution				NA				

**Declared and passed by 3/4<sup>th</sup> Majority.**

Resolution (2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approve Creation of Charges, Mortgages, Hypothecation on the immovable and movable properties of the Company under Section 180(1) (A) of the Companies Act, 2013					
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/ (1)]*100	(4)	(5)	(6)= [(4)/ (2)]*100	(7)= [(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	3,51,34,905	2,23,04,405	63.48	2,23,04,405	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>3,51,34,905</b>	<b>2,23,04,405</b>	<b>63.48</b>	<b>2,23,04,405</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutions	E-Voting	14,223	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>14,223</b>			-		-	
Public- Non Institutions	E-Voting	1,60,41,497	26,73,848	16.67	26,71,568	2280	99.91	0.09
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>1,60,41,497</b>	<b>26,73,848</b>	<b>16.67</b>	<b>26,71,568</b>	<b>2280</b>	<b>99.91</b>	<b>0.09</b>
<b>Total</b>		<b>5,11,90,625</b>	<b>2,49,78,253</b>	<b>48.79</b>	<b>2,49,75,973</b>	<b>2280</b>	<b>99.99</b>	<b>0.01</b>
Whether resolution is Passed or Not.			Yes					
Disclosure of notes on resolution			NA					

**Declared and passed by 3/4<sup>th</sup> Majority.**

Resolution (3)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-Appointment of Mr. Ramsanatan Banerjee (DIN: 05191594) as a Whole-time Director of the Company					
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/ (1)]*100	(4)	(5)	(6)= [(4)/ (2)]*100	(7)= [(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	3,51,34,905	2,23,04,405	63.48	2,23,04,405	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>3,51,34,905</b>	<b>2,23,04,405</b>	<b>63.48</b>	<b>2,23,04,405</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutions	E-Voting	14,223	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>14,223</b>			-		-	



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Ramsanatan Banerjee (DIN: 05191594) as a Whole-time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Public- Non Institutions	E-Voting	1,60,41,497	26,77,242	16.69	26,74,327	2915	99.89	0.11
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>1,60,41,497</b>	<b>26,77,242</b>	<b>16.69</b>	<b>26,74,327</b>	<b>2915</b>	<b>99.89</b>	<b>0.11</b>
<b>Total</b>		<b>5,11,90,625</b>	<b>2,49,81,647</b>	<b>48.80</b>	<b>2,49,78,732</b>	<b>2915</b>	<b>99.99</b>	<b>0.01</b>
Whether resolution is Passed or Not.				Yes				
Disclosure of notes on resolution				NA				

**Declared and passed by 3/4<sup>th</sup> Majority.**

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-Appointment of Mrs. Nilima Goenka (DIN: 00848225) as a whole-time Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,51,34,905	2,23,04,405	63.48	2,23,04,405	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>3,51,34,905</b>	<b>2,23,04,405</b>	<b>63.48</b>	<b>2,23,04,405</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutions	E-Voting	14,223	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>14,223</b>			<b>-</b>		<b>-</b>	
Public- Non Institutions	E-Voting	1,60,41,497	26,77,242	16.69	26,75,727	1515	99.94	0.06
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>1,60,41,497</b>	<b>26,77,242</b>	<b>16.69</b>	<b>26,75,727</b>	<b>1515</b>	<b>99.94</b>	<b>0.06</b>
<b>Total</b>		<b>5,11,90,625</b>	<b>2,49,81,647</b>	<b>48.80</b>	<b>2,49,80,132</b>	<b>1515</b>	<b>99.99</b>	<b>0.01</b>
Whether resolution is Passed or Not.				Yes				
Disclosure of notes on resolution				NA				

**Declared and passed by 3/4<sup>th</sup> Majority.**

## 9. MEANS OF COMMUNICATION:

- a. Quarterly results:** The Company's quarterly / half-yearly / annual financial results are sent to the Stock Exchanges and generally published in both English and Regional newspapers viz, 'Financial Express' and 'Duranta Barta'. They are also available on the website of the Company.

No presentation has been made to Institutional Investors or Analysts.

- b. NSE Electronic Application Processing System (NEAPS):** NEAPS is a web-based application designed by NSE for Corporates. All periodical and other compliance filings are filed electronically on NEAPS.

- c. Website:** The Company's website display official news releases in a prompt manner. The Company presentations made to institutional investors or to the analysts are disseminated to Stock Exchanges and are also displayed in the website of the Company at [www.hindcon.com](http://www.hindcon.com).

## 10. GENERAL INFORMATIONS FOR MEMBERS:

- a. Annual General Meeting (Date, Time & Deemed Venue):** Tuesday, 23<sup>rd</sup> September, 2025 at 11:45 a.m. (IST) through video conferencing/other audio video means (OAVM) at its Registered Office of the Company at 62B, Braunfeld Row, 1<sup>st</sup> Floor, Kolkata - 700027 (deemed venue).

- b. Financial Year:** April, 2024 – March, 2025.

- c. Listing:** The National Stock Exchange of India Ltd. (NSE)  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
'G' Block, Bandra-Kurla Complex, Bandra (E),  
Mumbai- 400 051  
No listing fees are due as on date to the aforesaid Stock Exchange.

- d. Registrar and Transfer Agent:** Niche Technologies Pvt. Ltd.  
(SEBI Registration No.: INR INR000003290)  
3A, Auckland Place, 7<sup>th</sup> Floor, Room No. 7A & 7B,  
Kolkata - 700 017  
Tele No — 033- 2234 3576 / 033- 22357270 / 7271  
Fax No. - 033-2215 6823  
Website: [www.nichetechpl.com](http://www.nichetechpl.com)

- e. Shares Transfer System:** Share Transfer System is entrusted to the Registrar and Share Transfer Agents. Share Transfer Committee Meeting is held as and when required to approve the share transfer, issue of duplicate certificate etc. and are endorsed by Directors/ Executives/ Officers as may be authorised by the said Committee. Request for transmission, etc. received from members and queries/ correspondence are processed/resolved by the Registrars within the stipulated time. Entire shares of the Company are in demat mode, as such no physical transfer is envisaged.

- f. Unclaimed Dividends:** The Company is required to transfer dividends which have remained unpaid/ unclaimed for a period of seven years to the Investor Education & Protection Fund established by the Central Government. During financial year 2024-25, there is no unpaid/ unclaimed dividend outstanding for seven years to be transferred to IEPF authorities.

**g. Transfer of Shares to Investor: Education & Protection Fund (IEPF) (in case Where Unclaimed Dividends have been transferred to IEPF for a consecutive period of Seven Years)**

In terms of Section 124 and 125 of the Companies Act, 2013 read with Investor Education & Protection Fund (IEPF) Authority (Accounting Audit, Transfer Refund) Rules 2016, all shares in respect of which dividends have remained unpaid/unclaimed for a consecutive period of 7 (Seven) years or more from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government.

As required under the said Rules, the Company will publish notices in the newspapers inviting the members' attention to the aforesaid Rules. The Company will also send out individual communication to the concerned Members whose shares are liable to be transferred to IEPF Account, pursuant to the said Rules to take immediate action in the matter.

Further, it may also be noted that in terms of Section 124(6) and 125(3) of the Companies Act, 2013 read with Rule 7 of the IEPF Rules, shares and dividends which have been transferred, if any to the IEPF Authority may be claimed by making an online application in Form No. IEPF-5 which is available at [www.iepf.gov.in](http://www.iepf.gov.in)

However, since there is no un-paid / un-claimed dividend as such no shares required to be transferred to IEPF Account.

**h. Details of outstanding shares in the Unclaimed Suspense Account:**

In terms of Regulation 39(4) read with Schedule VI of the Listing Regulations, there is no equity shares lying in the suspense account which was issued in either demat form and physical form.

**i. Distribution of Shareholding as on 31<sup>st</sup> March, 2025:**

Sl. No.	Shares Range	Number of Shareholders	% of Total Shareholders	Total shares for the range	% of issued capital
1	1 to 500	26756	87.1304	29,42,092	5.7473
2	501 to 1000	2089	6.8028	16,50,093	3.2234
3	1001 to 5000	1542	5.0215	32,91,750	6.4304
4	5001 to 10,000	159	0.5178	11,44,626	2.2360
5	10001 to 50000	137	0.4461	27,71,077	5.4133
6	50001 to 100000	10	0.0326	7,51,409	1.4679
7	100001 to Above	15	0.0488	3,86,39,578	75.4817
<b>Total</b>		<b>30708</b>	<b>100</b>	<b>5,11,90,625</b>	<b>100</b>

**j. Share Holding Pattern as on 31<sup>st</sup> March, 2025:**

Sl. No	Category	No. of Shares	% of holding
1	Promoters & Associates	3,51,53,348	68.67
2	Mutual Funds & UTI	-	0.00
3	Banks, Financial Institutions, Insurance Companies (Central/ State Govt., Institutions)	-	0.00
4	Foreign Portfolio Investors	14,223	0.03
5	Alternate Investment Funds	-	0.00
6	Corporate Bodies	28,92,157	5.65
7	Indian Public	1,27,41,700	24.89
8	NRI's / OCBs	3,89,197	0.76
9	Clearing Members	-	0.00
10	HUF	-	0.00
11	Trust	-	0.00
<b>Total</b>		<b>5,11,90,625</b>	<b>100.00</b>

**k. Dematerialization of Shares :**
**ISIN: INE642Y01029**

100% of the total equity share capital is held in dematerialized form with National Securities Depository Ltd. & Central Depository Services Limited as on 31<sup>st</sup> March, 2025.

**l. Outstanding Instruments :**

The Company has not issued any GDRs / ADRs / Warrants or any convertible Instrument. As such, there is no impact on Equity of the Company.

**m. Commodity Price Risk/ :**

Not applicable to the Company as Company is not associated in Hedging Activities.

**n. Plant Location:**

Location	State	Address
Plants	West Bengal	Jalan Complex, Gate No.: 3, Baniyara, P.O. Begri, P.S. Domjur, Howrah-711411.
	Munsirhat (WB)	Mouza- Narendrapur, P.O-Munsirhat, Dist-Howrah, Pin-711410

**o. Address for Correspondence:**
**Hindcon Chemicals Limited**

62B, Braunfeld Row, 1<sup>st</sup> Floor, Kolkata – 700 027

Phone Nos.: (033) 2449 0839. Fax No. (033) 2449 0849

E-mail: [contactus@hindcon.com](mailto:contactus@hindcon.com)
**p. Credit Ratings:**

Your Company has not obtained any credit ratings.

**11. Other Disclosures:**
**a. Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, Directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of listed entity at large :**

None of the transactions with any of the related parties were in conflict with the interest of the Company.

**b. Details of non-compliance by the Listed Entity, penalties, strictures imposed on the Listed Entity by Stock Exchange(s) or Securities and Exchange Board of India or any Statutory Authority, on any matter related to the capital markets, during the last three years :**

No penalty or strictures have been imposed on the Company by any of the aforesaid authorities during the last 3 years.

**c. Vigil Mechanism / Whistle Blower Policy :**

The Whistle Blower policy of the Company is in place and the Company had not denied access to Audit Committee to any personnel of the Company.

**d. Details of compliance with mandatory requirements and adoption of non-mandatory requirements of the Corporate Governance :**

The Company has complied with all the applicable mandatory Regulations of SEBI (LODR) Regulations, 2015 and has adopted the following non-mandatory requirements of the aforesaid Regulations.

The Company has taken cognizance of other non - mandatory requirements as set out in applicable Regulations of SEBI (LODR) Regulations, 2015 and shall consider adopting the same at an appropriate time.

**e. Policy for determining 'material' subsidiaries :**

The Company does not have any material Subsidiary as defined in Regulation 24 of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**f. Web link where policy on dealing with related party transactions :**

Policy on dealing with related party transaction is displayed at <https://hindcon.com/wp-content/uploads/2020/12/Related-Party-Transaction-Policy.pdf>

**g. Disclosures of commodity price risks and commodity hedging activities :**

The Company is not associated with any hedging activities.

**h. Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A):**

No such instance held during the year under review.

**i. Certificate from Company Secretary in practice:**

As required under the provisions of Schedule V of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate from a Company Secretary in Practice have been received stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

**j. Disclosure of non-acceptance of recommendation of Committee:**

The Company has accepted all the recommendation by the Committees during the period under review.

**k. Fees of statutory Auditors by the Company:**

The total fees for all services paid by the Company to the statutory auditor Ms. Anushka Gupta (MRN No. 313960), Chartered Accountant was ₹5.25 lakhs. Ms. Anushka Gupta is not a part of any entity/firm which is in the same network of the Company.

**l. Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The disclosure regarding the complaints of sexual harassment are given in the Board's Report

**m. Disclosure by the Company and its subsidiaries of loans and advances in the nature of loans to firms/companies in which Directors are interested by name and amount as mentioned below:**

The Company has not provided any loan or advance to its subsidiary or firms/companies in which Directors are interested.

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

The Company does not have material subsidiaries as defined under Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**o. Accounting Treatment in preparation of financial statement :**

The Company has prepared its financial Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (IND AS) as prescribed under Section 133 of the Companies Act, 2013 and rules framed thereunder.

**p. Risk Management :**

The Company has identified risk involved in respect to its products, quality, cost, location and finance. It has also adopted the procedures / policies to minimize the risk and the same are reviewed and revised as per the needs to minimize and control the risk.

**q. CEO / CFO certification :**

The CEO / CFO certification as required under Regulation 17(8) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto which forms part of this report.

**r. Annual Secretarial Compliance Report:**

Pursuant to the SEBI circular no. CIR/CFD/ CMD1/27/2019 dated February 8, 2019, the Company has obtained an Annual Secretarial Compliance Report from Mr. Santosh Kumar Tibrewalla Practicing Company Secretary, confirming compliance of SEBI Regulations / Circulars /Guidelines issued thereunder and applicable to the Company. There are no observations or adverse remarks in the report.

**s. Management Discussion and Analysis Report :**

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto which forms part of this report.



## 12. Disclosure of Non-Compliance of any requirement of Corporate Governance Report of sub-para (2) to (12) above, with reasons thereof:

There is no non-compliance of any requirement of Corporate Governance Report of sub-para (2) to (12) above, thus no explanations need to be given.

## 13. Disclosure of the extent to which the discretionary requirements as specified in part E of Schedule II have been adopted:

### a. Modified opinion(s) in Audit Report

The financial statement of the Company is continued to be with unmodified opinion(s) in Audit Report.

### b. Separate posts of Chairperson and the Managing Director or the Chief Executive Officer

i. Separate posts of Chairperson & CEO: Mr. Sanjay Goenka, Mg. Director is also Chairperson of the Company.

### c. Reporting of Internal Auditor

The Internal Auditors report directly to the Audit Committee.

## 14. Code of Conduct:

The Company has framed Code of Conduct for all the Board Members, Key Managerial Personnel and other Senior Executives of the Company who have affirmed compliance with the same as on 31st March, 2024. A duty of the Independent Directors has been duly incorporated in the code. The Code is displayed on the Company's website at its weblink at <https://hindcon.com/wp-content/uploads/2020/12/Code-of-Conduct-Final.pdf>. A declaration signed by the CEO is annexed as **Annexure 'E'**.

In pursuance of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 1992 (as amended), the Board has approved the 'Code of Conduct for prevention of Insider Trading' and entrusted the Audit Committee to monitor the compliance of the code. The Board had approved and adopted the SEBI (Prohibition of Insider Trading) Regulations, 2015 relating to the code of practices and procedure for fair disclosure of Unpublished Price Sensitive Information and formulated the code of conduct of the Company.

## 15. Disclosure with respect to Demat Suspense Account/Unclaimed Suspense Account

There is no Equity Shares lying in the suspense account/Unclaimed suspense account which was issued in either demat form or physical form.

## 16. Compliance Certificate from either the Auditors or Practicing Company Secretaries regarding compliance of conditions of Corporate Governance shall be annexed with the Directors' Report

A Certificate from Mr. Santosh Kumar Tibrewalla, (Membership No.:3811; CP No.: 3982), Practicing Company Secretary regarding compliance of Corporate Governance is annexed herewith and forms a part of Directors Report

## 17. Vigil Mechanism Policy:

As per the requirements of the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had established a mechanism for employees to report concerns for unethical behavior, actual or suspected fraud, or violation of the code of conduct or ethics. It also provides for adequate safeguards against the victimization of employees who avail the said mechanism. This policy also allows the direct access to the Chairperson of the Audit Committee. The Audit Committee is committed to ensure the flawless work environment by providing a platform to report any suspected or confirmed incident of fraud/ misconduct.

## 18. Securities and Exchange Board of India ('SEBI') Complaints Redress System ("SCORES"):

As per the SEBI directive, the investors desirous of making complaints pertaining to the listed Companies has to be made electronically and sent through SCORES and the Companies or their appointed Registrar & Share Transfer Agent (R&TA) are required to view the pending complaints and submit 'Action Taken Report' ('ATRs') along with necessary documents electronically in SCORES. Further, there is no need to file any physical ATRs with SEBI. The Company is already registered under SCORES to efficiently and effectively redress the investors/shareholders complaints in time.

## 19. (Disclosures of the Compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub – Regulation (2) of Regulation (46):

The Company is in compliance with the requirements of aforesaid Regulations.

**Annexure – 'C' to the Directors' Report****Certificate of Compliance of Corporate Governance as required under regulation 34(3) read with Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

To  
The Members of  
**M/s. HINDCON CHEMICALS LTD**

I have examined the Compliance of Corporate Governance of M/s. Hindcon Chemicals Limited for the financial year 2024-25, as stipulated under applicable regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered into by the said Company with the Stock Exchange.

The Compliance of conditions of Corporate Governance is responsibility of the Management. My examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with conditions of the Corporate Governances. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanation given to me, I certify that the Company has generally complied with the condition of Corporate Governance as stipulated under applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Place: Kolkata  
Date: 08.08.2025

**sd/-**  
**(Santosh Kumar Tibrewalla)**  
Practicing Company Secretary  
Membership No.: 3811  
Certificate of Practice No.: 3982  
PR No.: 1346/2021  
UDIN: F003811G000922993

**Annexure – ‘D’ to the Directors’ Report****Certification by Managing Director – Chief Executive Officer (CEO) and Chief Financial Officer of the Company (CFO)**

To,  
The Board of Directors,  
**Hindcon Chemical Limited,**  
62B, Braunfeld Row, 1<sup>st</sup> Floor,  
Kolkata – 700 027

Dear Sirs,

**Sub: Certification by Managing Director (CEO) and CFO of the Company**

In terms of Regulation-17(8) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we, Sanjay Goenka, Chairman & Managing Director (CEO) and Kashi Nath Dey, Chief Financial Officer (CFO), certify that:

- A. We have reviewed financial statements and the cash flow statement for the financial year 2024-25 (hereinafter referred to as ‘Year’) and to the best of our knowledge and belief–
- a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b. These statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company’s Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
- i) significant changes in internal control over financial reporting during the year;
  - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and
  - iii) that we have not come across any instances of significant fraud and the involvement therein of the management or an employee having significant role in the Company’s internal control system over financial reporting.

For **Hindcon Chemicals Limited**

**Sd/-**  
**Sanjay Goenka**  
Chairman & Managing Director (CEO)  
DIN: 00848190

**Sd/-**  
**Kashi Nath Dey**  
Chief Financial Officer

Place: Kolkata  
Date: 08.08.2025

**Annexure – ‘E’ to the Directors’ Report****Declaration for Compliance with the  
Code of Conduct of the Regulation 26(3) read with Schedule V  
of Securities & Exchange Board of India (Listing Obligations  
and Disclosure Requirements) Regulations, 2015**

I, Sanjay Goenka, Chairman & Managing Director (CEO) of M/s. Hindcon Chemicals Limited declare that as of 31<sup>st</sup> March, 2025 all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company.

For **Hindcon Chemicals Limited**

**Sd/-**

**Sanjay Goenka**

Chairman & Managing Director (CEO)

DIN: 00848190

Place: Kolkata

Date: 08.08.2025

## Annexure – ‘F’ to the Directors’ Report

# Management Discussion and Analysis

### Global economic review

Overview: Global economic growth declined marginally from 3.3% in 2023 to an estimated 3.2% in 2024. This was marked by a slowdown in global manufacturing, particularly in Europe and parts of Asia coupled with supply chain disruption and weak consumer sentiment. In contrast, the services sector performed more creditably.

The growth in advanced economies remained steady at 1.7% from 2023 to 2024 as the emerging cum developing economies witnessed a growth decline at 4.2% in 2024 (4.4% in 2023).

On the positive side, global inflation was expected to decline from 6.1% in 2023 to 4.5% in 2024 (projected at 3.5% and 3.2% in 2025 and 2026 respectively). This decline was attributed to the declining impact of erstwhile economic shocks, and labour supply improvements. The monetary policies announced by governments the world over helped keep inflation in check as well.

The end of the calendar year was marked by the return of Donald Trump as the new US President. The new US government threatened to impose tariffs on countries exporting to the US unless those countries lowered tariffs for the US to export to their countries. This enhanced global trade and markets uncertainty and emerged as the largest singular uncertainty in 2025.

Regional growth (%)	2024	2023
World output	3.2	3.3
Advanced economies	1.7	1.7
Emerging and developing economies	4.2	4.4

(Source: IMF, KPMG, Press Information Bureau, BBC, India Today)

### Performance of the major economies, 2024

**United States:** Reported GDP growth of 2.8% in 2024 compared to 2.9% in 2023.

**China:** GDP growth was 5.0% in 2024 compared to 5.2% in 2023.

**United Kingdom:** GDP growth was 0.8% in 2024 compared to 0.4% in 2023.

**Japan:** GDP growth was 0.1% in 2024 compared with 1.9% in 2023.

**Germany:** GDP contracted by 0.2% in 2024 compared to a 0.3% decline in 2023.

(Source: CNBC, China Briefing, [ons.gov.uk](https://www.ons.gov.uk), Trading Economics, Reuters)

**Outlook:** The global economy has entered a period of uncertainty following the imposition of tariffs of products imported into the USA and some countries announcing reciprocal tariffs on US exports to their countries. This is likely to stagger global economic growth, the full outcome of which cannot be currently estimated. This risk is supplemented by risks related to conflicts, geopolitical

tensions, trade restrictions and climate risks. In view of this, World Bank projected global economic growth at 2.7 per cent for 2025 and 2026, factoring the various economic uncertainties.

(Source: IMF, United Nations)

### Indian economic review

#### Overview

The Indian economy grew at 6.5% in FY 2024-25, compared to a revised 9.2% in FY 2023-24. This represented a four-year low due to a moderate slowdown within the Indian economy (marked by slower manufacturing growth and a decline in net investments). Despite the slowdown, India retained its position as the world's fifth-largest economy.

India's nominal GDP (at current prices) was ₹330.68 trillion in FY 2024-25 (₹301.23 trillion in FY 2023-24). The nominal GDP per capita increased from ₹2,15,936 in FY 2023-24 to ₹2,35,108 in FY 2024-25, reflecting the impact of an economic expansion.

The Indian rupee weakened 2.12% against the US dollar in FY 2024-25, closing at ₹85.47 on the last trading day of FY25. In March 2025, the rupee recorded the highest monthly appreciation since November 2018, rising 2.39% (arising out a weakening US dollar).

Inflationary pressures eased, with CPI inflation averaging 4.63% in FY 2024-25, driven by moderating food inflation and stable global commodity prices. Retail inflation at 4.6% in FY 2024-25, was the lowest since the pandemic, catalyzing savings creation.

India's foreign exchange reserves stood at a high of \$676 billion as of April 4, 2025. This was the fourth consecutive year when rating upgrades outpaced downgrades on account of strong domestic growth, rural consumption, increased infrastructure investments and low corporate leverage (annualized rating upgrade rate 14.5% exceeded the decade-long average of 11%; downgrade rate was 5.3%, lower than the 10-year average of 6.5%).

Gross foreign direct investment (FDI) into India rose 13.6% to \$81 billion during the last financial year, the fastest pace of expansion since 2019-20. The increase in the year was despite a contraction during the fourth quarter of 2024-25 when inflows on a gross basis declined 6% to \$17.9 billion due to the uncertainty caused by Donald Trump's election and his assertions around getting investments back into the US.

### Growth of the Indian economy

	FY22	FY23	FY24	FY25
Real GDP growth (%)	8.7	7.2	9.2	6.5

E: Estimated

(Source: MoSPI, Financial Express)



## Growth of the Indian economy quarter by quarter, FY 2024-25

	Q1 FY25	Q2 FY25	Q3 FY25	Q4 FY25
Real GDP growth (%)	6.5	5.6	6.2	7.4

E: Estimated

(Source: The Hindu, National Statistics Office)

The banking sector continued its improvement, with gross non-performing assets (NPA) for scheduled commercial banks (SCBs) declining to 2.6% as of September 2024, down from 2.7% in March 2024. The capital-to-risk-weighted assets ratio for SCBs stood at 16.7% as of September 2024, reflecting a strong capital position.

India's exports of goods and services reached \$824.9 billion in FY 2024-25, up from \$778 billion in the previous fiscal year. The Red Sea crisis impacted shipping costs, affecting price-sensitive exports. Merchandise exports grew 6% YoY, reaching \$374.1 billion.

India's net GST collections increased 8.6%, totaling ₹19.56 lakh crore in FY 2024-25. Gross GST collections in FY 2024-25 stood at ₹22.08 lakh crore, a 9.4% increase YoY.

On the supply side, real gross value added (GVA) was estimated to expand 6.4% in FY 2024-25. The industrial sector grew by 6.5%, supported by growth in construction activities, electricity, gas, water supply and other utility services.

India's services sector grew at 8.9% in FY25 (9.0% in FY24), driven by public administration, defence and other services (expanded at 8.8% as in the previous year). In the infrastructure and utilities sector, electricity, gas, water supply and other utility services grew a projected 6.0% in FY25, compared to 8.6% in FY24. Meanwhile, the construction sector expanded at 9.4% in FY25, slowing from 10.4% in the previous year.

Manufacturing activity was subdued in FY25, with growth at 4.5%, which was lower than 12.3% in FY24. Moreover, due to lower public spending in the early part of the year, government final consumption expenditure (GFCE) is anticipated to have slowed to 3.8% in FY25, compared to 8.1% in FY24.

The agriculture sector grew at 4.6% in 2024-25 (1.4% in 2023-24). Trade, hotel, transport, communication and services related to broadcasting segment were estimated to grow at 6.4% in 2024- 25 (6.3% in 2023-24).

From a demand perspective, the private final consumption expenditure (PFCE) exhibited robust growth, achieving 7.2% in FY 2024-25, surpassing the previous financial year's rate of 5.6%.

The Nifty 50 and SENSEX recorded their weakest annual performances in FY 25 in two years, rising 5.3% and 7.5% during the year under review respectively. Gold rose 37.7% to a peak of \$3,070 per ounce, the highest increase since FY 2007-08, indicating global uncertainties.

Total assets managed by the mutual fund (MF) industry jumped 23% or ₹12.3 lakh crore in fiscal 2025 to settle at ₹65.7 lakh crore. At close of FY25, the total number of folios had jumped to nearly 23.5 crore, an all-time peak. During last fiscal, average monthly systematic investment plan (SIP) contribution jumped 45% to ₹24,113 crore.

Foreign portfolio investments (FPIs) in India experienced high volatility throughout 2024, with total inflows into capital markets reaching approximately \$20 billion by year-end. However, there was significant selling pressure in the last quarter, influenced by new tariffs announced by the new US government on most countries (including India).

## Outlook

India is expected to remain the fastest-growing major economy. Initial Reserve Bank of India estimates have forecast India's GDP growth downwards from 6.7% to 6.5% based on risks arising from US tariff levies on India and other countries. The following are some key growth catalysts for India in FY26.

**Tariff-based competitiveness:** India identified at least 10 sectors such as apparel and clothing accessories, chemicals, plastics and rubber where the US' high tariffs give New Delhi a competitive advantage in the American market over other suppliers. While India faced a 10% tariff after the US suspended the 26% additional duties for 90 days, the levy remained at 145% on China, the biggest exporter to the US. China's share of apparel imports into the US was 25%, compared with India's 3.8%, a large opportunity to address differential (Source: Niti Aayog).

**Union Budget FY 2024-25:** The Union Budget 2025-26 laid a strong foundation for India's economic trajectory, emphasizing agriculture, MSMEs, investment, and exports as the four primary growth engines. With a fiscal deficit target of 4.4% of GDP, the government reinforced fiscal prudence while allocating ₹11.21 lakh crore for capital expenditure (3.1% of GDP) to drive infrastructure development. The February 2025 Budget marked a shift in approach, with the government proposing substantial personal tax cuts. Effective April 1, 2025, individuals earning up to ₹12 lakh annually will be fully exempt from income tax. Economists estimate that the resulting ₹1 lakh crore in tax savings could boost consumption by ₹3-3.5 lakh crore, potentially increasing the nominal private final consumption Expenditure (PFCE) by 1.5-2% of its current ₹200 lakh crore.

**Free trade agreement:** In a post-Balance Sheet development, India and the United Kingdom announced a free trade agreement to boost strategic and economic ties. This could lead to a significant increase in the export competitiveness of Indian shipments in the UK across the textiles, toys, leather, marine products, footwear, and gems & jewellery sectors. About 99% of Indian exports to UK will enjoy zero-duty access tariff cuts; India will cut tariffs on 90% of tariff lines and 85% could become fully duty-free within 10 years.

**Pay Commission impact:** The 8<sup>th</sup> Pay Commission's awards could lead to a significant salary revision for nearly ten million central

government employees. Historically, Pay Commissions have granted substantial pay hikes along with generous arrears. For instance, the 7<sup>th</sup> Pay Commission more than tripled its monthly salaries, raising the range from ₹7,000 to ₹90,000 to ₹18,000 to ₹12.5 lakh, triggering a widespread ripple effect.

**Monsoons:** The India Meteorological Department predicted an 'above normal' monsoon in 2025. This augurs well for the country's farm sector and a moderated food inflation outlook.

**Easing inflation:** India's consumer price index-based retail inflation in March 2025 eased to 3.34 per cent, the lowest since August 2019, raising hopes of further repo rate cuts by the Reserve Bank of India.

**Deeper rate cuts:** In its February 2025 meeting, the Monetary Policy Committee (MPC) reduced policy rates by 25 basis points, reducing it to 6% in its first meeting of FY 2025-26. Besides, India's CPI inflation is forecasted at 4% for the fiscal year 2025-26.

**Lifting credit restrictions:** In November 2023, the RBI increased risk weights on bank loans to retail borrowers and NBFCs, significantly tightening credit availability. This led to a sharp slowdown in retail credit growth from 20-30% to 9-13% between September 2023 and 2024. However, under its new leadership, the RBI has prioritized restoring credit flow. Recent policy shifts have removed restrictions on consumer credit, postponed higher liquidity requirements for banks, and are expected to rejuvenate retail lending.

(Source: CNBC, Press Information Bureau, Business Standard, Economic Times, World Gold Council, Indian Express, Ministry of External Affairs, Times of India, Business Today, Hindustan Times, Statistics Times)

## Global construction chemical overview

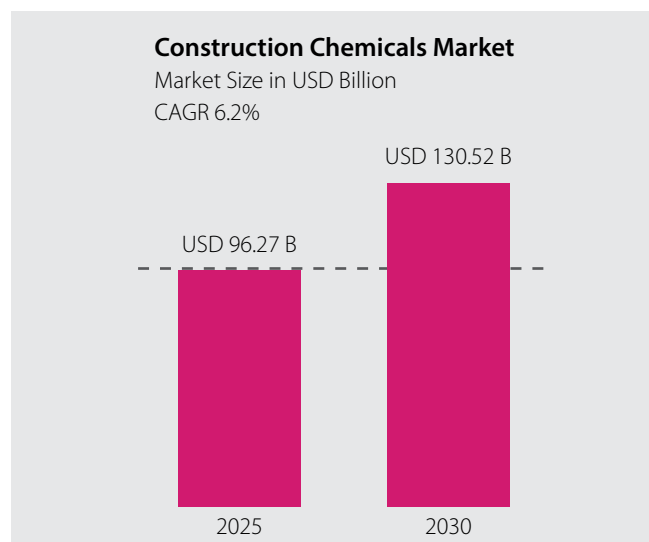
Construction chemicals are specialized additives used with cement, concrete, and other building materials to enhance the durability and performance of structures. These chemicals improve properties such as compressive strength, workability, and endurance, enabling modern buildings to meet complex engineering demands. Additives

help modify characteristics like water reduction, air entrainment, permeability, and setting time, while hardeners prevent water and dust infiltration. Their use ensures better moisture retention, stronger bonding, improved crack resistance, and reduced mortar drying time, ultimately optimizing material efficiency and overall performance.

The residential construction sector is witnessing remarkable expansion, fuelled by rapid urbanization and rising housing needs in developing economies. These demographic changes and urbanization trends are transforming the construction chemicals industry, spurring innovation in products tailored for residential applications, particularly in building construction chemicals.

The Asia-Pacific region holds the largest share of the global construction chemicals market, fuelled by rapid urbanization, robust infrastructure development, and expanding industrial activity across key countries. Government initiatives supporting sustainable construction and rising foreign direct investments further drive market growth. Major economies such as China, India, Japan, and South Korea are experiencing strong demand for construction chemicals across residential, commercial, and infrastructure segments. The market is distinguished by well-established local manufacturing, coupled with a wide-reaching distribution network that serves both developed and emerging economies.

These chemicals, ranging from admixtures and sealants to waterproofing agents and hardeners are designed to improve key properties like workability, setting time, permeability, and compressive strength. Their application results in better moisture retention, stronger bonding, improved crack resistance, and faster drying of mortar, all of which contribute to higher material efficiency and superior structural performance. The construction chemicals market size is estimated at USD 96.27 billion in 2025 and is expected to reach USD 130.52 billion by 2030, growing at a CAGR of 6.28% during the forecast period.



(Source: Mordor Intelligence)

## Indian construction chemicals overview

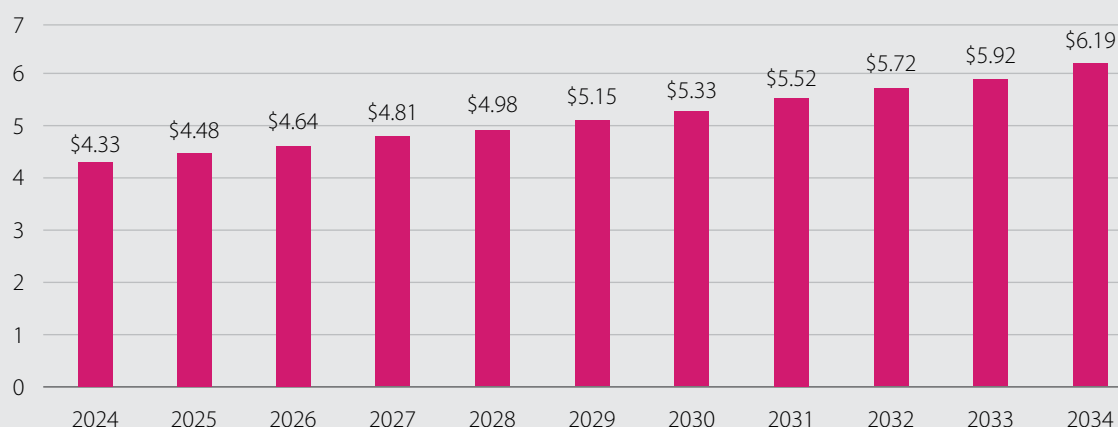
The Indian construction chemicals market has seen significant growth, fuelled by government initiatives, large-scale infrastructure projects, rapid urbanization, and rising residential and commercial construction activity. The increasing focus on smart homes, sustainable building practices, and advanced construction technologies is further driving demand. With major developments such as smart cities, highways, metro rail networks, and real estate expansion, India's need for innovative and high-performance construction solutions continues to rise.

The residential sector stands as a pivotal contributor to India's construction chemicals market, driven by the nation's status as the world's most populous country and its rapid urbanization. Projections indicate that by 2030, over 40% of India's population will reside in urban areas, necessitating approximately 25 million additional affordable housing units.

The market is driven by infrastructure projects, Make in India initiatives, and urbanization, particularly in North and South India. Key products include concrete admixtures, waterproofing chemicals, and adhesives & sealants. Challenges include lack of skilled labour and outdated construction techniques. Government investments and mega projects continue to fuel demand.

These chemicals are essential for enhancing the strength, durability, and environmental performance of modern structures. The market reached USD 4.33 billion in 2024 and is expected to grow from USD 4.48 billion in 2025 to around USD 6.19 billion by 2034, registering a CAGR of 3.63% over the forecast period.

**India Construction Chemicals Market Size 2024 to 2034 (USD Billion)**



(Source: Precedence Research, Economic Times)

### Growth drivers

The construction chemicals market had excellent growth prospects driven by several key factors:

**Technological advancements:** Technological advancements in construction chemicals, such as the development of high-performance admixtures, advanced waterproofing compounds, and next-generation coatings are playing a key role in driving market growth. These innovations offer enhanced strength, durability, and resistance to environmental factors, helping structures withstand harsh conditions while reducing maintenance needs. They also support faster construction timelines, greater material efficiency, and improved sustainability, making them increasingly essential in modern building and infrastructure projects.

**Rapid urbanization and infrastructure development:** The demand for construction chemicals in India is rising steadily, driven by major infrastructure initiatives such as smart cities, highways, railways, and affordable housing projects. The government has made substantial investments to support these developments, including ₹28,602 crore (US\$3.41 billion) for building 100 smart cities, ₹2,87,333 crore (US\$34.62 billion) for constructing 200,000 km of national highways by 2025, and ₹2.65 lakh crore (US\$31.93 billion) for railway infrastructure in FY 2025-26. Under the Pradhan Mantri Awaas Yojana-Gramin (PMAY-G), ₹2.5 lakh crore (US\$34

billion) has been allocated for 2 crore affordable homes by 2028-29. These large-scale projects are set to fuel growth in the construction chemicals market, supporting the country's rapid urbanization and infrastructure transformation.

**Government initiatives:** Government schemes and policies are key drivers of growth in the construction chemicals market. Affordable housing programs like the Indira Awaas Yojana and large-scale infrastructure initiatives are boosting demand across the sector. At the same time, policies such as the National Chemical Policy, the Chemical Sector Skill Development Council, and Make in India are promoting sustainable development, safety, and environmental compliance while encouraging research and innovation. These measures aim to strengthen the chemical industry's global competitiveness, enhance workforce skills to meet international standards, and attract greater foreign direct investment (FDI).

**Booming construction industry:** India's construction industry is witnessing robust growth, with a projected compound annual growth rate (CAGR) of around 6% between 2025 and 2030. This expansion is closely linked to the country's increasing emphasis on sustainability. According to the Indian Green Building Council (IGBC), more than 15,800 green building projects, covering over 13.56 billion square feet, have been registered across India. This rising adoption of green construction practices is fuelling demand

for eco-friendly construction chemicals, which are expected to form an increasingly significant share of the market by 2030.

**Rising disposable incomes:** Rising disposable incomes in India are contributing to greater construction activity and increasing demand for high-performance construction chemicals. As household incomes continue to grow, the appetite for quality infrastructure and housing is rising. Complementing this trend, government construction spending has reached ₹11.11 trillion (USD 132.9 billion) in FY 2024–25, further boosting the sector's growth prospects.

**Reduction of GST:** A key proposal aims to reduce the GST on high-tax building materials like cement, wallpaper, varnish, and paints, which are currently taxed at 28%. Cost is a crucial factor impacting both the construction industry and end consumers, making tax reductions essential for fostering growth. Lowering GST on these materials would make construction projects more affordable, benefiting developers and ultimately reducing costs for consumers.

*(Source: Aditya Birla Capital, Invest India, Business Standard, Press Information Bureau, Economic Times, The Hindu, Mordor Intelligence)*

## The India commercial real estate market

A key trend shaping the Indian commercial real estate market is the growing emphasis on technology and innovation. Developers are increasingly integrating smart technologies such as energy-efficient sensors, advanced security systems, and high-speed communication infrastructure into commercial buildings to meet the rising demand for smart spaces from both domestic and global firms. Another notable trend is the rise of mixed-use developments, where office spaces are combined with retail, residential, and recreational facilities. This integrated approach fosters vibrant, self-sustaining ecosystems and supports a better work-life balance, helping companies attract and retain top talent.

Customers in the Indian commercial real estate market are increasingly seeking modern, well-designed office spaces equipped with a wide range of amenities. There is a strong focus on sustainability and energy efficiency, alongside the need for excellent connectivity and proximity to key transportation hubs. Additionally, demand for flexible office solutions and co-working spaces is on the rise, driven by the growth of the gig economy and the expanding startup ecosystem in the country.

India's commercial real estate market is witnessing substantial growth, driven by strong economic expansion, rising foreign investments, and a resurgence in business activity following the pandemic. As a prominent player in the Asia-Pacific region, India is seeing a sharp increase in demand for office spaces across major urban centres. This growth is further supported by the rising preference for modern, well-connected workspaces and the evolution of work dynamics. Reflecting its vast potential, the market is projected to reach a value of US \$6.56 trillion by 2025 and continue its upward trajectory with a CAGR of 2.47% between 2025 and 2029, ultimately reaching US \$7.23 trillion by 2029.

*(Source: Statista)*

## Indian real estate housing sector

The residential real estate market is segmented by property size into categories: less than 50 sq. m, 51 to 80 sq. m, 81 to 110 sq. m, 111 to 200 sq. m, and more than 200 sq. m. Among these, the 81 to 110 sq. m segment dominates due to its widespread appeal. This size range provides a balance between ample living space and affordability, making it particularly attractive to first-time homebuyers and families. Its versatility caters to diverse lifestyle needs, accommodating both single individuals and larger households. Developers favor this segment for its efficiency in land utilization, enabling the construction of housing projects that appeal to a broad demographic. The growing demand for 81 to 110 sq. m residences highlights the market's preference for practical and adaptable living spaces.

India's residential real estate market showcased strength despite prevailing challenges, with home sales reaching approximately ₹5.68 lakh crore, marking a 16% year-on-year growth in value compared to the previous year. Sales volume saw a marginal decline of 2%, with around 4.60 lakh units sold, down from 4.77 lakh units in FY23. New project launches dropped by 7% to about 4.13 lakh units in 2024, largely due to delays in approvals during the election period. The surge in residential prices across major cities also played a role in tempering overall sales momentum.

India's top nine cities witnessed a substantial 33% rise in home deliveries, reaching 4,06,889 units. This surge was largely driven by the completion of housing projects launched in 2018 and 2019, which had faced delays due to the pandemic. Government initiatives like the SWAMIH Fund also played a crucial role in accelerating project completion. While eight of the nine cities recorded delivery growth ranging from 22% to 88%, with Kolkata leading at 88% and Mumbai growing the least at 22%, Delhi-NCR was the only region to experience a decline, with an 8% drop. Western India (Mumbai, Navi Mumbai, Thane, Pune) dominated the completions, contributing 55% of the total, followed by Southern India (Bengaluru, Chennai, Hyderabad) with a 30% share, and Kolkata with 4%. Delhi-NCR's share fell to 11% in FY25 from 16% in the previous year.

*(Source: Straits Research, Anarock, Economic Times)*

## Government initiatives

**Government initiatives:** It had marked significant progress where under Pradhan Mantri Awas Yojana Urban, 1.18 crore houses have been sanctioned, 1.14 crore grounded, and over 89 lakh completed. Pradhan Mantri Awas Yojana Urban 2.0, launched in September 2024, approved 6 lakh new houses. The SWAMIH Fund delivered 50,000 homes, with 40,000 more expected in 2025. A new ₹15,000 crore SWAMIH Fund 2.0 aims to support another 1 lakh homes in stalled projects.

**Real Estate Regulation and Development Act (RERA) 2016:** RERA is aimed at enhancing transparency, accountability, and efficiency in the real estate sector. It requires developers to register their projects before advertising or selling, ensuring timely delivery and protecting buyers' interests.

**FDI in Real Estate:** The Indian government had opened up avenues for Foreign Direct Investment (FDI) in real estate, particularly in commercial and affordable housing projects. Institutional investments inflows into Indian real estate touched \$6.5 billion in 2024, marking a substantial 22% increase from the previous year's \$ 5.4 billion, marking an annual high for both domestic and foreign investments since 2020.

**GST on Real Estate:** The introduction of Goods and Services Tax (GST) had simplified tax structures, although the real estate sector had seen varying rates, with affordable housing attracting a lower tax rate. The government continues to review GST rates to ensure it does not overly burden homebuyers.

**Smart Cities Mission:** The Smart Cities Mission aims to transform 100 cities across India through advanced infrastructure, efficient urban planning, and sustainable development. It emphasizes the integration of technology to enhance public services and improve urban living conditions, including real estate. By the end of FY 2024-25, more than 93% of the 8,000+ planned projects has been completed, with nearly 99.44% of the total ₹48,000 crore budget already disbursed by the Government of India. The initiative continues to focus on integrating technology, sustainable development, and efficient urban planning to enhance public services and real estate infrastructure across 100 targeted cities.

**National Urban Housing Fund (NUHF):** The National Urban Housing Fund, launched under the Pradhan Mantri Awas Yojana, is designed to offer financial support for the development of affordable housing in urban areas. It facilitates the construction of homes for economically weaker sections, including low-income families and migrant populations.

*(Source: Times of India, Business Standard, Press Information Bureau)*

## SWOT analysis

### Strengths

**Large market:** India had attained the status of being the sixth-largest chemical producer, and third largest in Asia, contributing 7% to India's GDP. The sector is currently valued at US\$ 220 billion and is expected to reach US\$ 300 billion by 2030.

**Technical advancement:** AI and machine learning are transforming the chemical industry by analyzing large datasets to optimize processes, predict outcomes, and accelerate R&D through chemical reaction simulations—reducing time to market. IoT devices provide real-time data from sensors and equipment, enabling remote monitoring, early detection of inefficiencies, and data-driven decisions that enhance productivity and safety.

**Government support:** Programs like Make in India and Aatmanirbhar Bharat Abhiyan have significantly strengthened India's chemical industry by promoting domestic manufacturing, reducing import dependence, and attracting investments. These initiatives support the development of self-reliant supply chains and indigenous production of key chemicals. The government

also plans to roll out a production-linked incentive (PLI) scheme offering 10–20% output incentives for the agrochemical sector, aiming to boost cluster development and build a robust end-to-end manufacturing ecosystem, with projections indicating substantial growth in exports and value addition over the next few years.

### Weaknesses

**International policies:** Escalating global trade tensions and tighter environmental compliance norms have created uncertainties. Global trade tensions and stricter environmental norms are impacting India's chemical industry. The U.S.–China trade war has pushed producers to target non-U.S. markets, increasing competition and pressuring margins.

**Unorganised market:** The pandemic, preceded by demonetisation and the introduction of GST, had led to setbacks for small and marginal players, resulting in the consolidation of large players in the market.

**R&D investment:** The Indian research and development sector is underfunded due to high costs. Domestic manufacturers struggle to afford the cost of bringing new chemical products to the market, hindering growth.

### Opportunities

**Lucrative segment:** The Indian chemical sector is set for rapid growth, with speciality chemicals expected to be the most lucrative segment. India attracts investment as companies diversify away from China. The chemical industry revenue had grown at an average rate of 15% in the last five years.

**Increasing demand:** As the world strives to decrease GHG emissions and meet sustainability goals, expected the increase of demand for a range of new chemical products.

**Government initiatives:** The government had set up a 2034 vision to propel the growth of the chemicals and petrochemicals sector. Several initiatives have been taken to promote the growth of the specialty chemicals industry, including tax incentives, subsidies, and simplified regulations.

**Innovation and collaboration:** Collaboration and innovation can help Indian companies stay competitive in the global market by enhancing their product offerings. Public-private partnerships and collaborations between industry players can spur innovation and research.

### Threats

**Availability of raw materials:** The availability and price of raw materials significantly impact the profitability and competitiveness of the Indian specialty chemicals industry. The industry's reliance on imports makes it vulnerable to global price fluctuations and supply disruptions.

**Environmental regulations:** The industry is subject to stringent environmental regulations that can increase the cost of compliance and limit its operational expansion ability.



**Infrastructure limitations:** The Indian chemical industry faces significant infrastructure limitations, including limited access to electricity, water, and transportation, impacting production efficiency, supply chain management, and business costs.

**Cost competitiveness:** The Indian chemical industry faces stiff competition from other low-cost producers, particularly China. This competition pressures the industry to reduce costs and increase efficiency, posing a significant challenge.

(Source: Mint, IBEF, Press Information Bureau, Global Chemical News, Wright Research)

## Risk management

**Economic risks:** Domestic economic challenges such as inflation, liquidity issues, sluggish industrial growth, currency depreciation, political instability, and rising commodity prices pose considerable threats to overall performance.

**Mitigation:** Hindcon addresses these issues through backward integration strategies aimed at securing supply chains, stabilizing costs, and reducing external dependencies. These measures help the company maintain operational efficiency under economic pressure.

**Demand risk:** Growth in the infrastructure sector drives demand for construction chemicals; however, any slowdown or disruption in this sector could impact product demand.

**Mitigation:** The company counters this risk by investing in innovation and developing versatile products with applications across multiple industries, thereby reducing reliance on any one sector.

**Competition risk:** Intensifying market competition could result in narrower profit margins.

**Mitigation:** Hindcon is expanding its geographic reach and acquiring new B2B clients while fostering long-term relationships, which currently contribute to over 93% of its revenue. The company also diversifies its product offerings to meet evolving customer needs.

**Quality risk:** Compromised product quality could damage both revenue and reputation.

**Mitigation:** The company ensures consistent product quality through rigorous compliance with evolving regulations. Its ISO 9001:2015 certification highlights its adherence to high-quality standards and robust management systems.

**Environmental risk:** Non-compliance with environmental norms, especially regarding eco-friendly products, could present significant challenges.

**Mitigation:** As a member of the Indian Green Building Council, Hindcon remains committed to sustainable practices by prioritizing the development of environmentally responsible products that meet strict ecological standards.

**Portfolio risk:** Heavy dependence on sodium silicate poses a threat to overall operations and profitability if demand declines.

**Mitigation:** Hindcon manages this risk with a well-diversified product portfolio that includes concrete and mortar admixtures, flooring solutions, waterproofing coatings, and adhesives, reducing reliance on any single product category.

## Financial review

**Revenues:** Revenues during the year under review were 58.55 cr. as compared to 63.42 cr. during FY2023-24.

**Profit after tax:** The Company registered a profit after tax of 3.96 cr. during FY 2024-25 compared to 6.38 cr. during FY2023-24, which was 37.93% lower than the previous financial year.

## Internal control systems and their adequacy

Our organization's internal control and risk management framework is aligned with the principles and guidelines set forth in our corporate governance code. It is seamlessly integrated into the overall structure of both the Company and the Group, with coordinated contributions from personnel across various levels and functions. The Board of Directors provides strategic direction and oversight, offering guidance to the Executive Directors and management while supporting key committees. The Control and Risk Committee, in collaboration with the head of the audit department, operates under the supervision of the Statutory Auditors appointed by the Board.

## Human resources

Hindcon credits its sustained success to the strength of its dedicated and motivated workforce. The company ensures a positive and engaging work environment by offering competitive compensation packages and recognizing employee contributions through a comprehensive rewards and recognition framework. It actively fosters a culture of continuous learning and development, encouraging employees to participate in voluntary and cross-functional projects that broaden their skill sets and enhance career growth. Hindcon also emphasizes inclusivity, collaboration, and open communication, which together help build a cohesive and high-performing team. As of March 31, 2025, the company employed a total of 124 individuals across its operations.

## Cautionary statement

The statements made in this section reflect the Company's objectives, projections, expectations, and estimates, which may be considered "forward-looking statements" under applicable securities laws and regulations. These forward-looking statements are based on certain assumptions and expectations regarding future events. However, the Company cannot guarantee the accuracy or realization of these assumptions and expectations. Actual outcomes may differ significantly from those expressed or implied in these statements due to external factors beyond the Company's control. The Company assumes no obligation to publicly update, amend, or revise any forward-looking statements in light of new developments.

## Annexure – ‘G’ to the Directors’ Report

# Secretarial Audit Report

For the financial year ended on 31<sup>st</sup> March, 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To

The Members

**Hindcon Chemicals Limited**

62B, Braunfeld Row, 1<sup>st</sup> Floor,  
Kolkata – 700 027.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Hindcon Chemicals Limited** (hereinafter called ‘the Company’) bearing **CIN: L24117WB1998PLC087800**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March, 2025**, has 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:

I have examined the books, papers; minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2025, **to the extent Acts / provisions of the Acts applicable**, 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’), to the extent applicable :-

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Sweat Equity) Regulations, 2021;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**I further report that**, having regards to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis and on representation made by the Company and its officers for compliances under other applicable Acts, laws and Regulations to the Company, the Company in addition to applicable general manufacturing laws has complied with the following law specifically applicable to the Company :-

- i. Manufacture, Storage, Import of Hazardous Chemicals Rules, 1989

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the National Stock Exchange Ltd.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

**I further report that -**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including a Woman Director. No changes in the composition of the Board of Directors took place during the period under review. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the

agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

None of the Directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

**I 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.

**I further report that** during the audit period the Company has no reportable specific events, actions having a major bearing on the Company's affairs in pursuance of the laws, regulations, guidelines, standards, etc. referred to above.

Place: Kolkata  
Date: 08.08.2025

**Sd/-**  
**Santosh Kumar Tibrewalla**  
Practicing Company Secretary  
Membership No.: 3811  
Certificate of Practice No.: 3982  
PR No.: 1346/2021  
UDIN: F003811G000923334

## Annexure – ‘H’ to the Directors’ Report

## Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

## 1. Details of contracts or arrangements or transactions not at arm's length basis:

a.	Name(s) of the related party and nature of relationship	Mr. Sanjay Goenka, Chairman & Managing Director and Ms. Nilima Goenka, Whole Time Director.
b.	Nature of contracts/arrangements /transactions	Rent Agreement with the related parties.
c.	Duration of the contracts / arrangements/transactions	60 Months w.e.f. 1 <sup>st</sup> April, 2020.
d.	Salient terms of the contracts or arrangements or transactions including the value, if any:	As per the Rent Agreements between both parties. Total rent paid / payable ₹25,000/- per month to both the related parties.
e.	Justification for entering into such contracts or arrangements or transactions	To maintain registered office of the Company.
f.	Date(s) of approval by the Board	8 <sup>th</sup> February, 2020
g.	Amount paid as advances, if any	N. A.
h.	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	N. A.

## 2. Details of material contracts or arrangement or transactions at arm's length basis:

a.	Name(s) of the related party and	1. Bengal Silicates & Chemicals Private Limited– Mr. Sanjay Goenka is Director and also a shareholder holding 33% of the shares of the Company.
b.	Nature of contracts/arrangements/	Sale of Goods.
c.	Duration of the contracts / arrangements/transactions	No specific Contract executed
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	No specific contract executed. Goods are sold at the prevailing market price.
e.	Date(s) of approval by the Board, if any	Not Applicable.
f.	Amount paid as advances, if any	Nil

On behalf of the Board of Directors  
For **Hindcon Chemicals Limited**

**Registered Office:**  
62B, Braunfeld Row  
Kolkata – 700 027  
Date: 08.08.2025

**sd/-**  
**Sanjay Goenka**  
Chairman & Managing Director  
DIN: 00848190

**sd/-**  
**Nilima Goenka**  
Whole time Director  
DIN: 00848225

### Annexure –‘I’ to the Directors’ Report

## Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (appointment and remuneration of managerial personnel) Rules, 2014

- i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2024-25 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25 are as under:

Sl. No.	Name of Director/ KMP and Designation	Remuneration of Director / KMP for financial year 2024-25 (₹ in lakhs)	% increase/ decrease in Remuneration in the financial year 2024-25	Ratio of remuneration of each Director/ to median remuneration of employees
1	Mr. Sanjay Goenka Chairman & Mg. Director	87.00	-	54.29:1
2	Ms.Nilima Goenka Whole Time Director	36.00	-	22.46:1
3	Mr. Ramsanatan Banerjee Whole-time Director	10.60	3.92	6.61:1
4	Mr.Kashi Nath Dey Chief Financial Officer	6.66	6.56	4.15:1
5	*Ms. Ankita Banerjee Company Secretary	2.25	-	1.87:1***
6	**Mrs. Swati Agarwal Company Secretary	-	-	-

\*Resigned w.e.f. 01.01.2025

\*\*Appointed w.e.f. 31.03.2025

\*\*\*calculated on yearly basis

#### Notes:

- No other Director other than the Managing Director and Whole-time Director received any remuneration during the financial year 2024-25.
- The median remuneration of employees of the Company during the financial year was ₹1,60,250/- compared to the previous year of ₹12,400/-.
- In the financial year 2024-25, there was an increase of **1192.34%** in the median remuneration of employees;
- There were **124** permanent employees on the rolls of Company as on March 31, 2025;
- It is hereby affirmed that the remuneration paid during the year ended 31<sup>st</sup> March, 2025 is as per the Remuneration Policy of the Company.



**Statement pursuant to Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

**A. LIST OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN :**

Sl. No.	Name of the Employees	Designation of the employee	Remuneration drawn during the financial year 2024-25 (₹ in lakhs)	Nature of employment, whether contractual or otherwise	Qualifications and experience	Date of commencement of employment	Age	Last employment held before joining the Company	% of equity shares held in the Company	Whether relative of any Director or Manager of the Company and if so, name of such Director or Manager
1.	Debasis De	Chief Marketing Manager	15.50	Permanent	<u>B.SC</u>	01.08.2019	48 years	NA	0.00	NO
2	Dilip Kumar Sahoo	Factory Manager	8.70	Permanent	B.COM	01.12.2002	49 years	NA	0.00	NO
3	Bijaya Kumar Sahoo	Asst. Manager- Production & QC	8.06	Permanent	<u>B.SC</u>	01.12.2002	45 years	NA	0.00	NO
4	Sanath Bhattacharya	Office Executive	5.94	Permanent	<u>B.SC</u>	01.06.2012	59 years	NA	0.00	NO
5	Kashi Nath Dey	Chief Financial Officer	6.66	Permanent	B.COM	01.05.2006	49 years	NA	0.00	NO
6	Sourav Dutta	HR Manager	6.27	Permanent	<u>B.SC</u>	01.02.2023	43 years	NA	0.00	NO
7	Subhabrata Roy	Manager Business Development	7.20	Permanent	<u>B.SC</u>	01.08.2023	57 years	NA	0.00	NO
8	Rajat Das	Retail Manager	5.27	Permanent	B.COM	02.03.2023	47 years	NA	0.00	NO
9	Vansh Goenka	President	23.60	Permanent	B.COM	09.02.2023	22 years	NA	5.65	YES – Son of Mr. Sanjay Goenka (Chairman & Mg. Director AND Mrs. Nilima Goenka, Whole-time Director)
10	Biswanath Talukder	AGM Sales	10.50	Permanent	<u>B.SC</u>	08.01.2024	58 years	NA	NO	NO

**B. List of employees drawing a remuneration not less than ₹102.00 lakhs per annum or ₹8.50 lakhs per month, if employed for part of the year :**

No employee in the Company has drawn remuneration falling under this category.

- C.** There is no employee in employment throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Executive Chairman or Manager and holds by himself or along with his spouse and dependent children, not less than two per cent of the equity shares of the Company.
- D.** There is no employee posted and working outside India not being directors or their relatives, drawing more than sixty lakhs rupees per financial year or five lakhs rupees per month.

On behalf of the Board of Directors  
For **Hindcon Chemicals Limited**

**Registered Office:**

62B, Braunfeld Row  
Kolkata – 700 027  
Date:08.08.2025

**sd/-**

**Sanjay Goenka**

Chairman & Managing Director

DIN: 00848190

**sd/-**

**Nilima Goenka**

Whole time Director

DIN: 00848225

## Annexure –'J' to the Directors' Report

## Annual Report on Corporate Social Responsibility (CSR) Activities

## 1. Brief outline on CSR Policy of the Company

**Policy of the Company:**

Corporate Social Responsibility (CSR) is the contribution from the Corporate towards Social and Economic development of Society. CSR integrates Organization, Society and Planet. CSR policy should ensure activities which may include sustainable development by skill enhancement, sustainable environment, promotion to gender equality, prevention of health care and sanitation, care for senior citizens and differently able persons, promoting education, etc.

The policy lays down the guidelines and mechanism for undertaking socially useful programmes for welfare & sustainable development of the community at large along with the Company's philosophy for delineating its responsibility as a corporate citizen. The Company had proposed to undertake the activities relating to social welfare, which includes activities eradicating poverty and malnutrition, providing safe drinking water and other social welfare. Our Corporate Social Responsibility (CSR) initiatives insure we never lose sight of what we are and what our obligations are to the communities where we operate.

The CSR policy functions as a built-in, self-regulating mechanism whereby a business monitors and ensures its active compliance with the spirit of the law, ethical standards, and international norms.

The Company on recommendation of its CSR Committee has laid down a "Corporate Social Responsibility (CSR) Policy", in concurrence with the provisions specified in the Companies Act, 2013 and Rules made thereunder and the same has been uploaded to the website of the Company at [www.hindcon.com](http://www.hindcon.com).

## 2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Sanjay Goenka	Chairman- Managing Director	2	2
2.	Mr. Binay Kumar Agarwal	Member-Independent Director	2	2
3.	Mrs. Nilima Goenka	Member-Whole Time Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company at its weblink at : <https://hindcon.com/wp-content/uploads/2021/06/CSR-Policy.pdf>
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: **Not Applicable**
5. (a) Average net profit of the company as per sub-section (5) of section 135: **₹687.48 Lakhs**  
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135: **₹13.75 Lakhs**  
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: **0.78 lakh**  
 (d) Amount required to be set-off for the financial year, if any: **0.78 lakhs**  
 (e) Total CSR obligation for the financial year : **₹12.97 Lakhs**

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **An amount of ₹14.51 Lakhs was spent for the fy 2024-25 against ongoing projects**

1	2	3	4	5	6	7	8
Sl. No	Name of Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of Project	Amount Spent for the project (In Lakhs)	Mode of Implementation -Direct (Yes/No)	Mode of Implementation through implementing agency
				State/ District			Name      CSR Registration Number
1.	Education	Promoting education, including special education	Yes	West Bengal	0.14	No	Shree Goenka Kalyan Trust CSR00029879
			Yes	West Bengal	8.52	No	Hindcon Foundation CSR00062367
				<b>Sub-Total</b>	<b>8.66</b>		
2.	Animal Welfare	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare	Yes	West Bengal	3.25	No	Hindcon Foundation CSR00062367
				<b>Sub-Total</b>	<b>3.25</b>		
3.	Healthcare	Promoting Health Care including preventive healthcare and sanitization	Yes	West Bengal	1.61	No	Hindcon Foundation CSR00062367
			Yes	West Bengal	0.08	Yes	Direct
			Yes	West Bengal	0.08	Yes	Direct
				<b>Sub-Total</b>	<b>1.77</b>		
4.	Rural Development Project	Eradicating Hunger/ Poverty group	Yes	West Bengal	0.04	Yes	Direct
			Yes	West Bengal	0.03	Yes	Direct
			Yes	West Bengal	0.15	Yes	Direct
			Yes	West Bengal	0.03	Yes	Direct
			Yes	West Bengal	0.58	No	Hindcon Foundation CSR00062367
				<b>Sub-Total</b>	<b>0.83</b>		
				<b>Total</b>	<b>14.51</b>		

- (b) Amount spent in Administrative Overheads: **No amount was spent in administrative overheads.**

- (c) Amount spent on Impact Assessment, if applicable: **Not Applicable**

- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: **₹14.51 Lakhs**

- (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
₹14.51 Lakhs	NA	NA	NA	NA	NA

(vi) Excess amount for set-off, if any: **NA**

Sl. No.	Particular	Amount (₹ in lakhs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	13.75
(ii)	Total amount spent for the Financial Year	14.51
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	0.76
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	0.78
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	1.54

## 7. Details of Un-spent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	FY-1	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2	FY-2	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3	FY-3	Nil	Nil	Nil	Nil	Nil	Nil	Nil

## 8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin Code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address

Nil

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

## 9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5):

sd/-

**Sanjay Goenka**  
Mg. Director & Chairman CSR Committee



## Annexure – ‘K’ to the Directors’ Report

### Form AOC-1

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

**Statement containing salient features of the financial statement of Subsidiaries or Associate Companies or Joint Ventures**

#### PART A: SUBSIDIARIES

**The Company has 1 (One) Subsidiary Company and majority stake in LLP as on 31<sup>st</sup> March, 2025.**

Sl. No.	Particulars		
1.	Name of Subsidiary Company	Hindcon Solutions Private Limited	Hindcon Speciality Chemicals LLP
2.	Latest audited Balance Sheet Date		
	31.03.2025	31.03.2025	
3.	The date since when subsidiary was acquired	31 <sup>st</sup> March, 2011	14.02.2025
4.	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	April 1, 2024 to March 31, 2025	April 1, 2024 to March 31, 2025
5.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Rupees	Rupees
6.	Share Capital	₹40,35,000/-	-
7.	Reserves and Surplus	₹7,21,60,720/-	₹35,000/-
8.	Total Assets	₹7,88,69,008/-	₹1,00,000/-
9.	Total Liabilities	₹7,88,69,008/-	₹1,00,000/-
10.	Investments	₹7,23,83,044/-	NIL
11.	Turnover	₹21,73,457/-	NIL
12.	Profit before Taxation	₹15,90,366/-	(-) ₹65,000/-
13.	Provision for Taxation	₹11,905/-	NIL
14.	Profit after Taxation	₹15,78,461/-	(-) ₹65,000/-
15.	Proposed Dividend	NIL	NIL
16.	Extent of shareholding (in percentage)	97.52%	51%

#### Other information:

- Names of subsidiaries which are yet to commence operations - Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year - Not Applicable

#### PART B: ASSOCIATES AND JOINT VENTURES

The Company has no Associate Companies and Joint Ventures as on 31<sup>st</sup> March, 2025.

#### Other Information:

- Names of associates or joint ventures which are yet to commence operations - Not Applicable
- Names of associates or joint ventures which have been liquidated or sold during the year - Not Applicable

On behalf of the Board of Directors  
For **Hindcon Chemicals Limited**

**sd/-**  
**Sanjay Goenka**  
Chairman & Managing Director  
DIN: 00848190

**sd/-**  
**Nilima Goenka**  
Whole time Director  
DIN: 00848225

**Registered Office:**  
62B, Braunfeld Row  
Kolkata – 700 027  
Date: 08.08.2025

**sd/-**  
**Kashi Nath Dey**  
Chief Financial Officer

**sd/-**  
**Ankita Banerjee**  
Company Secretary

---

# Financial Section

---

# Independent Auditors' Report

To  
The Members of  
**Hindcon Chemicals Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

I have audited the accompanying standalone financial statements of **Hindcon Chemicals Limited** ("the Company"), which comprise the Balance Sheet as at **March 31, 2025**, the Standalone Statement of Profit and Loss (Including Other Comprehensive Income), the statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at March 31, 2025, its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

I conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. My responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of my report. I am independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants (ICAI) of India together with the ethical requirements that are relevant to my audit of the standalone financial statements under the provisions of the Act and the Rules there under, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the standalone financial statements.

### Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the standalone financial statements of the current period. These matters were addressed in the context of my audit of the standalone financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have determined that there are no key audit matters to communicate in my report.

### Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements, the Standalone financial statements and my auditor's report thereon.

My opinion on the Standalone financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the Standalone financial statements, my responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Standalone financial statements or my knowledge obtained during the course of my audit or otherwise appears to be materially misstated.

If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I am required to report that fact. I have nothing to report in this regard.

### Responsibility of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other

comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India and the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with the governance are also responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibility for the Audit of the Standalone Financial Statements

My 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 my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with Standards on Auditing, I exercise professional judgment and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to the Standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. I consider quantitative materiality and qualitative factors in (i) planning the scope of my audit work and in evaluating the results of my work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I 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. I describe these matters in my auditor's report unless law or

regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section 11 of section 143 of the Act, I give in the Annexure – 'A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, I report that:
  - » I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit;
  - » In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
  - » The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - » In my opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
  - » On the basis of the written representations received from the directors as on March 31, 2025, 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.
  - » With respect to the adequacy of the internal financial controls with reference to standalone financial statement of the Company and the operating effectiveness of such controls, refer to my separate report in Annexure – 'B'; My report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
  - » With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended :

In my opinion and to the best of my information and according to the explanations given to me, the remuneration paid by the Company to its directors for the year ended March 31, 2025 is in accordance with the

provisions of section 197 read with Schedule V to the Act, and

- » With respect to 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 my opinion and to the best of my information and according to the explanations given to me:
  - (i) The Company has disclosed the impact of pending litigations on its financial position in its Standalone financial statements – Refer Note 37 to the Standalone financial statements.
  - (ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - (iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity (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 to or on behalf of the Ultimate Beneficiaries.
  - (b) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the 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 to or on behalf of the Ultimate Beneficiaries.
  - (c) Based on my audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to my



notice that has caused us to believe that the representation under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- (v) (a) The dividend paid by the Company during the year in respect of dividend declared for the previous year is in accordance with section 123 of the Companies Act, 2013 to the extent it applies to payment of dividend.
- (b) The Board of Directors of the Company has not proposed any dividend for the year.
- (vi) Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same operated throughout the year for all relevant transactions recorded in the respective software :
  - a. The feature of recording audit trail (edit log) facility is not available at the database level to log any direct data changes for the accounting software used for maintaining the

books of accounts relating to general ledger and inventory.

- b. The feature of recording audit trail (edit log) facility provide the details of the modification done in the books of accounts at the application level.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the accounting software, I did not come across any instance of the audit trail feature being tampered with.

The daily back-up of audit trail (edit log) in respect of its accounting software for maintenance of accounting records is not preserved by the Company as the accounting software does not have the facility to generate the report of audit trail.

Kolkata  
May 30, 2025.

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

## Annexure – ‘A’ to the Independent Auditors’ Report

(Referred to in paragraph 1 under ‘Report on Other Legal and regulatory Requirements’ section my report to the members of Hindcon Chemicals Limited of even date)

- (1) a. The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.
- b. According to the information and explanations given to me and on the basis of my examination of the records of the company, the company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner. In accordance with this programme, certain property, plant and equipment were physically verified during the year. In my opinion, this periodicity of physical verification is reasonable having regard to the size of the company and nature of its fixed assets. No material discrepancies were noticed on such verification.
- c. According to the information and explanations given to me and on the basis of my examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the company is lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the company.
- d. According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has not revalued its property, plant and equipment during the year.
- e. According to the information and explanations given to me and on the basis of my examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (2) a. According to the information and explanations given to me and on the basis of my examination of the records of the Company, the inventory (excluding material in transit) has been physically verified by the management during the year and in my opinion, the frequency of verification is reasonable and procedure and coverage as followed by the management were appropriate. 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.
- b. According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks hence this clause is not applicable to the Company.
- (3) a. The company has made investment by way of Capital investment in a Limited Liability Partnership during the year other than existing investments made in shares. The company has granted unsecured loans to entities during the year in addition to Loan already given. The aggregate of loan given during the year was ₹25,00,000/= and balance outstanding as on 31.03.2025 of such loans & advances was ₹3,80,00,000/=. The Company did not give any guarantee, or provided security to any Company/Firm/ Limited Liability partnership/other party during the year.
- b. In respect of the investments made by the company, the terms and conditions under which such investments were made are not prejudicial to the company’s interest.  
  
Based on the information and explanations furnished to me, in respect of the advances in the nature of loans given by the company, the terms and conditions under which such advances were given are not prejudicial to the Company’s interest.
- c. All the Loans given by the company are repayable on demand and no repayment period is mentioned for these loans.
- d. Based on the information and explanations furnished to me and on the basis of my examination of the records of the Company, all the loans given by the company are repayable on demand. No such loans were renewed or extended and no fresh loans were granted during the year to settle the old loan.

- e. Based on the information and explanations furnished to me and on the basis of my examination of the records of the Company, loans granted by the company which are repayable on demand or for which the terms or period of repayment has not been specified are given below:

Particulars	All Parties	Promoters	Related Parties
Aggregate amount of loan/advances in the nature of loans			
- Repayable on demand (A)	3,80,00,000.00	0.00	0.00
- Agreement does not specify any terms or period of repayment (B)	0.00	0.00	0.00
Total (A + B)	3,80,00,000.00	0.00	0.00
% of loans/advances in the nature of loan to the total loans	100%	0%	0%

- (4) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, with respect to the loans and investments made, guarantees and security provided by it, as applicable.
- (5) Based on my scrutiny of the company's records and according to the information and explanations provided by the management, the company has not accepted deposits from public within the meaning of Section 73 to 76 of the Companies Act, 2013 read with Rule 2(b) of the Companies (Acceptance of Deposit's) Rules, 2014 (as amended) during the year. Accordingly, provision of clause 3(v) of the Order are not applicable.
- (6) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (7) According to the information and explanations given to me and on the basis of my examination of the records of the Company:
- a) According to the books and records of the company produced to me, the Company is regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employee's state insurance, income tax, wealth tax, sales tax, value added tax, GST, custom duty, excise duty, cess and other statutory dues as applicable. According to the information and explanations given to me and upon my enquiries in this regard, no undisputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Value Added Tax, GST, customs duty and excise duty were outstanding as at March 31, 2025 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to me and on the basis of my examination of the records of the Company and upon my enquiries in this regard, the details of disputed statutory dues including provident fund, employee's state insurance, service tax, duty of customs, value added tax, Cess, Goods and Services tax and other statutory dues (as applicable to the company) as at 31<sup>st</sup> March, 2025 are as follows :-

Sl. No.	Name of the Statute	Nature of Dues	Amount (₹)	Period to which the amount relates (F. Y.)	Forum where Dispute is pending
1.	Income Tax Act, 1961	Tax	6,107/=	2013-14	CIT (A)
2.	Income Tax Act, 1961	Tax	37,030/=	2017-18	DCIT/CPC

- (8) According to the information and explanations given to me, there are no transactions which were not recorded by the Company in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 that has not been recorded in the books of accounts.
- (9) (a) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (b) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has not taken any term loans during the year.
- (d) According to the information and explanations given to me and on the basis of my examination of the records of the Company, no funds raised on short term basis have been used for long term purposes by the company.

- (e) According to the information and explanations given to me and on an overall examination of the financial statements of the Company, I 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 as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to me and procedures performed by me, I report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- (10) (a) According to the records of the company examined by me and on the basis of information and explanation given to me, the company has not raised any money by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) is not applicable to the Company.
- (b) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) is not applicable.
- (11) (a) According to the information and explanations given to me and as represented by the Management and based on my examination of the books and records of the Company and in accordance with generally accepted auditing practices in India, I report that neither fraud on the company by its officers or employees nor any fraud by the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to me and based on my examination of the books and records of the Company carried out in accordance with 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 the Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.
- (c) According to the information and explanations given to me, no whistle blower complaints were received by the company during the year.
- (12) In my opinion, and to the best of my information and according to the explanations provided by the management, the company is not a nidhi company. Hence, the requirements of clause 3(xii) of the Order do not apply to the company.
- (13) In my opinion and according to the information and explanations given to me, the transactions of the company with the related parties during the year are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable and the details of the related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- (14) (a) In my opinion and according to the information and explanation given to me, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of audit report for the period under audit have been considered by me.
- (15) According to the information and explanations given to me and based on my examination of the records of the Company, the company has not entered into non-cash transactions specified under section 192 of the Act with directors or persons connected with them, during the year and therefore, reporting under 3(xv) of the Order is not applicable to the Company.
- (16) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under 3(xvi) (a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to me and on an overall examination of the financial statements of the Company, the Company has not conducted any Non-Banking Financial/Housing Finance Activities during the year. Accordingly, 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, clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanations given to me during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) of the Order is not applicable to the Company.
- (17) According to the information and explanations given to me and on an overall examination of the financial statements of the Company, the company has not incurred cash losses in the financial year 2024-25 and in the immediately preceding financial year 2023-24.
- (18) There has been no resignation of statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable to the Company.
- (19) According to the information and explanations given to me and on the basis of the financial ratios, ageing and expected dates of realization of assets and payment of liabilities, other information accompanying the financial statements, my knowledge of the Board of Directors and management plans and based on my examination of the evidence supporting the assumptions, nothing has come to my attention, which causes

me 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. I, however, state that this is not an assurance as to the future viability of the Company. I further state that my reporting is based on the facts upto the date of the audit report and I 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.

- (20) There are no unspent amounts towards Corporate Social Responsibility ("CSR") requiring transfer to a Fund specified in Schedule VII to the Companies Act, 2013 in compliance with

second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

- (21) 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.

Kolkata  
May 30, 2025.

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946



## Annexure – ‘B’ to the Independent Auditors’ Report

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

I have audited the internal financial controls over financial reporting of **Hindcon Chemicals Limited** (“the Company”) as of **31<sup>st</sup> March, 2025** in conjunction with my audit of the standalone financial statements of the Company for the year ended on that date.

#### Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control 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 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 Companies Act, 2013.

#### Auditors’ Responsibility

My responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on my audit. I have conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the Company’s internal financial controls system over financial reporting.

#### Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting 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 over financial reporting 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 standalone financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In my opinion and to the best of the information and explanations given to me, the Company has, in all material respects, an adequate

internal financial controls system over financial reporting and such internal financial controls over financial reporting 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Kolkata  
May 30, 2025.

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

# Standalone Balance Sheet

As At 31 March 2025

(₹ in Lacs)

	Note	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant & Equipment	4	711.02	624.88
(b) Financial assets			
(i) Investments	5	46.01	91.98
(ii) Other financial assets	6	469.36	443.52
(c) Deferred tax assets (net)	7	66.24	64.84
(d) Non-Current tax Asset (net)	14	42.34	43.87
(e) Other non-current assets	8	77.82	7.08
<b>Total Non-current assets</b>		<b>1,412.79</b>	<b>1,276.17</b>
<b>(2) Current assets</b>			
(a) Inventories	9	199.32	153.17
(b) Financial assets			
(i) Trade receivables	10	2,161.40	2,224.04
(ii) Cash and cash equivalents	11	606.85	840.52
(iii) Bank balances other than cash and cash equivalents	12	784.50	303.03
(iv) Loans	13	380.00	355.00
(v) Other financial assets	6	39.15	20.32
(c) Current tax asset	14	171.15	219.77
(d) Other assets	8	133.11	136.68
<b>Total Current assets</b>		<b>4,475.48</b>	<b>4,252.53</b>
<b>TOTAL ASSETS</b>		<b>5,888.27</b>	<b>5,528.70</b>
<b>EQUITY AND LIABILITIES</b>			
<b>(3) Equity</b>			
(a) Equity share capital	15	1,023.81	1,023.81
(b) Other equity	16	3,974.30	3,606.72
<b>Total Equity</b>		<b>4,998.11</b>	<b>4,630.53</b>
<b>Liabilities</b>			
<b>(4) Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Other financial liabilities	17	7.25	5.79
(b) Provisions	18	38.26	23.09
<b>Total Non-Current liabilities</b>		<b>45.51</b>	<b>28.88</b>
<b>(5) Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	19	76.54	-
(ii) Trade payables	20		
- Total Outstanding dues of Micro and small enterprises		133.79	8.79
- Total Outstanding dues of creditors other than micro and small enterprises		401.62	530.77
(iii) Other financial liabilities	17	2.44	1.91
(b) Other liabilities	21	86.76	84.50
(c) Provisions	18	-	20.32
(d) Current tax liabilities	22	143.50	223.00
<b>Total Current liabilities</b>		<b>844.65</b>	<b>869.29</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>5,888.27</b>	<b>5,528.70</b>

## Notes Forming part of the Standalone Financial Statements

Note 1-45

As per my report of even date attached

For and on behalf of Board of Directors  
of Hindcon Chemicals Limited

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

Kolkata  
May 30, 2025.

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)

## Standalone Statement of Profit and Loss for the year ended 31 March 2025

(₹ in Lacs)

Particulars	Note	Year ended 31 March 2025	Year ended 31 March 2024
<b>I</b> Revenue from operations	23	5,658.68	6,167.01
<b>II</b> Other income	24	196.06	175.40
<b>III Total income (I + II)</b>		<b>5,854.74</b>	<b>6,342.41</b>
<b>IV Expenses</b>			
a) Cost of materials consumed	25	3,557.04	3,201.60
b) Purchase of stock-in-trade	26	439.71	1,153.90
c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	27	-0.57	5.67
d) Employee benefits expense	28	553.61	493.93
e) Finance costs	29	7.72	7.56
f) Depreciation and amortisation expenses	4	81.98	35.38
g) Other expenses	30	679.60	596.63
<b>Total expenses (IV)</b>		<b>5,319.09</b>	<b>5,494.67</b>
<b>V Profit before tax (III-IV)</b>		535.65	847.74
<b>VI Tax expense:</b>			
Current tax		144.19	223.06
Deferred tax		-4.64	-13.72
<b>Total Tax Expense</b>		<b>139.55</b>	<b>209.34</b>
<b>VII Profit for the year (V-VI)</b>		<b>396.10</b>	<b>638.40</b>
<b>VIII Other comprehensive income/(loss)</b>			
<b>A. Items that will not be reclassified subsequently to profit and loss</b>			
(a) Remeasurements gain/(loss) on post-employment defined benefit plans		16.45	-6.83
(b) Fair value changes of Investments in Equity Shares		9.45	41.59
<b>B. Income taxes on items that will not be reclassified to profit and loss</b>		-3.24	-10.37
<b>Total other comprehensive income/(loss)</b>		<b>22.66</b>	<b>24.39</b>
<b>IX. Total comprehensive income for the year (VII+VIII)</b>		<b>418.76</b>	<b>662.79</b>
<b>X. Earnings per Share (Face Value ₹2 each)</b>			
- Basic (₹)	32	<b>0.77</b>	<b>1.25</b>
- Diluted (₹)	32	<b>0.77</b>	<b>1.25</b>

### Notes Forming part of the Standalone Financial Statements

Note 1-45

As per my report of even date attached

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

Kolkata  
May 30, 2025.

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)

## Standalone Statement of Changes in Equity for the year ended 31 March 2025

### A. Equity Share Capital

(₹ in Lacs)

Particulars	Amount
Balance as at 1 April 2023	1,023.81
Changes in equity share capital during 2023-24	-
Balance as at 31 March 2024	1,023.81
Changes in equity share capital during 2024-25	-
Balance as at 31 March 2025	1,023.81

### B. Other Equity

Particulars	Reserves & Surplus		Other Comprehensive Income	Total
	Securities Premium	Retained earnings	Equity Instruments through Other Comprehensive Income	
Balance at 1 April 2023	635.02	2,382.37	-22.27	2,995.12
Profit or Loss	-	638.40	-	638.40
Other comprehensive income (net of tax)	-	-5.11	29.50	24.39
<b>Total comprehensive income</b>	<b>-</b>	<b>633.29</b>	<b>29.50</b>	<b>662.79</b>
Dividend	-	-51.19	-	-51.19
Reclassification Adjustment for Profit on Sale of Equity Shares	-	14.71	-14.71	-
<b>Balance at 31 March 2024</b>	<b>635.02</b>	<b>2,979.18</b>	<b>-7.48</b>	<b>3,606.72</b>
Profit or Loss	-	396.10	-	396.10
Other comprehensive income (net of tax)	-	11.63	11.03	22.66
<b>Total comprehensive income</b>	<b>-</b>	<b>407.73</b>	<b>11.03</b>	<b>418.76</b>
Dividend	-	-51.18	-	-51.18
Reclassification Adjustment for Profit on Sale of Equity Shares	-	30.17	-30.17	-
<b>Balance at 31 March 2025</b>	<b>635.02</b>	<b>3,365.90</b>	<b>-26.62</b>	<b>3,974.30</b>

(i) Dividend paid during the year ended March 31, 2025 for the Financial Year 2023-24 (Final Dividend) is ₹0.10 per equity share of face value ₹2 each fully paid up (March 31, 2024: For the Financial Year 2023-24 Interim Dividend of ₹0.50 per equity share of face value ₹10 each fully paid up)

(ii) The Board of Directors of the Company have not proposed any Final Dividend for the Financial Year 2024-25.

### C. Notes Forming part of the Standalone Financial Statements

Note 1-45

As per my report of even date attached

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

Kolkata  
May 30, 2025.

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)

## Standalone Statement of Cash Flow for the year ended 31 March 2025

(₹ in Lacs)

Particulars	Year Ended March 31, 2025		Year Ended March 31, 2024	
	Amount	Amount	Amount	Amount
<b>A. Cash Flows from Operating Activities</b>				
Profit before tax		535.65		847.74
Adjustment for:				
Depreciation	81.98		35.38	
Interest expense	7.72		7.56	
Provision for Bad Debts	13.96		43.99	
Sundry Balances Written off	0.02		-	
Share of Loss from LLP	0.33		-	
Profit on Sale of Property, Plant & Equipments	-3.44		-	
Dividend Income	-15.75		-16.14	
Provision for Gratuity	13.03		13.48	
Interest Income	-172.30	-74.45	-134.90	-50.63
<b>Operating cash flows before working capital changes</b>		<b>461.20</b>		<b>797.11</b>
Working capital adjustments:				
(Increase)/Decrease in Inventories	-46.15		178.90	
(Increase)/Decrease in Trade Receivables	48.68		349.98	
(Increase)/Decrease in Financial & Other Assets	-0.88		-462.36	
Increase/(Decrease) in Trade Payables	-4.15		-201.15	
(Increase)/Decrease in Financial and Other Liabilities	1.69	-0.81	56.37	-78.26
<b>Cash generated from Operating Activities</b>		<b>460.39</b>		<b>718.85</b>
Income tax paid (net)		-173.54		-224.32
<b>Net Cash generated from /(used in) Operating Activities (A)</b>		<b>286.85</b>		<b>494.53</b>
<b>B. Cash Flows from Investing Activities</b>				
Purchase of Property, plant & equipment including CWIP	-234.50		-364.04	
Sale of Investments (Nett)	55.42		39.86	
(Increase)/Decrease in Loans	-25.00		-45.00	
(Increase)/Decrease in Other Bank balances	-503.79		-31.73	
Dividend Income	15.75		16.15	
Interest Income	153.43		144.37	
<b>Net Cash generated from /(used in) Investing Activities (B)</b>		<b>-538.69</b>		<b>-240.39</b>



## Standalone Statement of Cash Flow for the year ended 31 March 2025

(₹ in Lacs)

Particulars	Year Ended March 31, 2025		Year Ended March 31, 2024	
	Amount	Amount	Amount	Amount
<b>C. Cash Flow from Financing Activities</b>				
Increase/ (Decrease) in Short-term Borrowings	76.54		-98.15	
Dividend paid	-50.67		-51.13	
Interest Paid	-7.70		-6.64	
<b>Net Cash generated from /(used in) Financing Activities (C)</b>		<b>18.17</b>		<b>-155.92</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A + B + C)</b>		<b>-233.67</b>		<b>98.22</b>
<b>Opening Cash and Cash Equivalents</b>		<b>840.52</b>		<b>742.30</b>
<b>Closing Cash and Cash Equivalents (Refer Note No. 11)</b>		<b>606.85</b>		<b>840.52</b>

### Note :

- The above Statement of Cash Flow has been prepared under the "Indirect method" as set out in Ind AS - 7, 'Statement of Cash Flows'.
- Figures in (-) indicate cash outflow.
- Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

### Notes Forming part of the Standalone Financial Statements

As per my report of even date attached

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

Kolkata  
May 30, 2025.

Note 1-45

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

**Sd/-**  
**(Nilima Goenka)**  
(Whole Time Director)  
(DIN : 00848225)

**Sd/-**  
**(Ankita Banerjee)**  
(Company Secretary)

**Sd/-**  
**(Sanjay Goenka)**  
(Chairman and Managing Director)  
(DIN : 00848190)

**Sd/-**  
**(Kashinath Dey)**  
(Chief Financial Officer)

# Notes to the Standalone Financial Statements for the year ended 31 March 2025

## 1 Company Overview

Hindcon Chemicals Limited (the "Company") is a public limited company incorporated in India on 25.08.1998 vide CIN No. L24117WB1998PLC087800. The shares of the Company are listed on the National Stock Exchange of India Ltd. The Company is primarily engaged in the business of manufacturing & sale of Sodium Silicate & construction chemicals. The Manufacturing units of the Company is located in Howrah and Munshirhat, West Bengal.

## 2 Basis of Preparation

### 2.1 Statement of Compliance

These Standalone Financial Statements have been prepared in accordance with the Indian Accounting Standards (Ind AS), under the historical cost convention on accrual basis, except for certain financial instruments which are measured at Fair values, as prescribed by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the Act), read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Standalone Financial Statements have been prepared on accrual and going concern basis.

As the year end figures are taken from the source and rounded off to the nearest digits, the figures reported for the previous quarters might not always add up to the year end figures reposted in this statement.

### 2.2 Functional and presentation currency

The financial statements have been presented in Indian Rupees (₹) which is also the Company's presentation currency. All financial information presented in ` has been rounded off to the nearest lacs as per the requirements of Schedule III, unless otherwise stated.

### 2.3 Basis of measurement

The financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

- (i) Certain financial assets and financial liabilities measured at fair value;
- (ii) Employee's defined benefit plan as per actuarial valuation.

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

### 2.4 Use of judgments and estimates

The preparation of the Standalone Financial Statements in conformity with Ind AS required the management to make estimates, assumptions and judgements. These estimates, judgement and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the Standalone financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates, which involve complex and subjective judgements and the use of assumptions in these financial statements, have been disclosed in Note 2.5. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates and judgements are reflected in the financial statements in the period in which change are made and, if material, their effects are disclosed in the notes to the Standalone financial statements.

### 2.5 Critical accounting estimates and judgements

Preparation of the Standalone Financial Statements require the use of accounting estimates, judgements and assumptions which by definition will seldom equal the actual results. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the Standalone Financial Statements in the

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

period in which changes are made and, if material, their effects are disclosed in the notes to the Standalone Financial Statements. This note provides an overview of the areas that involve a higher degree of judgement or complexity and of items that are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item of Standalone Financial Statements.

The areas involving critical estimates or judgements are :

- i) Estimation of useful life of tangible assets : Note 3.1
- ii) Estimation of credit losses on trade receivables : Note 3.3
- iii) Fair value measurement : Note 3.3
- iv) Estimation of defined benefit obligations : Note 3.6
- v) Estimation of claims/liabilities : Note 3.7
- vi) Estimation of Income Tax : Note 3.10

### 2.6 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### 2.7 Operating Cycle

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

The asset/liability is classified as current if it satisfies any of the following conditions :

- a) The asset/liability is expected to be realised/settled in the Company's normal operating cycle;
- b) The asset is intended for sale or consumption;
- c) The asset/liability is held primarily for the purpose of trading;
- d) The asset/liability is expected to be realized/settled within twelve months after the reporting period;
- e) the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date
- f) In case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

The Company classifies all other assets and liabilities as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as 12 months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

### 2.8 New Standards/Amendments notified but not yet effective

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 not notified any other new standards or amendments to the existing standards applicable to the Company.

## 3 Significant Accounting Policies

### 3.1 Property, Plant and Equipment

#### i. Recognition and measurement

Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any). Freehold Land is carried at Historical cost.

Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

#### ii. Subsequent expenditure

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred 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 derecognized when replaced.

Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any unamortized part of the previously recognized expenses of similar nature is derecognized.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as Capital Advances under other non-current assets.

#### iii. Depreciation and amortisation

Depreciation is provided on written down method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.

Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed off).

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

The estimated useful lives used for computation of depreciation are as follows;

1) Building, Factory Shed & office premises	-	30 years
2) Computer and data Processing Units	-	3 to 6 years
3) Office Equipments	-	5 to 15 years
4) Furniture and fixtures	-	10 years
5) Plant & Machinery	-	15 years
6) Vehicles	-	8 to 10 years
7) Electrical Installations	-	10 years
8) Laboratory Equipments	-	10 years

### iv. Disposal of Assets

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

### v. Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

## 3.2 Investment in Subsidiary and entities where controlling interest is acquired

Investment in subsidiaries and entities where controlling interest is acquired are recognised at cost and not adjusted to fair value at the end of each reporting period. Cost represents amount paid for acquisition of the said investments. Loan and other similar arrangements with subsidiaries and entities where controlling interest is acquired, which are probable to be settled for a fixed number of equity share of the borrower for a fixed price are classified as equity investment.

The Company assesses at the end of each reporting period, if there are any indications that the said investments may be impaired. If so, the Company estimates the recoverable value/amount of the investment and provides for impairment, if any i.e. the deficit in the recoverable value over cost.

## 3.3 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.

### i. Financial Assets

#### Initial recognition and measurement

All financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instruments. A financial asset is initially measured at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

#### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Measured at Amortised cost
- Measured at Fair value through other comprehensive income (FVTOCI)
- Measured Fair value through profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### Financial assets measured at amortised cost

A debt instrument is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The effective interest rate (EIR) amortisation is included in finance income in the profit or loss.

### Financial assets measured at FVTOCI

A debt instrument is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the Statement of Profit and Loss in investment income.

### Financial assets measured at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as amortized cost or as FVTOCI, is classified as FVTPL. In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

### Other equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the Company may make 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. In case the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

The Company accounts for its investments in subsidiaries, associates and joint ventures at cost less accumulated impairment, if any.

### Derecognition

The Company derecognizes a financial asset on trade date only 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 entity.

### Impairment of Financial Assets

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and/ or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

## ii. Financial Liability

### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.



## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in following categories:

- Financial liabilities measured through profit or loss (FVTPL)
- Financial liabilities measured at amortised cost

### Financial liabilities measured through FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

### Financial liabilities measured at amortised cost

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and any gain or loss on derecognition are recognised in profit or loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments.

### Derecognition

A financial liability (or a part of a financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

### iii. Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counterparty.

## 3.4 Inventories

Inventories are valued at Cost or Net Realizable Value, whichever is lower. Costs incurred in bringing each product to its present location and condition are as follows:

**Raw materials, consumables, and packing materials:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

**Work-in-progress and Finished goods:** Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Assessment of net realisable value is made at each subsequent reporting date. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the amount of the write-down is reversed.

## 3.5 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).

An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 3.6 Employee Benefits

#### i) Short Term Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

#### ii) Post-Employment Benefits

The Company operates the following post-employment schemes:

##### Defined Benefit Plans

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

Remeasurement of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the Statement of Profit and Loss.

##### Defined Contribution Plan

Defined contribution plans such as provident fund, ESI etc. are charged to the Statement of Profit and Loss as and when incurred.

### 3.7 Provisions, Contingent Liabilities and Contingent Assets

#### i) Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

#### ii) Onerous Contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

#### iii) Contingent Liabilities

Contingent liability is a possible obligation arising from past events and 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 or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in other Notes to Financial Statements.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### iv) **Contingent Assets**

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

### 3.8 **Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

#### a) **Sale of Goods**

Sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are taken into account.

#### b) **Sale of Services**

In contracts involving the rendering of services, revenue is measured using the completed service method.

#### c) **Other Operating Revenue**

Export incentive and subsidies are recognized when there is reasonable assurance that the Company will comply with the conditions and the incentive will be received. Insurance & other claims, where quantum of accruals cannot be ascertained with reasonable certainty are recognized as income only when revenue is virtually certain which generally coincides with receipt/ acceptance.

#### d) **Interest Income**

For all financial instruments measured at amortized cost, Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset.

#### e) **Dividend Income**

Dividend Income from investments is recognized when the Company's right to receive payment has been established.

#### f) **Contract Balances**

##### i) **Contract Assets**

A contract assets is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

##### ii) **Contract Liabilities**

A contract liability is the obligation to transfer services to a customer for which the Company has received consideration from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue the Company performs under the contract.

### 3.9 **Leases**

The Company assesses whether a contract is or contains a lease at inception of the contract. 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 assesses whether

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

- i) the contract involves the use of an identified asset,
- ii) the Company has substantially all of the economic benefits from the use of the asset through the period of the lease and
- iii) the Company has the right to direct the use of the asset."

### Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. 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. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 36 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

### 3.10 Income Tax

Income tax expense comprises of current and deferred tax. Current tax and deferred tax is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

#### i. Current Tax

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

#### ii. Deferred Tax

Deferred Income Tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities, and their carrying amounts in the financial statements. Deferred income tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. These are expected to apply in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expenses in the period that includes the enactment or the substantive enactment date.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

A Deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred income tax asset is reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets deferred tax assets and deferred tax liabilities when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balance relate to the same taxation authority. Current tax assets and liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis or to realise the asset and and settle the liability simultaneously.

### 3.11 Borrowing Costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs also include exchange difference to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. The Company considers a period of 12 months or more as a substantial period of time. All other borrowing costs are recognised as an expense in the period in which they are incurred.

### 3.12 Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### 3.13 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

### 3.14 Foreign Currency Transactions

The financial statements of the Company are presented in Indian Rupees (₹) which is the functional currency of the Company and the presentation currency of the financial statements.

Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in Statement of Profit and Loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

Non-monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

### 3.15 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 3.16 Trade Receivables

Trade receivables are recognised at the amount of transaction price (net of variable consideration) when the right to consideration becomes unconditional. These assets are held at amortised cost, using the effective interest rate (EIR) method where applicable, less provision for impairment based on expected credit loss.

### 3.17 Trade and Other Payables

These amount represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### 3.18 Dividend

Interim dividend declared to equity shareholders, if any, is recognised as liability in the period in which the said dividend is declared by the Board of Directors. Final dividend declared, if any, is recognised in the period in which the said dividend is approved by the Shareholders. Dividend payable is recognised directly in other equity.



#### 4. Property, Plant and Equipment

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2025 were as follows:

Particulars	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount
	As At 1 <sup>st</sup> April 2024	Additions/ Adjustments	Deductions/ Adjustments	As At 1 <sup>st</sup> April 2024	For the Year	Deductions/ Adjustments	
Owned Assets							As At 31 March 2025
	Freehold Land	133.86	-	-	-	-	133.86
	Building	61.38	26.56	-	10.62	4.96	72.36
	Factory Shed	270.45	25.78	-	21.08	23.85	251.30
	Office	18.18	-	-	13.90	0.40	3.88
	Furniture & Fixtures	9.83	-	-	4.81	1.28	3.74
	Plant & Machinery	207.76	92.50	-	78.57	28.14	193.55
	Motor Car	73.67	22.48	-10.75	42.63	15.71	36.15
	Motor Cycle	3.27	-	-	1.46	0.45	1.36
	Electrical Installations	11.72	0.59	-	6.73	1.36	4.22
	Laboratory Equipments	7.14	0.85	-	1.91	1.49	4.59
	Office Equipments	21.17	0.37	-	16.36	1.58	3.60
Computer & Accessories	14.75	0.65	-	10.32	2.74	2.34	
Fire Safety Equipments	0.39	-	-	0.30	0.02	0.07	
Total	833.57	169.78	-10.75	208.69	81.98	-9.09	711.02

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2024 were as follows:

Particulars	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount
	As At 1 <sup>st</sup> April 2023	Additions/ Adjustments	Deductions/ Adjustments	As At 31 March 2024	For the Year	Deductions/ Adjustments	
<b>Owned Assets</b>							
Freehold Land	132.86	1.00	-	133.86	-	-	133.86
Building	16.57	44.81	-	61.38	9.40	-	50.76
Factory Shed	39.61	230.85	-	270.46	16.04	-	249.38
Office	18.18	-	-	18.18	13.46	0.44	4.28
Furniture & Fixtures	6.14	3.69	-	9.83	3.78	-	5.02
Plant & Machinery	122.39	85.37	-	207.76	66.10	-	129.19

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 4. Property, Plant and Equipment (Contd.)

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2024 were as follows:

Particulars	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount	
	As At 1 <sup>st</sup> April 2023	Additions/ Adjustments	Deductions/ Adjustments	As At 31 March 2024	For the Year	Deductions/ Adjustments	As At 31 March 2024	As At 31 March 2024
Motor Car	54.52	19.15	-	73.67	9.55	-	42.63	31.04
Motor Cycle	1.20	2.06	-	3.26	0.32	-	1.46	1.80
Electrical Installations	7.54	4.18	-	11.72	0.41	-	6.73	4.99
Laboratory Equipments	1.91	5.23	-	7.14	0.28	-	1.91	5.23
Office Equipments	18.74	2.43	-	21.17	1.54	-	16.36	4.81
Computer & Accessories	10.07	4.68	-	14.75	3.07	-	10.32	4.43
Fire Safety Equipments	0.39	-	-	0.39	0.01	-	0.30	0.09
<b>Total</b>	<b>430.12</b>	<b>403.45</b>	<b>-</b>	<b>833.57</b>	<b>35.38</b>	<b>-</b>	<b>208.69</b>	<b>624.88</b>
<b>Capital Work-in-Progress</b>	39.41	327.93	-367.34	-	-	-	-	-
<b>Grand Total</b>	<b>469.53</b>	<b>731.38</b>	<b>-367.34</b>	<b>833.57</b>	<b>35.38</b>	<b>-</b>	<b>208.69</b>	<b>624.88</b>

Capital Work-In- Progress

Ageing of capital work-in-progress as at March 31, 2024 is as follows :

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Projects in Progress	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**4.1** Refer Note 19 for hypothecation of property, plant and equipment against borrowing.

**4.2** Title deeds for immovable properties are held in the name of the company.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 5. Non-Current Investments

(₹ in Lacs)

Particulars	Face Value per Share	Quantity (Nos.)		Amount	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Unquoted</b>					
<b>Investments in Equity Instruments in Subsidiary</b>					
<b>Measured at amortised cost</b>					
Hindcon Solutions Pvt Ltd	10	-	3,93,500	39.35	39.35
<b>Quoted</b>					
<b>Investments in equity instruments</b>					
<b>At fair value through other comprehensive income</b>					
Bank of Baroda	2	1	-	-	-
Canara Bank	2	1	-	-	-
Coal India Ltd	10	1	-	-	-
Dollar Industries Ltd	2	-	10,000	-	51.48
HDFC Bank Ltd	1	1	-	0.02	-
Hero Motocorp Ltd	2	1	-	0.04	-
Jio Financial Services Ltd	10	2,000	-	4.55	-
Life Insurance Corporation of India	10	126	126	1.03	1.15
Muthoot Finance Ltd	10	1	-	0.02	-
NHPC Ltd	10	1	-	-	-
NTPC Ltd	10	1	-	-	-
ONGC Ltd	5	1	-	-	-
SJVN Ltd	10	1	-	-	-
Tata Motors Ltd	2	1	-	-	-
<b>Investments in LLP with Controlling Interest</b>					
<b>Measured at amortised cost</b>					
Fixed Capital with Hindcon Speciality Chemicals LLP	-	-	-	1.00	-
<b>Total</b>				<b>46.01</b>	<b>91.98</b>
<b>Aggregate carrying value of quoted investments</b>				<b>5.66</b>	<b>52.63</b>
<b>Aggregate carrying value of unquoted investments</b>				<b>40.35</b>	<b>39.35</b>
<b>Aggregate market value of quoted investments</b>				<b>5.66</b>	<b>52.63</b>
<b>Aggregate amount of Impairment in value of investments</b>				<b>-</b>	<b>-</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 6. Other Financial Assets

(₹ in Lacs)

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Bank deposit*	456.12	-	433.28	-
Security deposit	13.24	-	10.24	-
Interest Receivables	-	39.15	-	20.32
<b>Total</b>	<b>469.36</b>	<b>39.15</b>	<b>443.52</b>	<b>20.32</b>

\*Represents deposits with remaining maturity of more than 12 months from the Balance Sheet date.

### 7. Deferred Tax Assets (Net)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Deferred Tax Assets</b>		
Property, Plant and Equipment	4.33	3.73
Retirement Benefit Obligations	9.63	10.92
Provision for Expected Credit Loss	51.76	52.29
Deferred Tax Liabilities		
Investments	0.52	-2.10
<b>Total</b>	<b>66.24</b>	<b>64.84</b>

#### 7.1 Movement in Deferred Tax Assets/(Liabilities) balances during the year ended 31 March 2025

Particulars	Opening Balance	Charge/ (Credited) to statement of Profit and Loss	Charge/ (Credited) to OCI	Closing Balance
<b>Deferred Tax Assets/(Liabilities) in relation to:</b>				
Property, Plant and Equipment	3.73	-0.60	-	4.33
Retirement Benefit Obligations	10.92	-4.57	5.86	9.63
Provision for Expected Credit Loss	52.29	0.53	-	51.76
Investments	-2.10	-	-2.62	0.52
<b>Total</b>	<b>64.84</b>	<b>-4.64</b>	<b>3.24</b>	<b>66.24</b>

#### 7.2 Movement in deferred tax assets/(liabilities) balances during the year ended 31 March 2024

Particulars	Opening Balance	Charge/ (Credited) to statement of Profit and Loss	Charge/ (Credited) to OCI	Closing Balance
<b>Deferred Tax Assets/(Liabilities) in relation to:</b>				
Property, Plant and Equipment	6.40	2.67	-	3.73
Retirement Benefit Obligations	7.36	-8.39	4.83	10.92
Provision for Expected Credit Loss	44.29	-8.00	-	52.29
Investments	3.44	-	5.54	-2.10
<b>Total</b>	<b>61.49</b>	<b>-13.72</b>	<b>10.37</b>	<b>64.84</b>

Deferred Tax Asset amounting to ₹ Nil as at March, 31 2025 (March 31, 2024 ₹0.17 Lacs) on Long Term Capital losses carried forward has not been recognised due to uncertainty surrounding availability of future long term capital gains against which such losses can be offset.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 8. Other Assets

(₹ in Lacs)

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
a) Capital Advances	69.82	-	-	-
b) Advances other than Capital Advance				
i) Deposits (Carried at amortised cost)				
– With Statutory Authorities	-	-	2.10	-
– Others (Unsecured, considered good)	8.00	-	4.98	-
ii) Advance to Suppliers (Unsecured, considered good)	-	66.59	-	91.62
iii) Balances with Revenue Authorities	-	40.52	-	27.88
iv) Prepaid Expenses	-	4.15	-	7.31
v) Advance to Employees	-	21.85	-	9.87
<b>Total</b>	<b>77.82</b>	<b>133.11</b>	<b>7.08</b>	<b>136.68</b>

**8.1** Deposits with Statutory authorities include deposits for obtaining registration under Indirect Taxes Act of the State.

**8.2** Others include deposits with various parties against supply of services.

**8.3** Balance with revenue authorities primarily relate to input credit entitlement, refunds and amounts paid under protest in respect of demands and claims from revenue authorities.

### 9. Inventories

Particulars	As at 31 March 2025	As at 31 March 2024
(Valued at the lower of cost and net realisable value)		
Raw materials	198.40	152.82
Work-in-progress	0.92	0.35
<b>Total</b>	<b>199.32</b>	<b>153.17</b>

### 10. Trade Receivables

Particulars	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
(a) Trade Receivables considered good – Secured	-	-
(b) Trade Receivables considered good – Unsecured	2,161.40	2,224.04
(c) Trade receivables which have significant increase in credit risk	205.65	207.77
(d) Less: Allowance for expected credit loss	-205.65	-207.77
(e) Trade Receivables – credit impaired	-	-
<b>Total</b>	<b>2,161.40</b>	<b>2,224.04</b>
(a) Receivables from related parties (Refer note no. 34)	-	3.11
(b) Others	2,161.40	2,220.93
<b>Total</b>	<b>2,161.40</b>	<b>2,224.04</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 10. Trade Receivables (Contd.)

#### Movement in allowance for expected credit losses of receivables :

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at beginning of the year	207.77	176.00
Charge/(release) during the year	-2.12	31.77
<b>Balance at end of the year</b>	<b>205.65</b>	<b>207.77</b>

**10.1** In determining allowance for credit losses of trade receivables, the Company has used the practical expedient by computing the expected credit loss allowance based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of the receivables and rates used in the provision matrix.

**10.2** The Company considers its maximum exposure to credit risk with respect to customers as at March 31, 2025 to be ₹2,161.41 Lacs (March 31, 2024 - ₹2,224.04 Lacs), which is the carrying value of trade receivables after allowance for credit losses.

**10.3** There are no outstanding receivables due from directors or other officers of the Company.

#### 10.4 Trade receivables ageing schedule for the year ended March 31, 2025 were as follows:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,760.18	200.96	138.54	61.72	-	2,161.40
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	54.19	82.39	0.20	68.87	205.65
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables—considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-54.19	-82.39	-0.20	-68.87	-205.65
<b>Total</b>	<b>1,760.18</b>	<b>200.96</b>	<b>138.54</b>	<b>61.72</b>	<b>-</b>	<b>2,161.40</b>

#### 10.5 Trade receivables ageing schedule for the year ended March 31, 2024 were as follows:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,737.74	324.82	138.68	18.76	4.04	2,224.04
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	24.43	24.43
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables—considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	183.34	183.34
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-	-	-	-207.77	-207.77
<b>Total</b>	<b>1,737.74</b>	<b>324.82</b>	<b>138.68</b>	<b>18.76</b>	<b>4.04</b>	<b>2,224.04</b>

**10.6** There are no unbilled receivables as at March 31, 2025 and March 31, 2024.



## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 11. Cash and Cash Equivalents

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- In current accounts	0.55	12.75
- In deposits accounts*	605.54	827.71
Cash on hand	0.76	0.06
<b>Total</b>	<b>606.85</b>	<b>840.52</b>

\*Represents deposits with remaining maturity of 3 months or less from the Balance Sheet date.

### 12. Bank Balances other than Cash and Cash Equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- In deposits accounts*	782.07	301.12
Earmarked balances with Bank		
- Unclaimed dividend	2.43	1.91
<b>Total</b>	<b>784.50</b>	<b>303.03</b>

\*Represents deposits with remaining maturity of more than 3 months and less than 12 months from the Balance Sheet date

### 13. Loans

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Loan Given (unsecured, considered good)				
- To Others	-	380.00	-	355.00
<b>Total</b>	<b>-</b>	<b>380.00</b>	<b>-</b>	<b>355.00</b>

**13.1** Loan primarily represents loans given to other entities to be used in the ordinary course of business. (Please see note no.39)

**13.2** The Company have 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:

- 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 to or on behalf of the Ultimate Beneficiaries.

**13.3** There are no outstanding loans/advances in the nature of loan to promoters, key management personnel or other officers of the Company.

### 14. Non-Current/Current Tax Assets

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Advance payment of Tax (including TDS & TCS)	42.34	171.15	43.87	219.77
<b>Total</b>	<b>42.34</b>	<b>171.15</b>	<b>43.87</b>	<b>219.77</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 15. Equity Share Capital

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Authorised		
5,50,00,000 Equity Shares of ₹2 each	1,100.00	1,100.00
<b>Total</b>	<b>1,100.00</b>	<b>1,100.00</b>
Issued, subscribed and fully paid-up		
5,11,90,625 Equity Shares of ₹2 each	1,023.81	1,023.81
<b>Total</b>	<b>1,023.81</b>	<b>1,023.81</b>

#### 15.1 Reconciliation of number of equity shares outstanding at the beginning and at the end of the period

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number	Amount	Number	Amount
Balance at the beginning of the year	5,11,90,625	1,023.81	1,02,38,125	1,023.81
Number of shares after sub-division of shares	-	-	5,11,90,625	1,023.81
Shares issued during the year	-	-	-	-
<b>Balance as at the end of the year</b>	<b>5,11,90,625</b>	<b>1,023.81</b>	<b>5,11,90,625</b>	<b>1,023.81</b>

#### 15.2 Rights, preferences and restrictions attaching to Equity Shares

The Company has only one class of equity shares having a par value of ₹2 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupee. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the equity shareholders of the company are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their shareholding.

**15.3** The Company does not have any holding Company or ultimate holding Company.

**15.4** No shares have been reserved for issue under options and contracts / commitments for the sale of shares / disinvestment as at the balance sheet date.

**15.5** No convertible securities has been issued by the Company during the year.

**15.6** No calls are unpaid by any Director and officer of the Company during the year.

**15.7** Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

Particulars	No of Shares	
	As at 31 March 2025	As at 31 March 2024
Equity Shares allotted as fully paid bonus shares	-	-
Equity Shares allotted as fully paid for consideration other than cash	-	-
Equity Shares bought back	-	-

#### 15.8 Particulars of shareholders holding more than 5% shares of fully paid up equity shares :

Name of the Shareholder	As at 31 March 2025		As at 31 March 2024	
	Number	% of total shares in the class	Number	% of total shares in the class
Hindcon Solutions Pvt Ltd	1,28,30,500	25.06	1,28,30,500	25.06
Sanjay Goenka	95,38,842	18.63	94,87,500	18.53

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 15. Equity Share Capital (Contd.)

(₹ in Lacs)

Name of the Shareholder	As at 31 March 2025		As at 31 March 2024	
	Number	% of total shares in the class	Number	% of total shares in the class
Nilima Goenka	73,38,670	14.34	73,12,470	14.28
Vansh Goenka	28,90,336	5.65	28,89,435	5.64

### 15.9 Disclosure of share holdings of Promoters as at the end of the year :

Name of the Promoter/ Promoter Group	As at 31 March 2025			As at 31 March 2024		
	Number	% of total shares in the class	% change during the year	Number	% of total shares in the class	% change during the year
Sanjay Goenka	95,38,842	18.63	0.10	94,87,500	18.53	0.14
Nilima Goenka	73,38,670	14.34	0.06	73,12,470	14.28	0.14
Vansh Goenka	28,90,336	5.65	0.01	28,89,435	5.64	0.07
Sanjay Goenka & Others (HUF)	25,55,000	4.99	-	25,55,000	4.99	-
Hindcon Solutions Pvt Ltd	1,28,30,500	25.06	-	1,28,30,500	25.06	-

### 16. Other Equity

Components	Note	As at 31 March 2025	As at 31 March 2024
Securities Premium	a	635.02	635.02
Retained Earnings	b	3,365.90	2,979.18
Other Comprehensive Income	c	-26.62	-7.48
<b>Total</b>		<b>3,974.30</b>	<b>3,606.72</b>

Particulars	As at 31 March 2025	As at 31 March 2024
<b>a) Securities Premium</b>		
Balance at the Beginning of the year	635.02	635.02
Movement During the year	-	-
Balance at the end of the year	<b>635.02</b>	<b>635.02</b>
<b>b) Retained Earnings</b>		
Balance at the Beginning of the year	2,979.18	2,382.37
Profit for the year	407.73	633.29
Dividend	-51.18	-51.19
Reclassification Adjustment	30.17	14.71
Balance at the end of the year	<b>3,365.90</b>	<b>2,979.18</b>
<b>c) Other Comprehensive Income</b>		
Balance at the Beginning of the year	-7.48	-22.27
Changes during the year	11.03	29.50
Reclassification Adjustment	-30.17	-14.71
Balance at the end of the year	<b>-26.62</b>	<b>-7.48</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 16. Other Equity (Contd.)

The description of the nature and purpose of each reserve within equity is as follows:

- (a) **Securities premium:** This represents amount received towards issue of equity shares over their face value. This amount can be utilised in accordance with the provisions of Companies Act, 2013.
- (b) **Retained earnings:** Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

### 17. Other Financial Liabilities

(₹ in Lacs)

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Security deposit	6.92	-	5.79	-
Unpaid dividend*	-	2.44	-	1.91
Current Capital with Hindcon Speciality Chemicals LLP	0.33	-	-	-
<b>Total</b>	<b>7.25</b>	<b>2.44</b>	<b>5.79</b>	<b>1.91</b>

\*Represents dividend amounts either not claimed or kept in abeyance in accordance with Section 126 of the Companies Act, 2013.

### 18. Provisions

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Provision for Gratuity	38.26	-	23.09	20.32
<b>Total</b>	<b>38.26</b>	<b>-</b>	<b>23.09</b>	<b>20.32</b>

### 19. Borrowings

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
<b>Secured</b>				
Repayable on demand from bank				
Cash Credit	-	0.86	-	-
Buyer's Credit from Bank	-	75.68	-	-
<b>Total</b>	<b>-</b>	<b>76.54</b>	<b>-</b>	<b>-</b>

#### 19.1 Nature of security

Cash credit and Buyer's Credit from bank are secured by way of hypothecation charge on all existing and future current assets of the Company. Further secured through first and exclusive mortgage on immovable properties being Land and Building owned by the Company and also by the personal guarantee of the directors of the Company, Mr Sanjay Goenka and Mrs Nilima Goenka.

#### 19.2 Repayment Terms and the applicable rate of interest on the above loan during the year:

- Buyer's Credit from Kotak Mahindra Bank Ltd is repayable on 02.05.2025.
- Rate of Interest on Buyer's Credit from Kotak Mahindra Bank Ltd is 3 months libor plus 1.05% which is 9.50% p.a.
- Rate of Interest on Cash credit is 10.50% p.a. as on March 31, 2025

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 20. Trade Payables

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Total Outstanding dues of Micro and Small Enterprises	133.79	8.79
Total Outstanding dues of Creditors other than Micro and Small Enterprises	401.62	530.77
<b>Total</b>	<b>535.41</b>	<b>539.56</b>

**20.1** Amount due to micro and small enterprises as defined in the "Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to micro and small enterprises (MSME) is as below:

Particulars	As at 31 March 2025	As at 31 March 2024
a. the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year	133.79	8.79
b. Interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c. Interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d. The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e. Interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

**20.2 Trade payables ageing schedule for the year ended March 31, 2025 were as follows:**

Particulars	Outstanding as on March 31, 2025 from the date of transaction					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	133.79	-	-	-	133.79
(ii) Others	74.97	326.65	-	-	-	401.62
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>74.97</b>	<b>460.44</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>535.41</b>

**20.3 Trade payables ageing schedule for the year ended March 31, 2024 were as follows:**

Particulars	Outstanding as on March 31, 2024 from the date of transaction					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	8.79	-	-	-	8.79
(ii) Others	21.30	509.47	-	-	-	530.77
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>21.30</b>	<b>518.26</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>539.56</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 21. Other Liabilities

(₹ in Lacs)

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Statutory Dues	-	27.25	-	22.71
Advances received from customers	-	43.35	-	61.79
Other payables	-	16.16	-	-
<b>Total</b>	<b>-</b>	<b>86.76</b>	<b>-</b>	<b>84.50</b>

**21.1** Statutory dues primarily relates to payables in respect to Goods and Service Tax, provident fund, employee state insurance and tax deducted as source.

### 22. Current Tax Liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Provision for Income Tax	143.50	223.00
<b>Total</b>	<b>143.50</b>	<b>223.00</b>

### 23. Revenue from Operations

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Sale of Products	5,563.97	6,042.47
Sale of Services	73.85	97.65
Other Operating Revenue	20.86	26.89
<b>Total Revenue from Operations</b>	<b>5,658.68</b>	<b>6,167.01</b>

#### 23.1 Nature of Goods and Services

The Company is engaged in the manufacturing of sodium silicate and construction chemicals and generates revenue from the sale of the same. It is also the only reportable segment of the Company.

#### 23.2 Disaggregation of revenue for the year

In the following table, revenue is disaggregated by primary geographical market and major products lines etc.

##### Disaggregation of revenue

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Based on Major Products &amp; Services</b>		
- Sodium Silicate & Construction Chemicals	5,563.97	6,042.47
- Works Contract	73.85	97.65
- Others	20.86	26.89
<b>Total</b>	<b>5,658.68</b>	<b>6,167.01</b>
<b>Based on Geographical Region</b>		
- India	5,226.78	4,886.88
- Outside India	431.90	1,280.13
<b>Total</b>	<b>5,658.68</b>	<b>6,167.01</b>



## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 23. Revenue from Operations (Contd.)

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Based on Timing of Revenue</b>		
- At a point in time	5,658.68	6,167.01
- Overtime	-	-
<b>Total</b>	<b>5,658.68</b>	<b>6,167.01</b>
<b>Based on Contract Duration</b>		
- Long Term	-	-
- Short Term	5,658.68	6,167.01
<b>Total</b>	<b>5,658.68</b>	<b>6,167.01</b>

#### 23.3 Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

##### Contract Balances

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Receivables, which are included in "Trade Receivables" (Refer Note No.10)	2,161.40	2,224.04
Contract Assets	-	9.26
Contract Liabilities	61.79	67.57

#### 23.4 Other Information

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Transaction Price allocated to the remaining performance obligations	Nil	Nil
The amount of revenue recognised in the current period that was included in the opening contract liability balance	54.07	5.58

### 24. Other Income

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest income	172.30	134.91
Dividend income	15.75	16.15
Other non-operating income		
- Recovery of bad debts written off in earlier years	3.88	11.75
- Net Gain on Foreign Currency Transactions	0.32	11.49
- Profit on sale of fixed assets	3.44	-
- Other Income	0.37	1.10
<b>Total</b>	<b>196.06</b>	<b>175.40</b>
Interest income comprises interest from:		
a) Deposits with banks (Measured at amortised cost)	108.22	76.55
b) Other financial assets (Measured at amortised cost)	64.04	57.82
c) Income Tax Refund	0.04	0.54
<b>Total</b>	<b>172.30</b>	<b>134.91</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 24. Other Income (Contd.)

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Dividend income comprises Dividend from:		
a) Investments carried at Fair Value through other comprehensive income	-	0.41
b) Investments carried at amortised cost	15.75	15.74
<b>Total</b>	<b>15.75</b>	<b>16.15</b>

### 25. Cost of Materials Consumed

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Inventory of Raw Materials at the beginning of the year	152.82	326.05
Add: Purchases (including in transit Purchases)	3,602.62	3,028.37
	<b>3,755.44</b>	<b>3,354.42</b>
Less: Inventory of Raw Materials at the end of the year	198.40	152.82
<b>Total</b>	<b>3,557.04</b>	<b>3,201.60</b>

### 26. Purchase of Stock-in-trade

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Purchase of Traded Goods	439.71	1,153.90
<b>Total</b>	<b>439.71</b>	<b>1,153.90</b>

### 27. Change in Inventories of Finished Goods and Work-in-Progress

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Inventories at the beginning of the year</b>		
Work-in-Progress	0.35	6.02
<b>Inventories at the end of the year</b>		
Work-in-Progress	0.92	0.35
<b>Total</b>	<b>-0.57</b>	<b>5.67</b>

### 28. Employee Benefits Expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Salaries and Wages	519.96	460.44
Contribution to provident and other funds	32.47	32.35
Staff welfare expenses	1.18	1.14
<b>Total</b>	<b>553.61</b>	<b>493.93</b>

**28.1** During the year, the Company has recognised an amount of ₹141.73 Lacs (Previous Year 2023-24 : ₹140.87 Lacs) as remuneration to Key Managerial Personnel on account of short-term employee benefits.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 29. Finance Costs

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest on Borrowings from Banks	6.77	5.85
Interest on Statutory Dues	0.95	1.71
<b>Total</b>	<b>7.72</b>	<b>7.56</b>

### 30. Other Expenses

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Manufacturing Expenses</b>		
Calibration Charges	0.70	0.60
Consumable Stores	0.67	0.71
Works Contract Charges	37.12	50.66
Power & Fuel	11.81	8.76
Repairs & Maintenance	1.24	8.32
<b>Selling &amp; Distribution Expenses</b>		
Advertisement Expenses	3.93	3.76
Carriage Outward	311.60	257.93
Sales Promotion Expenses	11.38	9.91
Seminar Expenses	-	3.00
Commission	1.90	0.04
<b>Establishment Expenses</b>		
Electricity Charges	3.46	1.22
Contribution for CSR Activities	14.51	12.38
Travelling & Conveyance	82.42	45.33
Office Rent	3.14	3.88
Insurance Charges	3.11	2.66
Rates & Taxes	5.28	6.00
Professional Fees	67.95	68.25
Provision for Expected Credit Loss	13.96	43.99
Other Expenses	97.77	65.18
Internal Audit Fees	2.40	2.40
Auditors' Remuneration	5.25	1.65
<b>Total</b>	<b>679.60</b>	<b>596.63</b>

#### 30.1 Details of Auditors' Remuneration is as below:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Statutory Audit fees	4.50	1.65
Tax Audit Fees	0.75	-
<b>Total</b>	<b>5.25</b>	<b>1.65</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 31. Income Taxes

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>A Amount recognised in Statement of Profit and Loss</b>		
<b>Current Tax</b>		
Current period	143.50	223.00
Adjustment for current tax of prior periods	0.69	0.06
a	<b>144.19</b>	<b>223.06</b>
<b>Deferred Tax</b>		
Deffered tax for the year	-4.64	-13.72
b	<b>-4.64</b>	<b>-13.72</b>
<b>Income tax expense reported in the Standalone Statement of Profit and Loss (a+b)</b>	<b>139.55</b>	<b>209.34</b>

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>B Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in Standalone Statement of Profit and Loss</b>		
Profit/(loss) before tax	535.65	847.74
Indian statutory income tax rate	25.168%	25.168%
Estimated Income tax expense	134.81	213.35
<b>Tax Effect of adjustments to reconcile expected tax expenses to reported tax expenses:</b>		
Capital Gain taxable at different rates	4.37	2.63
Items not deductible	15.99	18.69
Expense deductible on Actual Basis	-7.75	-7.53
Tax benefits	-3.96	-4.06
Tax effect of Temporary Differences	-4.64	-13.72
Short/(Excess) provision of earlier year	0.69	-
Others	0.04	-0.02
<b>Total Income Tax Expense</b>	<b>139.55</b>	<b>209.34</b>
<b>Effective Income Tax Rate</b>	<b>26.05%</b>	<b>24.69%</b>

### 32. Earnings per Share

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Earnings per share has been computed as under:		
(a) Profit for the year	396.10	638.40
(b) Weighted average number of Ordinary shares outstanding for the purpose of basic/ diluted earnings per share (Face Value ₹2 per share)	5,11,90,625	5,11,90,625
(c) Earnings per share		
- Basic (a/b)	0.77	1.25
- Diluted (a/b)	0.77	1.25

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 33. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013.

#### (a) Defined Contribution Plans:

The amount recognised as an expense for Defined contribution plans are as under:

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Employer's contribution to Provident Fund	15.73	13.84
Employer's contribution to ESIC	3.72	3.84
<b>Total</b>	<b>19.45</b>	<b>17.68</b>

#### (b) Defined Benefit Plans:

The following are the types of Defined Benefit Plans :

##### (i) Gratuity Plan

Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date."

##### (ii) Provident Fund

Provident Fund as per the provisions of the Employees Provident Funds and Miscellaneous Provisions Act, 1952."

#### (c) Risk Exposure

##### Defined Benefit Plans

Defined benefit plans expose the Company to actuarial risks such as: Interest rate risk, Salary risk and Demographic risk.

- Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds. If the bond yield falls, the defined benefit obligation will tend to increase.
- Salary risk:** Higher than expected increases in salary will increase the defined benefit obligation.
- Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefits obligations is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of the short career employee typically costs less per year as compared to a long service employee."

#### d) Details of the Gratuity Plan are as follows:

##### i) Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Balance at the beginning of the year	96.06	79.52
Current service cost	10.34	11.71
Interest cost on Defined Benefit Obligation	6.28	5.28
Actuarial gain and losses arising		
Due to change in financial assumptions	1.11	1.27
Due to unexpected experience adjustments	-17.29	5.91
Benefits paid	-7.66	-7.63
<b>Balance at the end of the year</b>	<b>88.84</b>	<b>96.06</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 33. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013. (Contd.)

- ii) Changes in the Fair value of planned assets representing reconciliation of opening and closing balances thereof are as follows:

(₹ in Lacs)		
Particulars	2024-25	2023-24
Fair Value of Planned Assets at the beginning of the year	52.66	50.24
Expected Return on Planned Assets	3.57	3.50
Contribution	1.72	6.19
Benefits Paid	-7.64	-7.62
Actuarial Gain/(Loss)	0.28	0.35
<b>Present Value of defined benefit obligation at the end of the year</b>	<b>50.59</b>	<b>52.66</b>

- iii) Amount recognized in Balance Sheet :

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Present value of Defined Benefit Obligation	88.84	96.06
Fair Value of Plan assets	-50.59	-52.66
<b>Net (Assets)/ Liability recognised in the Balance Sheet</b>	<b>38.25</b>	<b>43.40</b>

- iv) Expenses recognized in statement of Profit and Loss

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Current service cost	10.34	11.71
Interest cost	2.68	1.78
<b>Net Benefit Expense</b>	<b>13.02</b>	<b>13.49</b>

- v) Remeasurement recognized in Other Comprehensive Income

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Actuarial (gain)/ loss on Defined Benefit Obligation	-16.45	6.83

- vi) Actuarial Assumptions

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Financial Assumptions</b>		
Discount rate	6.78%	6.97%
Salary escalation rate	6.00%	6.00%
<b>Demographic Assumptions</b>		
Mortality rate	IALM 2012-2015 Ultimate	
Withdrawal rate	5.00%	5.00%

- vii) Maturity Analysis

Weighted average duration of the retiring gratuity obligation is 11 years (March 31, 2024 - 11 years)



## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 33. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013. (Contd.)

#### viii) Sensitivity Analysis

The sensitivity analysis below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

(₹ in Lacs)

Variable	Sensitivity Level		Effect on Defined Benefit Obligations			
	March 31, 2025	March 31, 2024	March 31, 2025		March 31, 2024	
			Increase	Decrease	Increase	Decrease
Discount rate	+/- 0.5%	+/- 0.5%	85.98	91.94	92.86	99.52
Salary escalation rate	+/- 0.5%	+/- 0.5%	91.94	85.96	99.52	92.83
Attrition rate	+/- 0.5%	+/- 0.5%	88.80	88.88	96.05	96.07
Mortality rate	+/- 10%	+/- 10%	88.85	88.84	96.07	96.06

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

### 34. Related Party Disclosures

#### Subsidiary

Hindcon Solutions Pvt Ltd

#### Entities wherein controlling interest held

Hindcon Speciality Chemicals LLP

#### Key Managerial Personnel (KMP)

Mr Sanjay Goenka	Managing Director/Director
Mrs Nilima Goenka	Whole Time Director
Mr Ramsanatan Banerjee	Whole Time Director
Mr Girdhari Lal Goenka	Independent Director
Mr Binay Kumar Agarwal	Independent Director
Mr Sudhir Kumar Bhartia	Independent Director (Resigned w.e.f. 12.07.2023)
Mrs Divyaa Newatia	Independent Director (Appointed w.e.f. 26.08.2023)
Mr Kashinath Dey	Chief Financial Officer
Ms Ankita Banerjee	Company Secretary (Resigned w.e.f. 01.01.2025 and appointed w.e.f. 20.05.2025)
Ms Swati Agarwal	Company Secretary (Appointed w.e.f. 31.03.2025 and resigned w.e.f. 02.05.2025)

#### Relatives of Key Managerial Personnel

Mr Vansh Goenka  
Mr Rajiv Goenka  
Mr Ravi Goenka

#### Enterprises over which Key Managerial Personnel are able to exercise significant influence

Bengal Silicates & Chemicals Pvt Ltd  
RG's Fashions Pvt Ltd  
Sanjay Goenka & Others (HUF)  
Hindcon Foundation  
Vision Speed Works Pvt Ltd

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 34. Related Party Disclosures (Contd.)

The following transactions were carried out with related parties in the ordinary course of business:

(₹ in Lacs)

Nature of transactions	Name of Related Party	Transaction for the year ended		Balances As At	
		31-03-2025	31-03-2024	31-03-2025	31-03-2024
		Amount	Amount	Amount	Amount
Salary & Perquisites	Sanjay Goenka	87.00	87.00	-	-
	Nilima Goenka	36.00	36.00	-	-
	Ramsanatan Banerjee	10.60	10.20	-	-
	Kashinath Dey	5.88	6.25	-	-
	Vansh Goenka	22.00	12.00	-	-
	Ankita Banerjee	2.25	2.37	-	-
Director Sitting Fees	Binay Kumar Agarwal	0.44	0.32	-	-
	Giridhari Lal Goenka	0.22	0.29	-	-
	Sudhir Kumar Bhartia	-	0.09	-	-
	Divyaa Newatia	0.42	0.25	-	-
Office Rent	Sanjay Goenka	1.20	1.20	-	-
	Nilima Goenka	1.80	1.80	-	-
Contribution for CSR Activities	Hindcon Foundation	14.04	3.10	-	-
Dividend Received	Hindcon Solutions Pvt Ltd	15.74	15.74	-	-
Sales	Bengal Silicates & Chemicals Pvt Ltd	-	25.12	-	-
	RG's Fashions Pvt Ltd	1.29	0.20	-	-
	Vision Speed Works Pvt Ltd	-	-	-	-
Share of Loss from LLP	Hindcon Speciality Chemicals LLP	0.33	-	-	-
Trade Receivables	Bengal Silicates & Chemicals Pvt Ltd	-	-	-	2.88
	RG's Fashions Pvt Ltd	-	-	-	0.23
Investments in Equity Shares	Hindcon Solutions Pvt Ltd	-	-	39.35	39.35
Investments in Limited Liability Partnership	Hindcon Speciality Chemicals LLP	1.00	-	0.67	-
Salary Payable	Sanjay Goenka	-	-	7.25	-
	Nilima Goenka	-	-	2.98	0.23
	Ramsanatan Banerjee	-	-	0.84	0.80
	Kashinath Dey	-	-	0.48	0.45
	Ankita Banerjee	-	-	-	0.23
	Vansh Goenka	-	-	2.23	0.88
Dividend Paid	Sanjay Goenka & Other (HUF)	2.56	2.56	-	-
	Sanjay Goenka	9.53	9.44	-	-
	Nilima Goenka	7.33	7.31	-	-
	Vansh Goenka	2.89	2.85	-	-
	Hindcon Solutions Pvt Ltd	12.83	12.83	-	-
	Ravi Goenka	0.03	0.03	-	-

**34.1** Sale to and purchases from related party are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. The Company has recorded the receivable relating to amount due from Related parties net of impairment. This assessment is undertaken each Financial Year through examining the Financial Position of the Related parties and the market in which the Related Party operates.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 35. Financial instruments and related disclosures

#### 35.1 Fair value measurement

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

**Level 1:** The hierarchy uses quoted (adjusted) prices in active markets for identical assets or liabilities.

**Level 2:** The fair value of financial instruments that are not traded in an active market (for example traded bonds, over the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing net asset value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The management has assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, lease liabilities, short term borrowings and other current financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments. The management has assessed that the fair value of floating rate instruments approximates their carrying value.

#### 35.2 Financial instruments by category

The following table shows fair values of financial assets and liabilities, including their levels in financial hierarchy, together with the carrying amounts shown in the statement of financial position. The table does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in Lacs)

	As at March 31, 2025					
	Current/ Non Current	Fair Value through Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
<b>Financial Assets</b>						
(i) Investments	Non Current	-	5.66	40.35	46.01	5.66
(ii) Other financial assets	Non Current	-	-	469.36	469.36	-
(iii) Trade receivables	Current	-	-	2,161.40	2,161.40	-
(iv) Cash and cash equivalents	Current	-	-	606.85	606.85	-
(v) Other bank balances	Current	-	-	784.50	784.50	-
(vi) Loans	Current	-	-	380.00	380.00	-
(vii) Other financial assets	Current	-	-	39.15	39.15	-
<b>Total</b>		-	5.66	4,481.61	4,487.27	5.66
<b>Financial Liabilities</b>						
(i) Other financial liabilities	Non Current	-	-	7.25	7.25	-
(ii) Borrowings	Current	-	-	76.54	76.54	-
(ii) Trade payables	Current	-	-	535.41	535.41	-
(iv) Other financial liabilities	Current	-	-	2.44	2.44	-
<b>Total</b>		-	-	621.64	621.64	-

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 35. Financial instruments and related disclosures (Contd.)

(₹ in Lacs)

	As at March 31, 2024					
	Current/ Non Current	Fair Value through Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
<b>Financial Assets</b>						
(i) Investments	Non Current	-	52.63	39.35	91.98	52.63
(ii) Other financial assets	Non Current	-	-	443.52	443.52	-
(iii) Trade receivables	Current	-	-	2,224.04	2,224.04	-
(iv) Cash and cash equivalents	Current	-	-	840.52	840.52	-
(v) Other bank balances	Current	-	-	303.03	303.03	-
(vi) Loans	Current	-	-	355.00	355.00	-
(vii) Other financial assets	Current	-	-	20.32	20.32	-
<b>Total</b>		-	<b>52.63</b>	<b>4,225.78</b>	<b>4,278.41</b>	<b>52.63</b>
<b>Financial Liabilities</b>						
(i) Other financial liabilities	Non Current	-	-	5.79	5.79	-
(iii) Trade payables	Current	-	-	539.56	539.56	-
(iv) Other financial liabilities	Current	-	-	1.91	1.91	-
<b>Total</b>		-	-	<b>547.26</b>	<b>547.26</b>	-

**Note:** Investment in quoted shares and mutual funds are fair valued using L1 data. Also, refer Note 5.

#### 35.3 Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- (i) Credit risk
- (ii) Liquidity risk
- (iii) Market risk

##### Risk Management Framework

The Company's principal financial liabilities comprises of 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 & cash equivalents that derive directly from its operations.

The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Company's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 35. Financial instruments and related disclosures (Contd.)

#### (i) Credit Risk

Credit risk is the risk of financial loss of the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/investing activities, including deposits with bank. The Company has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure.

#### Trade Receivable

The risk management committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references.

#### Exposure to Credit Risks

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. Details of concentration percentage of revenue generated from top customer and top five customers are stated below :

(₹ in Lacs)

Particulars	Year ended 31 March 2025		Year ended 31 March 2024	
	%	Amount	%	Amount
Revenue from Top Customer	7.98%	451.53	14.49%	893.74
Revenue from Top Five Customers	28.63%	1,620.15	43.42%	2,677.92

Trade receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. As per simplified approach, the Company makes provision of expected credit loss on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provisions at each reporting date whenever is for longer period and involves higher risk.

#### (ii) Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's finance team is responsible for liquidity, funding as well as settlement management. In addition, Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

#### Exposure to Liquidity Risk

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments at the reporting date based on contractual undiscounted payments.

Particulars	On Demand	3-6 months	6-12 months	1-5 years	Above 5 years	Total
<b>As at 31 March 2025</b>						
Borrowings	0.86	75.68	-	-	-	76.54
Trade payables	-	535.41	-	-	-	535.41
<b>Total</b>	<b>0.86</b>	<b>611.09</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>611.95</b>

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 35. Financial instruments and related disclosures (Contd.)

(₹ in Lacs)

Particulars	On Demand	3-6 months	6-12 months	1-5 years	Above 5 years	Total
<b>As at 31 March 2024</b>						
Borrowings	-	-	-	-	-	-
Trade payables	-	539.56	-	-	-	539.56
<b>Total</b>	<b>-</b>	<b>539.56</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>539.56</b>

Note: Security Deposits contained under Other Non Current Financial Liabilities do not have any maturity date. These deposits are against the contract of service. The said deposits will be released only after the corresponding contract is cancelled and the company does not foresee the contract to be cancelled in the near future.

#### (iii) Market Risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, receivables, payables and borrowings.

#### (a) 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 market interest rates. The Company exposure to the risk of changes in market interest rates related primarily to the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

#### Exposure to Interest Rate Risk

The interest rate profile of the Company's interest bearing financial instruments at the end of the reporting period are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Fixed rate instruments</b>		
Financial assets	380.00	355.00
Financial liabilities	-	-
<b>Total</b>	<b>380.00</b>	<b>355.00</b>
<b>Variable rate instruments</b>		
Financial assets	-	-
Financial liabilities	76.54	-
<b>Total</b>	<b>76.54</b>	<b>-</b>

#### Sensitivity Analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

#### Interest Rate Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:



## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 35. Financial instruments and related disclosures (Contd.)

(₹ in Lacs)

Particulars	Change	Profit or loss		Equity, net of tax	
		Strengthening	Weakening	Strengthening	Weakening
<b>31 March 2025</b>					
Variable rate instruments	+ / (-) 50 Basis points	-0.38	0.38	-0.29	0.29
Cash flow sensitivity (net)		-0.38	0.38	-0.29	0.29
<b>31 March 2024</b>					
Variable rate instruments	+ / (-) 50 Basis points	-	-	-	-
Cash flow sensitivity (net)		-	-	-	-

#### (b) Equity Price Risk

The Company's quoted equity investments carry a risk of change in prices. To manage its price risk arising from investments in equity securities, the Company periodically monitors the sectors it has invested in, performance of the investee companies and measures mark- to- market gains/(losses).

Particulars	Carrying value	Fair Value	Profit or Loss	
			1% increase	1% decrease
<b>31<sup>st</sup> March, 2025</b>				
Investment in Equity shares quoted	5.66	5.65	0.06	-0.06
<b>31<sup>st</sup> March, 2024</b>				
Investment in Equity shares quoted	52.63	52.63	0.53	-0.53

#### (c) Currency Risk

The Company has Foreign Currency Exchange Risk on imports of input materials in foreign currency for its business. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Company act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adopts a policy of selective hedging based on risk perception of the management using derivative, wherever required, to mitigate or eliminate the risk.

The Company's exposure to foreign currency risk at the end of the reporting period are as follows:

#### Unhedged foreign currency exposure as at reporting date

Particulars	March 31, 2025		March 31, 2024	
	USD	Amount	USD	Amount
<b>Financial liabilities</b>				
Borrowings and Trade payables	0.89	75.68	1.59	132.22
Net exposure in foreign currency	0.89	75.68	1.59	132.22

#### Sensitivity analysis

The analysis is based on assumption that the increase/decrease in foreign currency by 5% with all other variables held constant, on the unhedged foreign currency exposure.

Variable	Change	March 31, 2025		March 31, 2024	
		Impact on		Impact on	
		Profit before tax	Other equity	Profit before tax	Other equity
USD sensitivity (Increase)	+ 5%	-3.78	-2.83	-6.61	-4.95
USD sensitivity (Decrease)	- 5%	3.78	2.83	6.61	4.95

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 36. Capital Management

The Company's management objective are :

- to ensure the Company's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company monitors capital on the basis of carrying amount of equity including retained earnings as presented on the face of Balance Sheet. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. There is no change in the overall capital risk management strategy as compared to the last year.

(₹ in Lacs)

Particulars		As at 31 March 2025	As at 31 March 2024
Total debt (Bank and other borrowings) (as per note 19)	A	76.54	-
Less : Cash & Cash Equivalent		-606.85	-840.52
Net Debt	B	-530.31	-840.52
Equity	C	4,998.11	4,630.53
Liquid investments including bank deposits	D	782.07	301.12
Debt to Equity (A / C)		0.02	-
Debt to Equity (net) [(B-D) / C]		-0.26	-0.25

### 37. Contingent Liabilities and Commitments

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>i) Contingent Liabilities</b>		
a) Demands/Claims by various government authorities and others not acknowledged as debts by the Company:		
(i) Income Tax Matters	0.43	2.92
(ii) Other statutory bodies	-	-
<b>Total</b>	<b>0.43</b>	<b>2.92</b>

Particulars	As at 31 March 2025	As at 31 March 2024
<b>ii) Commitments</b>		
a) Capital Commitments	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### 38. Corporate Social Responsibility

As per the Companies Act, 2013, the gross amount required to be spent by the Company during the year is ₹13.75 Lacs (March 31, 2024 ₹12.33 Lacs) and amount spent by the company during the year is ₹14.51 Lacs (March 31, 2024 ₹12.38 Lacs). Details are as given below :

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
1. Amount required to be spent by the Company during the year.	13.75	12.33
2. On purposes other than Construction/acquisition of any asset	14.51	12.38
3. Shortfall at the end of the year	-	-
4. Total of previous years shortfall	-	-

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 38. Corporate Social Responsibility (Contd.)

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
5. Reason for shortfall	N.A.	N.A.
6. Nature of CSR activities	Promoting health care, animal welfare, women empowerment and education and eradicating hunger, poverty and malnutrition	
7. Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	14.04	3.10

### 39. Disclosure pursuant to Regulation 34(3) read with Para (A) of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 read with Section 186(4) of the Companies Act, 2013

Name of the Parties	Principal Outstanding As On		Interest Rate	Repayment Terms
	March 31, 2025	March 31, 2024		
i) Tyre Arcade	280.00	355.00	12%	Repayable on Demand
ii) Chirag Agarwal	100.00	-	9%	
<b>Total</b>	<b>380.00</b>	<b>355.00</b>		

### 40. Financial Performance Ratios :

	Note No.	Numerator	Denominator	March 31, 2025	March 31, 2024	Variance %
<b>A</b>	<b>Performance Ratios</b>					
	Net Profit Ratio	Profit after tax	Revenue from operations	7.00%	10.35%	-3.35%
	Net Capital Turnover Ratio	Revenue from operations	Closing working capital	1.61	1.77	-9.04%
	Return on Capital Employed	Profit before interest and tax	Closing capital employed	10.71%	18.47%	-7.76%
	Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	8.70%	14.76%	-6.06%
	Debt Service Coverage Ratio	Profit before interest, tax and depreciation and amortisation	Debt service = Interest & Lease Payments + Principal Repayments	N.A.	6.97	N.A.
	Return on Investment	Dividend + Profit on Sale + Changes in Fair value	Average Investment	38.83%	17.72%	21.11%
<b>B</b>	<b>Leverage Ratios</b>					
	Debt - Equity Ratio	Total borrowings	Equity	0.02	N.A	N.A.
<b>C</b>	<b>Liquidity Ratios</b>					
	Current Ratio	Current assets	Current liabilities	5.30	4.89	8.38%

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 40. Financial Performance Ratios : (Contd.)

(₹ in Lacs)

	Note No.	Numerator	Denominator	March 31, 2025	March 31, 2024	Variance %
<b>D Activity Ratios</b>						
Inventory Turnover Ratio	(i)	Cost of good sold	Average inventory	26.5	20.58	28.77%
Trade Receivables Turnover Ratio		Revenue from operations	Average trade receivables	2.58	2.55	1.18%
Trade Payables Turnover Ratio		Net Credit Purchase	Average trade payables	8.73	7.38	18.29%

#### Note : Explanation for change in ratio by more than 25%

- (i) Inventory turnover ratio is increased due to increase in average inventory of the company during the year.

### 41. Other Statutory Information

- (i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company do not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- (iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company have 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:
- 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 to or on behalf of the Ultimate Beneficiaries
- (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vii) The Company has not been declared as Wilful defaulter by any Banks, Financial institution or Other lenders.
- (viii) The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (ix) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

- 42.** Certain Trade Receivables, Loans & Advances and Trade Payables are subject to confirmation/reconciliation. In the opinion of the management, the value of Trade Receivables, trade payables, security deposits and Loans & Advances realisable/payable in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.

## Notes to the Standalone Financial Statements for the year ended 31 March 2025

### 43. Segment Reporting

There is only one primary business segment i.e. "Sodium Silicate, Construction Chemicals and related services" and hence no separate segment information is disclosed in this financials. Secondary information is reported geographically.

#### Geographical segments

The Company primarily operates in India and therefore analysis of geographical segment is demonstrated into Indian and overseas operation as under:

(₹ in Lacs)

Particulars	March 31, 2025		March 31, 2024	
	India	Overseas	India	Overseas
Revenue from operations	5,226.78	431.90	4,886.88	1,280.13
Carrying value of Non-current assets* (other than financial instruments)	788.84	-	631.96	-

\*Non-current assets for this purpose consists of Property, plant and equipment and Other non-current assets.

### 44. Details of partners and profit sharing ratio of Hindcon Speciality Chemicals LLP is as follows :

Name of the Partner	Profit Sharing Ratio
Hindcon Chemicals Ltd	51%
Mrs Vinita Sinha	49%

45. Figures for the previous periods have been regrouped and reclassified to confirm to the classification of the current period, wherever considered necessary.

The accompanying notes form an integral part of these Standalone financial statements

As per my report of even date attached

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOY4946

Kolkata  
May 30, 2025.

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)

# Independent Auditors' Report

To  
The Members of  
**Hindcon Chemicals Limited**

## Report on the Audit of the Consolidated Financial Statements

### Opinion

I have audited the accompanying Consolidated Financial Statements of Hindcon Chemicals Limited ("the Holding Company") and its subsidiaries (Holding company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group at March 31, 2025, their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated statement of changes in equity for the year ended on that date.

### Basis for Opinion

I have conducted my audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. My responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of my report. I am independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to my audit of the consolidated financial statements, under the provisions of the Act and the Rules made there under, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the consolidated financial statements.

### Key Audit Matters

Key Audit Matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated financial statements of the current period. These matters were addressed in the context of my audit of the consolidated financial statements as a whole and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have determined that there are no key audit matters to communicate in my report.

### Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors are responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

My opinion on the Consolidated Financial Statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the Consolidated Financial Statements, my responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Consolidated Financial Statements or my knowledge obtained during the course of my audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact. I have nothing to report in this regard.

### Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated



financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The responsibility also includes 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 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 consolidated financial statement 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 the preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### Auditor's Responsibility for the Audit of the Consolidated Financial Statements

My 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 my 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.

As part of an audit in accordance with SAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve

collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial 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, I am also responsible for expressing my opinion on whether the Company and its subsidiary which are incorporated in India, has adequate internal financial controls system with reference to the consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Statements.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

I communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which I am 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 my audit.

I 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 my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I 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. I describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated on my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

I did not audit the financial statement of one subsidiary and one LLP, with controlling interest held by the holding company, whose financial statements reflect total assets of ₹789.69 Lacs and net assets ₹762.31 Lacs as at March 31, 2025, total revenue of ₹21.73 Lacs, total net profit after tax of ₹15.13 lacs, total comprehensive income (comprising of profit and other comprehensive income) of ₹44.86 Lacs and net cash flows of ₹(-) 31.62 lacs for the year ended on that date, as considered in the consolidated financial statements. The Financial Statements of the subsidiary and LLP is audited by other auditor whose report have been furnished to me by the Management. In my opinion and according to the information and explanations given to me by the Management and my opinion on the consolidated financial statements in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of section 143 of the Act including report on other information in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

My opinion on the Consolidated Financial Statements in so far as it relates to the amounts and disclosures included in respect of the subsidiary and my report on Other Legal and Regulatory requirements below, is not modified in respect of the above matters with respect to my reliance on the work done and the reports of the other auditor.

### Report on Other Legal and Regulatory Requirements

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the Order) issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's Report, according to the information and explanations given to me and based on the CARO report issued by the Auditor of the subsidiary company included in the Consolidated Financial Statements of the Holding Company, to which reporting under CARO is applicable, provided to me by the Management of the Holding Company and based on the identification of matters of qualifications or adverse report in its CARO report by the respective component auditor and provided to us, I report that the Auditor of such company has not reported any qualifications or adverse remarks in its CARO report.
2. As required by section 143(3) of the Act, based on my audit and on consideration of the reports of other Auditor on separate financial statements of the subsidiary company, referred to in the other matter paragraph above, I report to the extent applicable, that:
  - » I have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of my audit of the aforesaid consolidated financial statements;
  - » In my opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from my examination of those books and the reports of the other Auditor.
  - » The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income) and the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of the preparation of the consolidated financial statements.
  - » In my opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
  - » On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025, taken on record by the Board of Directors of the Holding Company and the report of the Statutory Auditor of its subsidiary company, none of the directors of the Group Companies are disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164(2) of the Act.
  - » With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to my separate report in "Annexure A", which is based on the Auditor's Report of the Parent and subsidiary company to whom internal financial controls over financial reporting is applicable. My report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of these companies.
  - » In my opinion, the managerial remuneration for the year ended March 31, 2025 paid by the Holding Company to its directors is in accordance with the provisions of section 197 read with Schedule V to the Act, and
  - » With respect to 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 my opinion and to the best of my information and according to the explanations given to us:

- (i) The Consolidated financial statements has disclosed the impact of pending litigations on its consolidated financial position of the Group.
- (ii) The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
- (iv) (a) The respective Managements of the holding company and its subsidiary which are incorporated in India whose Financial Statements have been audited under the Act, have represented to us and to the other Auditor of the such subsidiary company respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or by such subsidiary to or in any other person or entity, including foreign entity (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 or of such subsidiary (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the company and its subsidiary which are incorporated in India whose financial statements have been audited under the Act, have represented to us and to the other Auditor of such subsidiary respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company or by such subsidiary company from any person any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company or such subsidiary 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 to or on behalf of the Ultimate Beneficiaries.

- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and the other Auditor of the subsidiary company whose Financial Statements have been audited under the Act, nothing has come to our or other Auditor's notice that has caused us or the other Auditor to believe that the representation under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (v) (a) The dividend proposed in the previous, declared and paid by the Holding Company during the year is in accordance with section 123 of the Companies Act, 2013, as applicable.
- (b) The Board of Directors of the Holding Company has not proposed any dividend for the year.
- (vi) Based on our examination which included test checks, except for the instances mentioned below, the Group has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same operated throughout the year for all relevant transactions recorded in the respective software :
  - a) The feature of recording audit trail (edit log) facility is not available at the database level to log any direct data changes for the accounting software used for maintaining the books of accounts relating to general ledger and inventory.
  - b) The feature of recording audit trail (edit log) facility provide the details of the modification done in the books of accounts at the application level.

Further, where audit trail (edit log) facility was enabled and operated throughout the year for the accounting software, we did not come across any instance of the audit trail feature being tampered with.

The daily back-up of audit trail (edit log) in respect of its accounting software for maintenance of accounting records is not preserved by the Group as the accounting software does not have the facility to generate the report of audit trail.

- As required by clause (xxi) of paragraph 3 of the Companies (Auditor's Report) Order, 2020 (the Order) issued by the Central Government in terms of Section 143(11) of the Act based on the consideration of the Order reports issued by us and by the respective other auditors as mentioned in above paragraph, of companies included in the consolidated financial statements and covered under the Act we report that :

- a) There were no qualifications/adverse remarks reported by us and other auditors in the Order reports of the companies included in the consolidated financial statements for the year ended 31<sup>st</sup> March, 2025 for which such Order reports have been issued till date and made available to us :

Sl. No.	Name	CIN	Relationship	Clause no. of the CARO report which is qualified or adverse
1	Hindcon Solutions Pvt Ltd	U51109WB2008PTC131488	Subsidiary	No qualification/ Adverse remarks

Kolkata  
May 30, 2025.

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOZ3925

## Annexure - A to the Auditors' Report

Referred to in paragraph 6 under 'Report on other legal and regulatory requirements' section of my report of even date.

**Report on the Internal Financial Controls over financial reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

### Opinion

In conjunction with my audit of the consolidated financial statements of **Hindcon Chemicals Limited** ("herein after referred to as "the Company") as of and for the year ended **31<sup>st</sup> March, 2025**, we have audited the internal financial controls with reference to consolidated financial statements of the Company and its subsidiary company incorporated in India as of date.

In my opinion, to the best of my information and according to the explanations given to me and based on the the consideration of the report of the other Auditor referred to in the other matters paragraph, the Company and its subsidiary company incorporated in India, in all material respects, an adequate internal financial control system with reference to consolidated financial statements and such internal financial controls were operating effectively as at 31<sup>st</sup> March, 2025, based on the internal controls with reference to consolidated financial statements criteria established by the respective companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company and its subsidiary company which are incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

My responsibility is to express an opinion on the internal financial controls with reference consolidated financial statements of the Company and its subsidiary company incorporated in India, based on my audit. I conducted my audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and prescribed

under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statement. Those Standards and the Guidance Note require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and whether such controls operated effectively in all material respects.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to consolidated financial statement and their operating effectiveness. My audit of internal financial controls with reference to consolidated financial statement included obtaining an understanding of internal financial controls with reference to consolidated financial statement, 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 judgment, including the assessment of the risks of material misstatement of the consolidated financial statement, whether due to fraud or error.

I believe that the audit evidence I have obtained and the audit evidence obtained by the other Auditor of the subsidiary company which are incorporated in India, in terms of its report referred to in the other matters paragraph, is sufficient and appropriate to provide a basis for my audit opinion on the internal financial controls system with reference to consolidated financial statement of the Company and its subsidiary company incorporated in India.

### Meaning of Internal Financial Controls with reference to consolidated financial statement

A Company's internal financial control with reference to consolidated financial statement 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 consolidated financial statement 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 Group 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 Consolidated Financial Statements.

### **Inherent Limitations of Internal Financial Controls with reference to consolidated financial statement**

Because of the inherent limitations of internal financial controls with reference to consolidated financial statement, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the

internal financial controls with reference to consolidated financial statement to future periods are subject to the risk that the internal financial control with reference to consolidated financial statement may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Kolkata  
May 30, 2025.

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOZ3925

# Consolidated Balance Sheet

As At 31 March 2025

(₹ in Lacs)

	Note	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, plant and equipment	5	711.02	624.88
(b) Financial assets			
(i) Investments	6	475.71	466.29
(ii) Other financial assets	7	469.36	443.52
(c) Deferred tax assets (net)	8	65.72	51.92
(d) Non-Current tax asset (net)	15	42.34	43.87
(e) Other assets	9	77.82	7.08
<b>Total Non-current assets</b>		<b>1,841.97</b>	<b>1,637.56</b>
<b>(2) Current assets</b>			
(a) Inventories	10	199.32	153.17
(b) Financial assets			
(i) Trade receivables	11	2,161.40	2,224.04
(ii) Cash and cash equivalents	12	612.57	875.86
(iii) Other bank balances	13	784.50	303.03
(iv) Loans	14	430.00	380.00
(v) Other financial assets	7	39.15	20.84
(c) Current tax asset	15	175.29	225.44
(d) Other assets	9	139.11	136.68
<b>Total Current assets</b>		<b>4,541.34</b>	<b>4,319.06</b>
<b>TOTAL ASSETS</b>		<b>6,383.31</b>	<b>5,956.62</b>
<b>EQUITY AND LIABILITIES</b>			
<b>(3) Equity</b>			
(a) Equity share capital	16	767.20	767.20
(b) Other equity	17	4,635.42	4,228.23
<b>Equity Attributable to the Owners of the Company</b>		<b>5,402.62</b>	<b>4,995.43</b>
Non- Controlling Interests	18	64.01	59.44
<b>Total Equity</b>		<b>5,466.63</b>	<b>5,054.87</b>
<b>Liabilities</b>			
<b>(4) Non-current liabilities</b>			
(a) Financial Liabilities			
(i) Other financial liabilities	19	6.92	5.79
(b) Provisions	20	38.26	23.09
(c) Deferred tax assets (net)	8	24.68	-
<b>Total Non-current liabilities</b>		<b>69.86</b>	<b>28.88</b>
<b>(5) Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	21	76.54	-
(ii) Trade payables	22		
- Total Outstanding dues of Micro and small enterprises		133.79	8.79
- Total Outstanding dues of creditors other than micro and small enterprises		403.60	531.74
(iii) Other financial liabilities	19	2.43	1.91
(b) Other liabilities	23	86.84	84.56
(c) Provisions	20	-	20.32
(d) Current tax liabilities	24	143.62	225.55
<b>Total Current liabilities</b>		<b>846.82</b>	<b>872.87</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>6,383.31</b>	<b>5,956.62</b>

Notes Forming part of the Consolidated Financial Statements

1-48

As per my report of even date attached

For and on behalf of Board of Directors  
of Hindcon Chemicals Limited

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOZ3925

Kolkata  
May 30, 2025.

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)



## Consolidated Statement of Profit and Loss for the year ended 31 March 2025

(₹ in Lacs)

Particulars	Note	Year ended 31 March 2025	Year ended 31 March 2024
<b>I</b> Revenue from operations	25	5,658.68	6,450.94
<b>II</b> Other income	26	189.23	168.34
<b>III Total income (I + II)</b>		<b>5,847.91</b>	<b>6,619.28</b>
<b>IV Expenses</b>			
a) Cost of materials consumed	27	3,557.04	3,201.60
b) Purchase of stock-in-trade	28	439.71	1,433.22
c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	29	-0.57	5.67
d) Employee benefits expense	30	557.03	496.29
e) Finance costs	31	7.72	7.56
f) Depreciation and amortisation expense	5	81.98	35.38
g) Other expenses	32	682.33	604.47
<b>Total expenses (IV)</b>		<b>5,325.24</b>	<b>5,784.19</b>
<b>V Profit before tax (III-IV)</b>		<b>522.67</b>	<b>835.09</b>
<b>VI Tax expense:</b>			
Current Tax		144.31	225.61
Deferred Tax		-4.64	-13.72
<b>Total Tax Expense</b>		<b>139.67</b>	<b>211.89</b>
<b>VII Profit for the year (V-VI)</b>		<b>383.00</b>	<b>623.20</b>
<b>VIII Other comprehensive income/(loss)</b>			
<b>A. Items that will not be reclassified subsequently to profit and loss</b>			
(a) Remeasurements gain/(loss) on post-employment defined benefit plans		16.45	-6.83
(b) Fair value changes of Investments in Equity Shares		66.58	222.16
<b>B. Income taxes on items that will not be reclassified to profit and loss</b>		-15.51	-28.48
<b>Total other comprehensive income/(loss)</b>		<b>67.52</b>	<b>186.85</b>
<b>IX Total comprehensive income for the year (VII+VIII)</b>		<b>450.52</b>	<b>810.05</b>
<b>Profit for the year attributable to :</b>			
Owners of the Company		380.09	618.06
Non-controlling interests		2.91	5.14
<b>Total comprehensive income attributable to :</b>			
Owners of the Company		445.95	799.38
Non-controlling interests		4.57	10.67
<b>X Earnings per Share (Face Value ₹2 each)</b>			
- Basic (₹)	34	<b>1.00</b>	<b>1.62</b>
- Diluted (₹)	34	<b>1.00</b>	<b>1.62</b>

### Notes Forming part of the Consolidated Financial Statements

1-48

As per my report of even date attached

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOZ3925

Kolkata  
May 30, 2025.

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)

## Consolidated Statement of Changes in Equity for the year ended 31 March 2025

### A. Equity share capital

(₹ in Lacs)

Particulars	Amount
Balance as at 1 April 2023	767.20
Changes in equity share capital during 2023-24	-
Balance as at 31 March 2024	767.20
Changes in equity share capital during 2024-25	-
Balance as at 31 March 2025	767.20

### B. Other Equity

Particulars	Reserves & Surplus				Other Comprehensive Income Equity Instruments through Other Comprehensive Income	Total	Non Controlling Interest	Net Total
	Securities Premium	Retained earnings	General Reserve	Capital Reserve on Consolidation				
Balance at 1 April 2023	635.02	2,456.40	66.99	380.64	-71.44	3,467.61	48.77	3,516.38
Profit or Loss	-	618.06	-	-	-	618.06	5.14	623.20
Other comprehensive income (net of tax)	-	-5.07	-	-	186.39	181.32	5.53	186.85
Total comprehensive income	-	612.99	-	-	186.39	799.38	10.67	810.05
Dividend	-	-38.76	-	-	-	-38.76	-	-38.76
Reclassification Adjustment for Profit on Sale of Equity Shares	-	41.58	-	-	-41.58	-	-	-
Balance at 31 <sup>st</sup> March, 2024	635.02	3,072.21	66.99	380.64	73.37	4,228.23	59.44	4,287.67
Profit or Loss	-	380.09	-	-	-	380.09	2.91	383.00
Other comprehensive income (net of tax)	-	-	-	-	65.86	65.86	1.66	67.52
Total comprehensive income	-	380.09	-	-	65.86	445.95	4.57	450.52
Dividend	-	-38.76	-	-	-	-38.76	-	-38.76
Reclassification Adjustment for Profit on Sale of Equity Shares	-	38.88	-	-	-38.88	-	-	-
Balance at 31 <sup>st</sup> March, 2025	635.02	3,452.42	66.99	380.64	100.35	4,635.42	64.01	4,699.43

- (i) Dividend paid by the Holding Company during the year ended March 31, 2025 for the Financial Year 2024-25 (Final Dividend) is ₹0.10 per equity share of face value ₹2 each fully paid up (March 31, 2024: For the Financial Year 2023-24 Interim Dividend of ₹0.50 per equity share of face value ₹10 each fully paid up)
- (ii) The Board of Directors of the Holding Company have not proposed any Final Dividend for the Financial Year 2024-25.

As per my report of even date attached

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

Sd/-  
(CA. Anushka Gupta)  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOZ3925

Kolkata  
May 30, 2025.

Sd/-  
(Nilima Goenka)  
(Whole Time Director)  
(DIN : 00848225)

Sd/-  
(Ankita Banerjee)  
(Company Secretary)

Sd/-  
(Sanjay Goenka)  
(Chairman and Managing Director)  
(DIN : 00848190)

Sd/-  
(Kashinath Dey)  
(Chief Financial Officer)

## Consolidated Statement of Cash Flow for the year ended 31 March 2025

(₹ in Lacs)

Particulars	Year Ended March 31, 2025		Year Ended March 31, 2024	
	Amount	Amount	Amount	Amount
<b>A. Cash Flows from Operating Activities</b>				
<b>Net Profit/(Loss) before tax</b>		522.67		835.09
Adjustment for:				
Depreciation	81.98		35.38	
Interest expense	7.72		7.56	
Profit on Sale of Property, Plant & Equipments	-3.44		-	
Sundry Balances Written Off	0.02		-	
Dividend Income	-4.00		-3.96	
Provision for Bad Debts	13.96		43.99	
Provision for Gratuity	13.03		13.48	
Interest Income	-177.04	-67.77	-140.02	-43.57
<b>Operating cash flows before working capital changes</b>		<b>454.90</b>		<b>791.52</b>
Working capital adjustments:				
(Increase)/Decrease in Inventories	-46.15		178.90	
(Increase)/Decrease in Trade Receivables	48.68		349.97	
(Increase)/Decrease in Loans, Financial Assets & Other Assets	-6.88		-26.55	
Increase/(Decrease) in Trade Payables	-3.15		-201.22	
(Increase)/Decrease in Financial Liabilities and Other Liabilities	1.70	-5.80	56.37	357.47
<b>Cash generated from operations</b>		<b>449.10</b>		<b>1,148.99</b>
Income tax paid (net)	-174.55	-174.55	-230.94	-230.94
<b>Net Cash from / (used in) Operating Activities (A)</b>		<b>274.55</b>		<b>918.05</b>
<b>B. Cash Flows from Investing Activities</b>				
Purchase of Property, plant & equipment including CWIP	-234.50		-364.04	
Purchase/Sale of Investments (Nett)	57.16		-25.30	
(Increase)/Decrease in Loans	-50.00		37.98	
(Increase)/Decrease in Term Deposits with Bank	-503.79		-450.40	
Dividend Received	4.00		3.96	
Interest Received	158.69		148.98	
<b>Net Cash used in Investing Activities (B)</b>		<b>-568.44</b>		<b>-648.82</b>

## Consolidated Statement of Cash Flow for the year ended 31 March 2025

(₹ in Lacs)

Particulars	Year Ended March 31, 2025		Year Ended March 31, 2024	
	Amount	Amount	Amount	Amount
<b>C. Cash Flow from Financing Activities</b>				
Increase/ (Decrease) in Short-term Borrowings	76.54		-98.15	
Dividend paid	-38.24		-38.70	
Interest Paid	-7.70		-6.65	
<b>Net Cash from Financing Activities (C)</b>		<b>30.60</b>		<b>-143.50</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A + B + C)</b>		-263.29		125.73
<b>Cash and Cash Equivalents at the beginning of the year</b>		875.86		750.13
<b>Closing Cash and Cash Equivalents (Refer Note No. 12)</b>		<b>612.57</b>		<b>875.86</b>

### Note:

- The above Consolidated Statement of Cash Flow has been prepared under the "Indirect method" as set out in Ind AS - 7, 'Statement of Cash Flows'.
- Figures in (-) indicate cash outflow.
- Direct Taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

### Notes Forming part of the Consolidated Financial Statements

1-48

As per my report of even date attached

For and on behalf of Board of Directors  
of **Hindcon Chemicals Limited**

**Sd/-**  
**(CA. Anushka Gupta)**  
Chartered Accountant  
Membership No.313960  
UDIN: 25313960BMOWOZ3925

Kolkata  
May 30, 2025.

**Sd/-**  
**(Nilima Goenka)**  
(Whole Time Director)  
(DIN : 00848225)

**Sd/-**  
**(Ankita Banerjee)**  
(Company Secretary)

**Sd/-**  
**(Sanjay Goenka)**  
(Chairman and Managing Director)  
(DIN : 00848190)

**Sd/-**  
**(Kashinath Dey)**  
(Chief Financial Officer)

# Notes to the Consolidated Financial Statements for the year ended 31 March 2025

## 1. Group Overview

Hindcon Chemicals Limited (the "Company") is a public limited company incorporated in India on 25.08.1998 vide CIN No. L24117WB1998PLC087800. The shares of the Company are listed on the National Stock Exchange of India Ltd. The Manufacturing unit of the Company is located in Howrah and Munshirhat, West Bengal.

The Company, its subsidiary company and entity wherein the Company has acquired controlling interest are referred to as the Group hereunder. The Group is primarily engaged in the business of manufacturing & sale of Sodium Silicate & construction chemicals and in trading activities.

## 2. Basis of Consolidation

### Subsidiaries

Subsidiaries are all entities over which the group has control. The group controls an entity 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 its powers to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. The Group reassesses whether or not it controls an investee, if facts and circumstances indicate that there are one or more changes to elements of controls described above.

The acquisition method of accounting is used to account for business combinations by the group.

The group combines the financial statements of the parent and its subsidiary company line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non- controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

### Change in ownership status

The group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary companies. Any difference between the amount of adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the group ceases to consolidate for an investment because of a loss of control, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in consolidated statement of profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to consolidated statement of profit or loss.

## 3. Basis of Preparation

### 3.1 Statement of Compliance

The Consolidated Financial Statements comply in all material respects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and other relevant provisions of the Act, as amended.

Accounting policies have been consistently applied to all the periods presented in the Consolidated Financial Statements, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Consolidated Financial Statements have been prepared on accrual and going concern basis."

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

As the year end figures are taken from the source and rounded off to the nearest digits, the figures reported for the previous quarters might not always add up to the year end figures reposted in this statement.

### 3.2 Functional and presentation currency

The Consolidated financial statements have been presented in Indian Rupees (₹) which is also the Group's presentation currency. All financial information presented in ` has been rounded off to the nearest lacs as per the requirements of Schedule III, unless otherwise stated.

### 3.3 Basis of measurement

The Consolidated financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

- (i) Certain financial assets and financial liabilities measured at fair value;
- (ii) Employee's defined benefit plan as per actuarial valuation.

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

### 3.4 Use of judgments and estimates

The preparation of the Consolidated Financial Statements in conformity with Ind AS required the management to make estimates, assumptions and judgements. These estimates, judgement and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the Consolidated financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates, which involve complex and subjective judgements and the use of assumptions in these financial statements, have been disclosed in Note 3.5. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates and judgements re reflected in the financial statements in the period in which change are made and, if material, their effects are disclosed in the notes to the Consolidated financial statements.

### 3.5 Critical accounting estimates and judgements

Preparation of the Consolidated Financial Statements require the use of accounting estimates, judgements and assumptions which by definition will seldom equal the actual results. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the Consolidated Financial Statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the Standalone Financial Statements. This note provides an overview of the areas that involve a higher degree of judgement or complexity and of items that are more likely to be materially adjusted due to estimates and assumptions turning out to be different that those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of of calculation for each affected line item of Consolidated Financial Statements.

The areas involving critical estimates or judgements are :

- i) Estimation of useful life of tangible assets : Note 4.1
- ii) Estimation of credit losses on trade receivables : Note 4.2
- iii) Fair value measurement : Note 4.2
- iv) Estimation of defined benefit obligations : Note 4.5
- v) Estimation of claims/liabilities : Note 4.6
- vi) Estimation of Income Tax : Note 4.9

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 3.6 Measurement of fair values

A number of the Group accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

### 3.7 Operating Cycle

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

The asset/liability is classified as current if it satisfies any of the following conditions :

- a) The asset/liability is expected to be realised/settled in the Group's normal operating cycle;
- b) The asset is intended for sale or consumption;
- c) The asset/liability is held primarily for the purpose of trading;
- d) The asset/liability is expected to be realized/settled within twelve months after the reporting period;
- e) the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date
- f) In case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date

The Group classifies all other assets and liabilities as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as 12 months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

### 3.8 New Standards/Amendments notified but not yet effective

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 not notified any other new standards or amendments to the existing standards applicable to the Group.



## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 4. Significant Accounting Policies

#### 4.1 Property, Plant and Equipment

##### i. Recognition and measurement

Property, plant and equipment held for use in the production or/and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation and accumulated impairment losses (if any). Freehold Land is carried at Historical cost.

Cost of an item of property, plant and equipment acquired comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting any trade discounts and rebates, any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located.

In case of self-constructed assets, cost includes the costs of all materials used in construction, direct labour, allocation of directly attributable overheads, directly attributable borrowing costs incurred in bringing the item to working condition for its intended use, and estimated cost of dismantling and removing the item and restoring the site on which it is located. The costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling items produced while bringing the asset to that location and condition are also added to the cost of self-constructed assets.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

##### ii. Subsequent expenditure

Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefits associated with the cost incurred 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 derecognized when replaced.

Major Inspection/ Repairs/ Overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any unamortized part of the previously recognized expenses of similar nature is derecognized.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as Capital Advances under other non-current assets.

##### iii. Depreciation and Amortisation

Depreciation is provided on written down method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.

Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed off).

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

The estimated useful lives used for computation of depreciation are as follows;

1) Building, Factory Shed & office premises	-	30 years
2) Computer and data Processing Units	-	3 to 6 years
3) Office Equipments	-	5 to 15 years
4) Furniture and fixtures	-	10 years
5) Plant & Machinery	-	15 years
6) Vehicles	-	8 to 10 years
7) Electrical Installations	-	10 years
8) Laboratory Equipments	-	10 years

# Notes to the Consolidated Financial Statements for the year ended 31 March 2025

## iv. Disposal of Assets

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between net disposal proceeds and the carrying amount of the asset and is recognized in the Consolidated Statement of Profit and Loss.

## v. Capital Work in Progress

Capital work-in-progress is stated at cost which includes expenses incurred during construction period, interest on amount borrowed for acquisition of qualifying assets and other expenses incurred in connection with project implementation in so far as such expenses relate to the period prior to the commencement of commercial production.

## 4.2 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.

### i. Financial Assets

#### Initial recognition and measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Measured at Amortised cost
- Measured at Fair value through other comprehensive income (FVTOCI)
- Measured Fair value through profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

#### Financial assets measured at amortised cost

A debt instrument is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The effective interest rate (EIR) amortisation is included in finance income in the profit or loss.

#### Financial assets measured at FVTOCI

A debt instrument is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the effective interest method is recognized in the Statement of Profit and Loss in investment income.

#### Financial assets measured at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as amortized cost or as FVTOCI, is classified as FVTPL. In addition, the Group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

#### Other Equity Investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are, held for trading are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. In case the Group to classify an equity instrument as at

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment.

### **Derecognition**

The Group derecognizes a financial asset on trade date only 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 entity.

### **Impairment of Financial Assets**

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Group recognizes lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

## **ii. Financial Liability**

### **Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as fair value through profit or loss, loans and borrowings, payables or as derivatives, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

### **Subsequent measurement**

For purposes of subsequent measurement, financial liabilities are classified in following categories:

- Financial liabilities measured through profit or loss (FVTPL)
- Financial liabilities measured at amortised cost

### **Financial liabilities measured through FVTPL**

A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss.

### **Financial liabilities measured at amortised cost**

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and any gain or loss on derecognition are recognised in profit or loss.

Interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximates fair value due to the short maturity of these instruments."

### **Derecognition**

A financial liability (or a part of a financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

## **iii. Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counterparty.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 4.3 Inventories

Inventories are valued at Cost or Net Realizable Value, whichever is lower. Costs incurred in bringing each product to its present location and condition are as follows:

Raw Materials, Consumables, and Packing Materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

Work-in-progress and Finished Goods: Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost is determined on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

### 4.4 Impairment of Non-Financial Assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful lives of the assets. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (Cash Generating Units – CGU).

An impairment loss is recognized as an expense in the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been an improvement in recoverable amount.

### 4.5 Employee Benefits

#### i) Short Term Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period.

#### ii) Post-Employment Benefits

The Group operates the following post-employment schemes:

##### Defined Benefit Plans

The liability or asset recognized in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method.

The liability recognized for defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. The benefits are discounted using the government securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of related obligation.

Remeasurement of the net defined benefit obligation, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling, are recognized in other comprehensive income. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to the Statement of Profit and Loss.

##### Defined Contribution Plan

Defined contribution plans such as provident fund, ESI etc. are charged to the Statement of Profit and Loss as and when incurred.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 4.6 Provisions, Contingent Liabilities and Contingent Assets

#### i) Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

#### ii) Onerous Contracts

Present obligations arising under onerous contracts are recognized and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefits expected to be received from it.

#### iii) Contingent Liabilities

Contingent liability is a possible obligation arising from past events and 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 or a present obligation that arises from past events but is not recognized because it is not possible that an outflow of resources embodying economic benefit will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Group discloses the existence of contingent liabilities in other Notes to the Consolidated Financial Statements.

#### iv) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

### 4.7 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

#### a) Sale of Goods

Sale of goods is recognised at the point in time when control of the goods is transferred to the customer. The revenue is measured on the basis of the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, or other contractual reductions. As the period between the date on which the Group transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are taken into account.

#### b) Sale of Services

In contracts involving the rendering of services, revenue is measured using the completed service method.

#### c) Other Operating Revenue

Export incentive and subsidies are recognized when there is reasonable assurance that the Group will comply with the conditions and the incentive will be received. Insurance & other claims, where quantum of accruals cannot be ascertained with reasonable certainty are recognized as income only when revenue is virtually certain which generally coincides with receipt/acceptance.

#### d) Interest Income

For all financial instruments measured at amortized cost, Interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset.

#### e) Dividend Income

Dividend Income from investments is recognized when the Group's right to receive payment has been established.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### f) **Contract Balances**

#### i) **Contract Assets**

A contract assets is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

#### ii) **Contract Liabilities**

A contract liability is the obligation to transfer services to a customer for which the Group has received consideration from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue the Group performs under the contract.

### 4.8 **Leases**

The Group assesses whether a contract is or contains a lease at inception of the contract. 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 assesses whether

- i) the contract involves the use of an identified asset,
- ii) the Group has substantially all of the economic benefits from the use of the asset through the period of the lease and
- iii) the Group has the right to direct the use of the asset.

#### **Group as a Lessee**

The Group accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. 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. For leases with reasonably similar characteristics, the Group, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Group is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The Group recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Group recognises any remaining amount of the re-measurement in statement of profit and loss.

The Group has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 36 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 4.9 Income Tax

Income tax expense comprises of current and deferred tax. Current tax and deferred tax is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

#### i. Current Tax

Current tax liabilities (or assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities using the tax rates (and tax laws) that have been enacted or substantively enacted, at the end of the reporting period.

#### ii. Deferred Tax

Deferred Income Tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities, and their carrying amounts in the financial statements. Deferred income tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. These are expected to apply in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expenses in the period that includes the enactment or the substantive enactment date.

A Deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The carrying amount of deferred income tax asset is reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax relating to items recognized outside the Statement of Profit and Loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

The Group offsets deferred tax assets and deferred tax liabilities when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balance relate to the same taxation authority. Current tax assets and liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 4.10 Borrowing Costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs also include exchange difference to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. The Group considers a period of 12 months or more as a substantial period of time. All other borrowing costs are recognised as an expense in the period in which they are incurred.

### 4.11 Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

### 4.12 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.



## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 4.13 Foreign Currency Transactions

The Consolidated financial statements of the Group are presented in Indian Rupees (₹) which is the functional currency of the Group and the presentation currency of the Consolidated financial statements.

Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are generally recognized in Statement of Profit and Loss in the year in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those qualifying assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings, the balance is presented in the Statement of Profit and Loss within finance costs.

Non-monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

### 4.14 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

### 4.15 Trade Receivables

Trade receivables are recognised at the amount of transaction price (net of variable consideration) when the right to consideration becomes unconditional. These assets are held at amortised cost, using the effective interest rate (EIR) method where applicable, less provision for impairment based on expected credit loss.

### 4.16 Trade and Other Payables

These amount represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### 4.17 Dividend

Interim dividend declared to equity shareholders, if any, is recognised as liability in the period in which the said dividend is declared by the Board of Directors. Final dividend declared, if any, is recognised in the period in which the said dividend is approved by the Shareholders. Dividend payable is recognised directly in other equity.

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2025 were as follows:

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2024 were as follows:

Particulars	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount
	As At 1 <sup>st</sup> April 2023	Additions/ Adjustments	Deductions/ Adjustments	As At 31 March 2024	For the Year	Deductions/ Adjustments	
<b>Owned Assets</b>							
Freehold Land	132.86	1.00	-	133.86	-	-	133.86
Building	16.57	44.81	-	61.38	1.22	10.62	50.76
Factory Shed	39.61	230.85	-	270.46	5.04	21.07	249.39
Office	18.18	-	-	18.18	0.44	13.90	4.28
Furniture & Fixtures	6.14	3.69	-	9.83	1.03	4.81	5.02

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 5. Property, Plant and Equipment (Contd.)

The changes in the carrying value of property, plant and equipment for the year ended March 31, 2024 were as follows:

Particulars	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount	
	As At 1 <sup>st</sup> April 2023	Additions/ Adjustments	As At 31 March 2024	As At 1 <sup>st</sup> April 2023	For the Year	Deductions/ Adjustments	As At 31 March 2024	As At 31 March 2024
Plant & Machinery	122.39	85.37	207.76	66.11	12.47	-	78.58	129.18
Motor Car	54.52	19.15	73.67	33.08	9.55	-	42.63	31.04
Motor Cycle	1.20	2.06	3.26	1.14	0.32	-	1.46	1.80
Electrical Installations	7.54	4.18	11.72	6.32	0.41	-	6.73	4.99
Laboratory Equipments	1.91	5.23	7.14	1.63	0.28	-	1.91	5.23
Office Equipments	18.75	2.43	21.18	14.84	1.54	-	16.38	4.80
Computer & Accessories	10.08	4.68	14.76	7.25	3.06	-	10.31	4.45
Fire Safety Equipments	0.39	-	0.39	0.29	0.02	-	0.31	0.08
<b>Total</b>	<b>430.14</b>	<b>403.45</b>	<b>833.59</b>	<b>173.33</b>	<b>35.38</b>	<b>-</b>	<b>208.71</b>	<b>624.88</b>
<b>Capital Work-in-Progress</b>	39.41	327.93	-367.34	-	-	-	-	-
<b>Grand Total</b>	<b>469.55</b>	<b>731.38</b>	<b>833.59</b>	<b>173.33</b>	<b>35.38</b>	<b>-</b>	<b>208.71</b>	<b>624.88</b>

Capital Work-In- Progress

Ageing of capital work-in-progress as at March 31, 2024 is as follows :

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Projects in Progress	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**5.1** Refer Note 21 for hypothecation of property, plant and equipment against borrowing.

**5.2** Title deeds for immovable properties of the Group are held in the name of the Holding Company/Subsidiary Company, as the case may be.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 6. Non-Current Investments

(₹ in Lacs)

Particulars	Face Value per Share	Quantity (Nos.)		Amount	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Quoted</b>					
<b>Investments in equity instruments</b>					
<b>At fair value through other comprehensive income</b>					
Adani Ports & Special Economic Zone Ltd	2	1,600	1,600	18.91	21.47
Adani Power Ltd	10	1,500	2,000	7.64	10.68
Aditya Birla Capital Ltd	10	4,000	4,000	7.40	7.02
Aeroflex Industries Ltd	2	-	10,000	-	12.14
Aether Industries Ltd	10	500	-	4.15	-
Afcons Infrastructure Ltd	10	100	-	0.49	-
AJR Infra & Tooling Ltd	2	10,000	10,000	-	-
Antony Waste Handling Cell Ltd	5	500	-	2.68	-
Bajaj Hindusthan Sugar Ltd	1	2,000	2,000	0.39	0.58
Bank of Baroda	2	2	-	-	-
Bharat Petroleum Corporation Ltd	10	4,000	2,000	11.14	12.05
Brightcom Group Ltd	2	10,000	10,000	0.20	1.38
Canara Bank	2	2	-	-	-
Coal India Ltd	10	2	-	-	-
Dollar Industries Ltd	2	-	10,000	-	51.48
Emami Realty Ltd	2	21,000	19,220	24.29	20.19
Equinox India Developments Ltd	10	2,000	-	2.32	-
Filatex India Ltd	1	2,000	1,000	0.75	0.59
Foods & Inns Ltd	1	8,000	5,000	6.55	6.52
Gail (India) Ltd	10	27,450	27,450	50.16	49.70
Gamco Ltd	2	1,73,475	12,000	76.26	28.78
GTL Infrastructure Ltd	10	1,00,000	1,00,000	1.40	1.60
Hathway Cables & Datacom Ltd	2	4,000	5,000	0.52	0.98
HDFC Bank Ltd	1	101	100	1.85	1.45
Hero Motocorp Ltd	2	2	-	0.07	-
HFCL Ltd	1	2,000	-	1.58	-
Himadri Speciality Chemicals Ltd	1	6,300	7,500	26.71	22.67
Hindustan Construction Company Ltd	1	5,000	5,000	1.29	1.58
Hindustan Oil Exploration Company Ltd	10	3,000	-	5.13	-
HUDCO Ltd	10	5,000	5,000	9.97	9.36
Ideaforge Technology Ltd	10	1,000	-	3.46	-

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 6. Non-Current Investments (Contd.)

(₹ in Lacs)

Particulars	Face Value per Share	Quantity (Nos.)		Amount	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Inox Wind Ltd	10	1,500	-	2.44	-
Jagran Prakasham Ltd	2	-	5,000	-	5.13
Jai Balaji Industries Ltd	2	9,000	-	12.42	-
Jaiprakash Associates Ltd	2	1,15,000	1,15,000	3.66	20.64
Jaiprakash Power Ventures Ltd	10	25,000	25,000	3.56	3.81
Jio Financial Services Ltd	10	5,000	2,000	11.37	7.08
Jyoti Structures Ltd	2	7,500	-	1.28	-
KEC International Ltd	2	250	-	1.96	-
Larsen & Toubro Ltd	2	100	100	3.49	3.76
Life Insurance Corporation of India	10	126	126	1.01	1.15
Lincoln Pharmaceuticals Ltd	10	500	500	2.75	2.93
Lloyds Metals & Energy Ltd	1	3,500	5,000	2.02	2.45
Lokesh Machines Ltd	10	1,010	-	1.62	-
Mcleod Russel Ltd	5	5,000	2,000	1.69	0.48
McNally Bharat Engineering Ltd	10	50,000	50,000	5.00	2.40
Muthoot Finance Ltd	10	2	-	0.05	-
NHPC Ltd	10	2	-	-	-
NMDC Ltd	1	4,500	1,500	3.10	3.03
NTPC Ltd	10	2	-	-	-
Oil & Natural Gas Corporation Ltd	5	1,001	3,000	2.47	8.04
Orient Cement Ltd	1	18,000	18,000	61.18	35.24
Orient Greenpower Company Ltd	10	13,000	10,000	1.53	1.87
Orient Paper & Industries Ltd	1	2,000	-	0.46	-
Paramount Communications Ltd	2	-	1,000	-	0.67
Pil Italica Lifestyles Ltd	1	75,000	-	10.89	-
Punjab National Bank Ltd	2	2,500	2,500	2.40	3.11
R.P.P. Infra Projects Ltd	10	-	5,000	-	5.42
Radhe Developers (India) Ltd	1	-	9,446	-	0.30
Rail Vikas Nigam Ltd	10	2,500	2,500	8.79	6.32
Rattanindia Power Ltd	10	20,000	99,000	1.96	8.17
Reliance Industries Ltd	10	500	-	6.38	-
Reliance Power Ltd	10	9,000	10,000	3.87	2.82
Rushil Décor Ltd	1	14,440	1,444	3.03	4.21
SEPC Ltd	10	7,000	5,789	0.98	0.96
Shilpa Medicare Ltd	1	-	1,000	-	4.61
Shree Cements Ltd	10	45	35	13.73	8.99
SJVN Ltd	10	2	-	-	-

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 6. Non-Current Investments (Contd.)

(₹ in Lacs)

Particulars	Face Value per Share	Quantity (Nos.)		Amount	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Quoted</b>					
Skipper Ltd	1	1,000	1,000	4.38	3.23
Som Distilleries & Breweries Ltd	2	100	-	0.12	-
Sterling & Wilson Solar Ltd	1	500	500	1.25	2.62
Sula Vineyards Ltd	2	1,000	1,000	2.69	5.51
Tata Motors Ltd	2	2	-	0.01	-
Tata Steels Ltd	1	3,000	2,000	4.63	3.12
The Indian Hume Pipe Company Ltd	2	500	10,000	1.82	25.47
The Tata Power Company Ltd	1	1,000	1,000	3.75	3.94
The Waterbase Ltd	10	10,000	-	4.65	-
U. Y. Fincorp Ltd	5	45,000	50,000	7.48	12.09
Vishal Fabrics Ltd	5	-	2,325	-	0.43
Vishnu Prakash R Punglia Ltd	10	2,000	-	3.30	-
Vishwaraj Sugar Industries Ltd	2	5,000	5,000	0.39	0.71
Yatharth Hospital & Trauma Care Services Ltd	10	-	1,000	-	4.20
Yes Bank Ltd	2	5,000	5,000	0.84	1.16
<b>Total</b>				<b>475.71</b>	<b>466.29</b>
Aggregate carrying value of quoted investments				<b>475.71</b>	<b>466.29</b>
Aggregate carrying value of unquoted investments				-	-
Aggregate market value of quoted investments				<b>475.71</b>	<b>466.29</b>
Aggregate amount of Impairment in value of investments				-	-

### 7. Other Financial Assets

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Bank deposit*	456.12	-	433.28	-
Security deposit	13.24	-	10.24	-
Interest accrued on Loans and Deposits	-	39.15	-	20.84
<b>Total</b>	<b>469.36</b>	<b>39.15</b>	<b>443.52</b>	<b>20.84</b>

\*Represents deposits with remaining maturity of more than 12 months from the Balance Sheet date.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 8. Deferred Tax Assets (Net)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Deferred Tax Assets</b>		
Property, Plant and Equipment	4.33	3.73
Provision for Expected Credit Loss	51.76	52.31
Retirement Benefit Obligations	9.63	10.91
<b>Deferred Tax Liabilities</b>		
Investments	-24.68	-15.03
<b>Total</b>	<b>41.04</b>	<b>51.92</b>

#### 8.1 Movement in deferred tax assets/(liabilities) balances during the year ended 31 March 2025

Particulars	Opening Balance	Charge/ (Credited) to statement of Profit and Loss	Charge/ (Credited) to OCI	Closing Balance
<b>Deferred Tax (Liabilities)/assets in relation to:</b>				
Property, Plant and Equipment	3.73	-0.60	-	4.33
Provision for Expected Credit Loss	52.31	0.55	-	51.76
Retirement Benefit Obligations	10.91	-4.58	5.86	9.63
Investments	-15.03	-	9.65	-24.68
<b>Total</b>	<b>51.92</b>	<b>-4.63</b>	<b>15.51</b>	<b>41.04</b>

#### 8.2 Movement in deferred tax assets/(liabilities) balances during the year ended 31 March 2024

Particulars	Opening Balance	Charge/ (Credited) to statement of Profit and Loss	Charge/ (Credited) to OCI	Closing Balance
<b>Deferred Tax (Liabilities)/assets in relation to:</b>				
Property, Plant and Equipment	6.40	2.67	-	3.73
Provision for Expected Credit Loss	44.31	-8.00	-	52.31
Retirement Benefit Obligations	7.36	-8.39	4.84	10.91
Investments	8.61	-	23.64	-15.03
<b>Total</b>	<b>66.68</b>	<b>-13.72</b>	<b>28.48</b>	<b>51.92</b>

Deferred Tax Asset amounting to ₹54.87 Lacs as at March, 31 2025 (March 31, 2024 ₹46.17 Lacs) on Long Term Capital losses carried forward has not been recognised due to uncertainty surrounding availability of future long term capital gains against which such loss can be offset.



## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 9. Other Assets

(₹ in Lacs)

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
a) Capital Advances	69.82	-	-	-
b) Advances other than Capital Advance				
i) Deposits (Carried at amortised cost)				
– With Statutory Authorities	-	-	2.10	-
– Others (Unsecured, considered good)	8.00	-	4.98	-
ii) Advance to Suppliers (Unsecured, considered good)	-	66.59	-	91.62
iii) Balances with Revenue Authorities	-	40.52	-	27.88
iv) Prepaid Expenses	-	4.15	-	7.31
v) Advance to Employees	-	21.85	-	9.87
vi) Other Receivables	-	6.00	-	-
<b>Total</b>	<b>77.82</b>	<b>139.11</b>	<b>7.08</b>	<b>136.68</b>

9.1 Deposits with Statutory authorities include deposits for obtaining registration under Indirect Taxes.

9.2 Others include deposits with various parties against supply of services.

9.3 Balance with revenue authorities primarily relate to input credit entitlement, refunds and amounts paid under protest in respect of demands and claims from revenue authorities.

9.4 Other receivables relate to amount due from Share Broker and for Dividend receivable.

### 10. Inventories

Particulars	As at 31 March 2025	As at 31 March 2024
(Valued at the lower of cost and net realisable value)		
Raw materials	198.40	152.82
Work-in-progress	0.92	0.35
<b>Total</b>	<b>199.32</b>	<b>153.17</b>

### 11. Trade Receivables

Particulars	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
(a) Trade Receivables considered good – Secured	-	-
(b) Trade Receivables considered good – Unsecured	2,161.40	2,224.04
(c) Trade receivables which have significant increase in credit risk	205.65	207.77
Less: Allowance for expected credit loss	-205.65	-207.77
(d) Trade Receivables – credit impaired	-	-
<b>Total</b>	<b>2,161.40</b>	<b>2,224.04</b>
(a) Receivables from related parties (Refer note no. 36)	-	3.11
(b) Others	2,161.40	2,220.93
<b>Total</b>	<b>2,161.40</b>	<b>2,224.04</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 11. Trade Receivables (Contd.)

#### Movement in allowance for expected credit losses of receivables :

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at beginning of the year	207.77	176.00
Charge/(release) during the year	-2.12	31.77
<b>Balance at end of the year</b>	<b>205.65</b>	<b>207.77</b>

**11.1** In determining allowance for credit losses of trade receivables, the Group has used the practical expedient by computing the expected credit loss allowance based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on ageing of the receivables and rates used in the provision matrix.

**11.2** The Group considers its maximum exposure to credit risk with respect to customers as at March 31, 2025 to be ₹21.61 Lacs (March 31, 2024 - ₹22.24 Lacs), which is the carrying value of trade receivables after allowance for credit losses.

**11.3** There are no outstanding receivables due from directors or other officers of the Group.

#### 11.4 Trade receivables ageing schedule for the year ended March 31, 2025 were as follows:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,760.18	200.96	138.54	61.72	-	2,161.40
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	54.19	82.39	0.20	68.87	205.65
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables—considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-54.19	-82.39	-0.20	-68.87	-205.65
<b>Total</b>	<b>1,760.18</b>	<b>200.96</b>	<b>138.54</b>	<b>61.72</b>	<b>-</b>	<b>2,161.40</b>

#### 11.5 Trade receivables ageing schedule for the year ended March 31, 2024 were as follows:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,737.73	324.82	138.68	18.76	4.05	2,224.04
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	24.43	24.43
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables—considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	183.34	183.34
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-
Less: Allowance for expected credit loss	-	-	-	-	-207.77	-207.77
<b>Total</b>	<b>1,737.73</b>	<b>324.82</b>	<b>138.68</b>	<b>18.76</b>	<b>4.05</b>	<b>2,224.04</b>

**11.6** There are no unbilled receivables as at March 31, 2025 and March 31, 2024.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 12. Cash and Cash Equivalents

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- In current accounts	3.56	14.80
- In deposits accounts*	607.40	860.21
Cash on hand	1.61	0.85
<b>Total</b>	<b>612.57</b>	<b>875.86</b>

\*Represents deposits with remaning maturity of 3 months or less from the Balance Sheet date

### 13. Other Bank Balances

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- In deposits accounts*	782.07	301.12
Earmarked balances with Bank		
- Unclaimed dividend	2.43	1.91
<b>Total</b>	<b>784.50</b>	<b>303.03</b>

\*Represents deposits with remaining maturity of more than 3 months and less than 12 months from the Balance Sheet date

### 14. Loans

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Loan Given (unsecured, considered good)				
- To Others	-	430.00	-	380.00
<b>Total</b>	<b>-</b>	<b>430.00</b>	<b>-</b>	<b>380.00</b>

**14.1** Other Loan primarily represents loans given to other entities to be used in the ordinary course of business. (Please see note no.41)

**14.2** The Group has not advanced or has not given any loan or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

**14.3** There are no outstanding loans/advances in the nature of loan from promoters, key management personnel or other officers of the Group.

### 15. Non-Current/Current Tax Assets

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Advance payment of Tax (including TDS & TCS)	42.34	175.29	43.87	225.44
<b>Total</b>	<b>42.34</b>	<b>175.29</b>	<b>43.87</b>	<b>225.44</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 16. Equity Share Capital

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Authorised</b>		
5,50,00,000 Equity Shares of ₹2 each	1,100.00	1,100.00
<b>Total</b>	<b>1,100.00</b>	<b>1,100.00</b>
<b>Issued, subscribed and fully paid-up</b>		
3,83,60,125 Equity Shares of ₹2 each	767.20	767.20
<b>Total</b>	<b>767.20</b>	<b>767.20</b>

#### 16.1 Reconciliation of number of equity shares outstanding at the beginning and at the end of the period

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number	Amount	Number	Amount
Balance as at the beginning of the year	3,83,60,125	767.20	76,72,025	767.20
Number of shares after sub-division of shares	-	-	3,83,60,125	767.20
Shares issued during the year	-	-		
<b>Balance as at the end of the year</b>	<b>3,83,60,125</b>	<b>767.20</b>	<b>3,83,60,125</b>	<b>767.20</b>

#### 16.2 Rights, preferences and restrictions attaching to Equity Shares

The Group has only one class of equity shares having a par value of ₹2 each. Each holder of equity shares is entitled to one vote per share. The Group declares and pays dividend in Indian rupee. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the equity shareholders of the Group are eligible to receive the remaining assets of the Group after distribution of all preferential amounts in proportion to their shareholding.

**16.3** No shares have been reserved for issue under options and contracts / commitments for the sale of shares / disinvestment as at the balance sheet date.

**16.4** No convertible securities has been issued by the Group during the year.

**16.5** No calls are unpaid by any Director and officer of the Group during the year.

**16.6** Aggregate number of bonus shares issued, share issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

Particulars	No of Shares	
	As at 31 March 2025	As at 31 March 2024
Equity Shares allotted as fully paid bonus shares	-	-
Equity Shares allotted as fully paid for consideration other than cash	-	-
Equity Shares bought back	-	-

#### 16.7 Particulars of shareholders holding more than 5% shares of fully paid up equity shares

Name of the Shareholder	As at 31 March 2025		As at 31 March 2024	
	Number	% of total shares in the class	Number	% of total shares in the class
Sanjay Goenka	95,38,842	24.87	94,87,500	24.73
Nilima Goenka	73,38,670	19.13	73,12,470	19.06
Vansh Goenka	28,90,336	7.53	28,89,435	7.53
Sanjay Goenka & Others (HUF)	25,55,000	6.66	25,55,000	6.66

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 16. Equity Share Capital (Contd.)

#### 16.8 Disclosure of share holdings of Promoters

(₹ in Lacs)

Name of the Promoter/ Promoter Group	As at 31 March 2025			As at 31 March 2024		
	Number	% of total shares in the class	% change during the year	Number	% of total shares in the class	% change during the year
Sanjay Goenka	95,38,842	24.87	0.14	94,87,500	24.73	0.19
Nilima Goenka	73,38,670	19.13	0.07	73,12,470	19.06	0.19
Vansh Goenka	28,90,336	7.53	-	28,89,435	7.53	0.10
Sanjay Goenka & Others (HUF)	25,55,000	6.66	-	25,55,000	6.66	-

### 17. Other Equity

Components	Note	As at 31 March 2025	As at 31 March 2024
Securities Premium	a	635.02	635.02
General Reserve	b	66.99	66.99
Capital Reserve On Consolidation	c	380.64	380.64
Retained Earnings	d	3,452.42	3,072.21
Other Comprehensive Income	e	100.35	73.37
<b>Total</b>		<b>4,635.42</b>	<b>4,228.23</b>

Particulars	For the year 31 March 2025	For the year 31 March 2024
<b>a) Securities Premium</b>		
Balance at the Beginning of the year	635.02	635.02
Changes during the year	-	-
Balance at the end of the year	<b>635.02</b>	<b>635.02</b>
<b>b) General Reserve</b>		
Balance at the Beginning of the year	66.99	66.99
Changes during the year	-	-
Balance at the end of the year	<b>66.99</b>	<b>66.99</b>
<b>c) Capital Reserve On Consolidation</b>		
Balance at the Beginning of the year	380.64	380.64
Changes during the year	-	-
Balance at the end of the year	<b>380.64</b>	<b>380.64</b>
<b>d) Retained Earnings</b>		
Balance at the Beginning of the year	3,072.21	2,456.40
Profit for the year	380.09	612.99
Dividend	-38.76	-38.76
Transfer within Equity *	38.88	41.58
Balance at the end of the year	<b>3,452.42</b>	<b>3,072.21</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 17. Other Equity (Contd.)

(₹ in Lacs)

Particulars	For the year 31 March 2025	For the year 31 March 2024
<b>e) Other Comprehensive Income</b>		
Balance at the Beginning of the year	73.37	-71.44
Changes during the year	65.86	186.39
Transfer within Equity *	-38.88	-41.58
Balance at the end of the year	<b>100.35</b>	<b>73.37</b>

#### 17.1 The description of the nature and purpose of each reserve within equity is as follows:

- Securities premium : This represents amount received towards issue of equity shares over their face value. This amount can be utilised in accordance with the provisions of Companies Act, 2013.
- General Reserve : This represents the profit of the Group after allocation to Non-controlling Interest and adjustment due to cross holding at the time of consolidation under I-GAAP. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.
- Capital Reserve on Consolidation : This represents excess of the value of net assets acquired over consideration paid in a business combination is recognised as capital reserve on consolidation. This reserve is not available for distribution.

\* Represents gain/(loss) on sale of investments carried at fair value through other comprehensive income re-classified from OCI.

### 18. Non Controlling Interest

Components	As at 31 March 2025	As at 31 March 2024
Balance at the Beginning of the year	59.44	48.77
Share of Profit/(Loss) for the year	4.57	10.67
<b>Total</b>	<b>64.01</b>	<b>59.44</b>

Non-controlling interest represent proportionate share held by minority shareholders in the net assets of subsidiaries and entities where controlling interest is held which are not wholly owned by the Company.

### 19. Other Financial Liabilities

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Security deposit	6.92	-	5.79	-
Unpaid dividend*	-	2.43	-	1.91
<b>Total</b>	<b>6.92</b>	<b>2.43</b>	<b>5.79</b>	<b>1.91</b>

\*Represents dividend amounts either not claimed or kept in abeyance in accordance with Section 126 of the Companies Act, 2013.

### 20. Provisions

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Provision for Gratuity	38.26	-	23.09	20.32
<b>Total</b>	<b>38.26</b>	<b>-</b>	<b>23.09</b>	<b>20.32</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 21. Borrowings

(₹ in Lacs)

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
<b>Secured</b>				
Repayable on demand from bank	-	0.86	-	-
Cash Credit				
Buyer's Credit from Bank	-	75.68	-	-
<b>Total</b>	-	<b>76.54</b>	-	-

#### 21.1 Nature of security

Cash credit and Buyer's Credit from bank are secured by way of hypothecation charge on all existing and future current assets of the Company. Further secured through first and exclusive mortgage on immovable properties being Land and Building owned by the Company and also by the personal guarantee of the directors of the Company, Mr Sanjay Goenka and Mrs Nilima Goenka.

#### 21.2 Repayment Terms and the applicable rate of interest on the above loan during the year:

- Buyer's Credit from Kotak Mahindra Bank Ltd is repayable on 02.05.2025.
- Rate of Interest on Buyer's Credit from Kotak Mahindra Bank Ltd is 3 months libor plus 1.05% which is 9.50% p.a.
- Rate of Interest on Cash credit is 10.50% p.a. as on March 31, 2025"

### 22. Trade Payables

Particulars	As at 31 March 2025	As at 31 March 2024
Total Outstanding of dues of Micro and Small Enterprises	133.79	8.79
Total Outstanding of dues of Creditors other than Micro and Small Enterprises	403.60	531.74
<b>Total</b>	<b>537.39</b>	<b>540.53</b>

**22.1** Amount due to micro and small enterprises as defined in the "Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Group. The disclosures relating to micro and small enterprises (MSME) is as below :

Particulars	As at 31 March 2025	As at 31 March 2024
a. the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year	133.79	8.79
b. Interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
c. Interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
d. The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
e. Interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-



## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 22. Trade Payables (Contd.)

22.2 Trade payables ageing schedule for the year ended March 31, 2025 were as follows: (₹ in Lacs)

Particulars	Outstanding as on March 31, 2025 from the date of transaction					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	133.79	-	-	-	133.79
(ii) Others	74.92	328.68	-	-	-	403.60
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>74.92</b>	<b>462.47</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>537.39</b>

22.3 Trade payables ageing schedule for the year ended March 31, 2024 were as follows:

Particulars	Outstanding as on March 31, 2025 from the date of transaction					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	8.79	-	-	-	8.79
(ii) Others	22.28	509.46	-	-	-	531.74
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
<b>Total</b>	<b>22.28</b>	<b>518.25</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>540.53</b>

### 23. Other Liabilities

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non Current	Current	Non Current	Current
Statutory Dues	-	27.33	-	22.77
Advances received from customers	-	43.35	-	61.79
Other payables	-	16.16	-	-
<b>Total</b>	<b>-</b>	<b>86.84</b>	<b>-</b>	<b>84.56</b>

23.1 Statutory dues primarily relates to payables in respect to Goods and Service Tax, provident fund, employee state insurance and tax deducted as source.

### 24. Current Tax Liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Provision for Income Tax	143.62	225.55
<b>Total</b>	<b>143.62</b>	<b>225.55</b>

### 25. Revenue from Operations

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Sale of Products	5,563.97	6,326.40
Sale of Services	73.86	97.65
Other Operating Revenue	20.85	26.89
<b>Total</b>	<b>5,658.68</b>	<b>6,450.94</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 25. Revenue from Operations (Contd.)

#### 25.1 Nature of goods and services

The Group is engaged in the manufacturing of sodium silicates, construction chemicals and trading of pulses and generates revenue from the sale of the same. It is also the reportable segment of the Group.

#### 25.2 Disaggregation of revenue for the year

In the following table, revenue is disaggregated by primary geographical market and major products lines.

##### Disaggregation of revenue

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Based on Major Products &amp; Services</b>		
- Sodium Silicates & Construction Chemicals	5,563.97	6,042.47
- Works Contract	73.86	97.65
- Pulses	-	283.93
- Others	20.85	26.89
<b>Total</b>	<b>5,658.68</b>	<b>6,450.94</b>
<b>Based on Geographical region</b>		
- India	5,226.78	5,170.81
- Outside India	431.90	1,280.13
<b>Total</b>	<b>5,658.68</b>	<b>6,450.94</b>
<b>Based on Timing of Revenue</b>		
- At a point in time	5,658.68	6,450.94
- Overtime	-	-
<b>Total</b>	<b>5,658.68</b>	<b>6,450.94</b>
<b>Based on Contract Duration</b>		
- Long Term	-	-
- Short Term	5,658.68	6,450.94
<b>Total</b>	<b>5,658.68</b>	<b>6,450.94</b>

#### 25.3 Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

##### Contract Balances

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Receivables, which are included in "Trade Receivables" (Refer Note No.11)	2,161.41	2,224.04
Contract Assets	-	9.26
Contract Liabilities	61.79	67.57

#### 25.4 Other Information

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Transaction Price allocated to the remaining performance obligations	Nil	Nil
The amount of revenue recognised in the current period that was included in the opening contract liability balance	54.07	5.58

Performance Obligations - The Company satisfies the performance obligations for goods on shipment/despatch, as the case may be and in case of services, as the services are rendered. In case of service contracts, the company has given guarantee to the customer to make good any defect found in the performance of the service.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 26. Other Income

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest income	177.03	140.03
Dividend income	4.00	3.96
Other non-operating income		
- Recovery of bad debts written off in earlier years	3.88	11.75
- Net Gain on Foreign Currency Transactions	0.32	11.49
- Profit on sale of Property, Plant and Equipments	3.44	-
- Others	0.56	1.11
<b>Total</b>	<b>189.23</b>	<b>168.34</b>

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest income comprises interest from:		
a) Deposits with banks (Measured at amortised cost)	108.33	78.79
b) Other financial assets (Measured at amortised cost)	68.55	60.70
c) On Income Tax Refund	0.15	0.54
<b>Total</b>	<b>177.03</b>	<b>140.03</b>
Dividend income comprises Dividend from:		
a) Investments carried at Fair Value through other comprehensive income	4.00	3.96
<b>Total</b>	<b>4.00</b>	<b>3.96</b>

### 27. Cost of Materials Consumed

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Inventory of Raw Materials at the beginning of the year	152.82	326.05
Add: Purchases (including in transit Purchases)	3,602.62	3,028.37
	<b>3,755.44</b>	<b>3,354.42</b>
Less: Inventory of Raw Materials at the end of the year	198.40	152.82
<b>Total</b>	<b>3,557.04</b>	<b>3,201.60</b>

### 28. Purchase of Stock-in-trade

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Purchase of Traded Goods	439.71	1,433.22
<b>Total</b>	<b>439.71</b>	<b>1,433.22</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 29. Change in Inventories of Finished Goods and Work-in-Progress

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Inventories at the beginning of the year</b>		
Work-in-Progress	0.35	6.02
<b>Inventories at the end of the year</b>		
Work-in-Progress	0.92	0.35
<b>Total</b>	<b>-0.57</b>	<b>5.67</b>

### 30. Employee Benefits Expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Salaries and Wages	523.38	462.80
Contribution to provident and other funds	32.47	32.35
Staff welfare expenses	1.18	1.14
<b>Total</b>	<b>557.03</b>	<b>496.29</b>

**30.1** During the year, the Company has recognised an amount of ₹141.73 Lacs (Previous Year 2023-24 : ₹141.81 Lacs) as remuneration to Key Managerial Personnel on account of short-term employee benefits.

### 31. Finance Costs

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest on Borrowings from Banks	6.77	5.85
Interest on Statutory Dues	0.95	1.71
<b>Total</b>	<b>7.72</b>	<b>7.56</b>

### 32. Other Expenses

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Manufacturing Expenses</b>		
Calibration Charges	0.70	0.60
Consumable Stores	0.67	0.71
Works Contract Charges	37.12	50.66
Power & Fuel	11.91	8.76
Repairs & Maintenance	1.24	8.32
<b>Selling &amp; Distribution Expenses</b>		
Advertisement Expenses	3.93	3.76
Carriage Outward	311.60	257.93
Sales Promotion Expenses	11.38	9.91
Seminar Expenses	-	3.00
Commission	1.90	0.04
<b>Establishment Expenses</b>		
Electricity Charges	3.36	1.22
Contribution for CSR Activities	14.51	12.38

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 32. Other Expenses (Contd.)

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Travelling & Conveyance	82.99	47.18
Office Rent	3.14	3.88
Insurance Charges	3.11	2.66
Rates & Taxes	5.32	6.04
Professional Fees	68.40	68.41
Provision for Expected Credit Loss	13.96	43.99
Other Expenses	98.15	70.20
Internal Audit Fees	2.40	2.40
Auditors' Remuneration	6.54	2.42
<b>Total</b>	<b>682.33</b>	<b>604.47</b>

#### 32.1 Details of auditors' remuneration is as below:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
- Statutory Audit fees	5.00	1.90
- Tax audit fees	0.75	0.50
- Other Matters	0.79	0.02
<b>Total</b>	<b>6.54</b>	<b>2.42</b>

### 33. Income Taxes

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>A Amount recognised in Statement of Profit and Loss</b>		
<b>Current Tax</b>		
Current period	143.63	225.55
Adjustment for current tax of prior periods	0.68	0.06
a	<b>144.31</b>	<b>225.61</b>
<b>Deferred Tax</b>		
Deferred tax for the year	-4.64	-13.72
b	<b>-4.64</b>	<b>-13.72</b>
<b>Income tax expense reported in the Consolidated Statement of Profit and Loss (a+b)</b>	<b>139.67</b>	<b>211.89</b>

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>B Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in Statement of Profit and Loss</b>		
Profit/(loss) before tax	522.67	835.09
Loss of LLP	0.32	-
Dividend Received within the Group	28.57	28.57
	<b>551.56</b>	<b>863.66</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 33. Income Taxes (Contd.)

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Indian statutory income tax rate	25.168%	25.168%
Estimated Income tax expense	138.82	217.37
<b>Tax Effect of adjustments to reconcile expected tax expenses to reported tax expenses:</b>		
Capital Gain taxable at different rates	4.48	5.17
Items not deductible	15.99	18.69
Expense deductible on Actual Basis	-7.75	-7.53
Utilisation/credit of deferred expenses and other tax benefits	-7.95	-8.08
Tax effect of Temporary Differences	-4.64	-13.72
Short/(Excess) provision of earlier year	0.69	-
Others	0.03	-0.01
<b>Total Income Tax Expense</b>	<b>139.67</b>	<b>211.89</b>
<b>Effective Income Tax Rate</b>	<b>25.32%</b>	<b>24.53%</b>

### 34. Earnings per Share

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Earnings per share has been computed as under:		
(a) Profit for the year	380.09	618.06
(b) Weighted average number of Ordinary shares outstanding for the purpose of basic/ diluted earnings per share (Face Value ₹2 per share)	3,83,60,125	3,83,60,125
(c) Earnings per share		
- Basic (a/b)	1.00	1.62
- Diluted (a/b)	1.00	1.62

### 35. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013.

#### (a) Defined Contribution Plans:

Contribution to defined contribution plans, recognised as expense for the year are as under:

	Year ended 31 March 2025	Year ended 31 March 2024
Employer's contribution to Provident Fund	15.73	13.84
Employer's contribution to ESIC	3.72	3.85
<b>Total</b>	<b>19.45</b>	<b>17.69</b>

#### (b) Defined Benefit Plans:

The following are the types of Defined Benefit Plans :

##### (i) Gratuity Plan

Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 35. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013. (Contd.)

#### (ii) Provident Fund

Provident Fund (other than government administered) as per the provisions of the Employees Provident Funds and Miscellaneous Provisions Act, 1952.

#### c) Risk Exposure

##### Defined Benefit Plans

Defined benefit plans expose the Group to actuarial risks such as: Interest rate risk, Salary risk and Demographic risk.

- a) **Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds. If the bond yield falls, the defined benefit obligation will tend to increase.
- b) **Salary risk:** Higher than expected increases in salary will increase the defined benefit obligation.
- c) **Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality withdrawal disability and retirement. The effect of these decrements on the defined benefits obligations is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of the short career employee typically costs less per year as compared to a long service employee.

#### d) Details of the Gratuity Plan are as follows:

##### i) Reconciliation of the net defined benefit (asset)/ liability

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

(₹ in Lacs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Balance at the beginning of the year	96.06	79.52
Current service cost	10.34	11.71
Interest cost on Defined Benefit Obligation	6.25	5.28
Actuarial gain and losses arising		
Due to change in financial assumptions	1.11	1.27
Due to unexpected experience adjustments	-17.28	5.91
Benefits paid	-7.64	-7.63
<b>Balance at the end of the year</b>	<b>88.84</b>	<b>96.06</b>

##### ii) Changes in the Fair value of planned assets representing reconciliation of opening and closing balances thereof are as follows :

Particulars	2024-25	2023-24
Fair Value of Planned Assets at the beginning of the year	52.66	50.24
Expected Return on Planned Assets	3.57	3.50
Contribution	1.72	6.19
Benefits Paid	-7.64	-7.63
Actuarial Gain/(Loss)	0.29	0.36
<b>Present Value of defined benefit obligation at the end of the year</b>	<b>50.60</b>	<b>52.66</b>



## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 35. Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013. (Contd.)

#### iii) Amount recognized in Balance Sheet :

(₹ in Lacs)

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Present value of Defined Benefit Obligation	88.84	96.06
Fair Value of Plan assets	-50.58	-52.66
<b>Net (Assets)/ Liability recognised in the Balance Sheet</b>	<b>38.26</b>	<b>43.40</b>

#### iv) Expenses recognized in statement of Profit and Loss

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Current service cost	10.34	11.71
Interest cost	2.68	1.78
<b>Net Benefit Expense</b>	<b>13.02</b>	<b>13.49</b>

#### v) Remeasurement recognized in Other Comprehensive Income

Particulars	Gratuity (Funded)	
	2024-25	2023-24
Actuarial (gain)/ loss on Defined Benefit Obligation	-16.45	6.83

#### vi) Actuarial Assumptions

Particulars	Gratuity (Funded)	
	2024-25	2023-24
<b>Financial Assumptions</b>		
Discount rate	6.78%	6.97%
Salary escalation rate	6.00%	6.00%
<b>Demographic Assumptions</b>		
Mortality rate	IALM 2012-2015 Ultimate	
Withdrawal rate	5.00%	5.00%

#### vii) Maturity Analysis

Weighted average duration of the retiring gratuity obligation is 11 years (March 31, 2024 - 11 years)

#### viii) Sensitivity Analysis

The sensitivity analysis below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Variable	Sensitivity Level		Effect on Defined Benefit Obligations			
	March 31, 2025	March 31, 2024	March 31, 2025		March 31, 2024	
			Increase	Decrease	Increase	Decrease
Discount rate	+/- 0.5%	+/- 0.5%	85.98	91.94	92.86	99.52
Salary escalation rate	+/- 0.5%	+/- 0.5%	91.94	85.96	99.52	92.83
Attrition rate	+/- 0.5%	+/- 0.5%	88.80	88.88	96.05	96.07
Mortality rate	+/- 10%	+/- 10%	88.85	88.84	96.07	96.06

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 36. Related Party Disclosures

#### Key Managerial Personnel (KMP)

Mr Sanjay Goenka	Managing Director/Director
Mrs Nilima Goenka	Whole Time Director
Mr Ramsanatan Banerjee	Whole Time Director
Mr Giridhari Lal Goenka	Independent Director
Mr Binay Kumar Agarwal	Independent Director
Mr Sudhir Kumar Bhartia	Independent Director (Resigned w.e.f. 12.07.2023)
Mrs Divyaa Newatia	Independent Director (Appointed w.e.f. 26.08.2023)
Mr Kashinath Dey	Chief Financial Officer
Ms Ankita Banerjee	Company Secretary (Resigned w.e.f. 01.01.2025 and appointed w.e.f. 20.05.2025)
Ms Swati Agarwal	Company Secretary (Appointed w.e.f. 31.03.2025 and resigned w.e.f. 02.05.2025)
Mr Kalyan Ghosh	Director (Retired w.e.f. 11.12.2023) (Due to Death)

#### Relatives of Key Managerial Personnel

Mr Vansh Goenka  
Mr Rajiv Goenka  
Mr Ravi Goenka

#### Enterprises over which Key Managerial Personnel are able to exercise significant influence

Bengal Silicates & Chemicals Pvt Ltd  
RG's Fashions Pvt Ltd  
Sanjay Goenka & Others (HUF)  
Hindcon Foundation  
Vision Speed Works Pvt Ltd

The following transactions were carried out with related parties in the ordinary course of business:

(₹ in Lacs)

Nature of transactions	Name of Related Party	Transaction for the year ended		Balances As At	
		31-03-2025	31-03-2024	31-03-2025	31-03-2024
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
Salary/Perquisites	Sanjay Goenka	87.00	87.00	-	-
	Nilima Goenka	36.00	36.00	-	-
	Ramsanatan Banerjee	10.60	10.20	-	-
	Kashinath Dey	5.88	6.25	-	-
	Vansh Goenka	22.00	12.00	-	-
	Kalyan Ghosh	-	0.94	-	-
	Ankita Banerjee	2.25	2.37	-	-
Director Sitting Fees	Binay Kumar Agarwal	0.44	0.32	-	-
	Giridhari Lal Goenka	0.22	0.29	-	-
	Sudhir Kumar Bhartia	-	0.09	-	-
	Divyaa Newatia	0.42	0.25	-	-
Office Rent	Sanjay Goenka	1.20	1.20	-	-
	Nilima Goenka	1.80	1.80	-	-
Contribution for CSR Activities	Hindcon Foundation	14.04	3.10	-	-

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 36. Related Party Disclosures (Contd.)

(₹ in Lacs)

Nature of transactions	Name of Related Party	Transaction for the year ended		Balances As At	
		31-03-2025	31-03-2024	31-03-2025	31-03-2024
		Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
Sales	Bengal Silicates & Chemicals Pvt Ltd	-	25.12	-	-
	RG's Fashions Pvt Ltd	1.29	0.20	-	-
	Vision Speed Works Pvt Ltd	-	-	-	-
Dividend Paid	Sanjay Goenka & Other (HUF)	2.56	2.56	-	-
	Sanjay Goenka	9.93	9.84	-	-
	Nilima Goenka	7.33	7.31	-	-
	Vansh Goenka	2.89	2.85	-	-
	Ravi Goenka	0.03	0.03	-	-
Trade Receivables	Bengal Silicates & Chemicals Pvt Ltd	-	-	-	2.88
	RG's Fashions Pvt Ltd	-	-	-	0.23
Salary Payable	Sanjay Goenka	-	-	7.25	0.23
	Nilima Goenka	-	-	2.98	0.80
	Rsmantan Banerjee	-	-	0.84	-
	Kashinath Dey	-	-	0.48	0.45
	Ankita Banerjee	-	-	-	0.23
	Vansh Goenka	-	-	2.23	0.88

**36.1** Sale to and purchases from related party are made in the ordinary course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. The Group has recorded the receivable relating to amount due from Related parties net of impairment. This assessment is undertaken each Financial Year through examining the Financial Position of the Related parties and the market in which the Related Party operates.

### 37. Financial instruments and related disclosures

#### 37.1 Fair value measurement

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Group has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: The hierarchy uses quoted (adjusted) prices in active markets for identical assets or liabilities.

Level 2: The fair value of financial instruments that are not traded in an active market (for example traded bonds, over the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing net asset value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

The management has assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, lease liabilities, short term borrowings and other current financial liabilities approximates their carrying amounts largely due to the short-term maturities of these instruments. The management has assessed that the fair value of floating rate instruments approximates their carrying value.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 37. Financial instruments and related disclosures (Contd.)

#### 37.2 Financial instruments by category

The following table shows fair values of financial assets and liabilities, including their levels in financial hierarchy, together with the carrying amounts shown in the statement of financial position. The table does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in Lacs)

	As at March 31, 2025					
	Current/ Non Current	Fair Value through Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
<b>Financial Assets</b>						
(i) Investments	Non Current	-	475.71	-	475.71	475.71
(ii) Other financial assets	Non Current	-	-	469.36	469.36	-
(iii) Trade receivables	Current	-	-	2,161.40	2,161.40	-
(iv) Cash and cash equivalents	Current	-	-	612.57	612.57	-
(v) Other bank balances	Current	-	-	784.50	784.50	-
(vi) Loans	Current	-	-	430.00	430.00	-
(vii) Other financial assets	Current	-	-	39.15	39.15	-
<b>Total</b>		-	475.71	4,496.98	4,972.69	475.71
<b>Financial Liabilities</b>						
(i) Other financial liabilities	Non Current	-	-	6.92	6.92	-
(ii) Borrowings	Current	-	-	76.54	76.54	-
(iii) Trade payables	Current	-	-	537.39	537.39	-
(iv) Other financial liabilities	Current	-	-	2.43	2.43	-
<b>Total</b>		-	-	623.28	623.28	-

	As at March 31, 2024					
	Current/ Non Current	Fair Value through Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
<b>Financial Assets</b>						
(i) Investments	Non Current	-	466.29	-	466.29	466.29
(ii) Other financial assets	Non Current	-	-	443.52	443.52	-
(iii) Trade receivables	Current	-	-	2,224.04	2,224.04	-
(iv) Cash and cash equivalents	Current	-	-	875.86	875.86	-
(v) Other bank balances	Current	-	-	303.03	303.03	-
(vi) Loans	Current	-	-	380.00	380.00	-
(vii) Other financial assets	Current	-	-	20.84	20.84	-
<b>Total</b>		-	466.29	4,247.29	4,713.58	466.29
<b>Financial Liabilities</b>						
(i) Other financial liabilities	Non Current	-	-	5.79	5.79	-
(ii) Borrowings	Current	-	-	-	-	-

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 37. Financial instruments and related disclosures (Contd.)

(₹ in Lacs)

	As at March 31, 2024					
	Current/ Non Current	Fair Value through Profit or Loss	Fair Value through OCI	Amortised Cost	Total Carrying Value	Total Fair Value
(iii) Trade payables	Current	-	-	540.53	540.53	-
(iv) Other financial liabilities	Current	-	-	1.91	1.91	-
<b>Total</b>		-	-	<b>548.23</b>	<b>548.23</b>	-

### 37.3 Financial Risk Management

The Group has exposure to the following risks arising from financial instruments:

- (i) Credit risk
- (ii) Liquidity risk
- (iii) Market risk

#### Risk Management Framework

The Group's principal financial liabilities comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group operations. The Group's principal financial assets include trade and other receivables and cash & cash equivalents that derive directly from its operations.

The Group's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Group's primary risk management focus is to minimise potential adverse effects of market risk on its financial performance. The Group's exposure to credit risk is influenced mainly by the individual characteristic of each customer and the concentration of risk from the top few customers. The Group's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Group's activities.

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk.

#### (i) Credit Risk

Credit risk is the risk of financial loss of the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group receivables from customers. Credit arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/investing activities, including deposits with bank. The Group has no significant concentration of credit risk with any counterparty. The carrying amount of financial assets represent the maximum credit risk exposure.

#### Trade Receivable

The risk management committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings, if they are available, financial statements, credit agency information, industry information and in some cases bank references.

#### Exposure to Credit Risks

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry. Details of concentration percentage of revenue generated from top customer and top five customers are stated below :

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 37. Financial instruments and related disclosures (Contd.)

(₹ in Lacs)

Particulars	Year ended 31 March 2025		Year ended 31 March 2024	
	%	Amount	%	Amount
Revenue from top customer	7.98%	451.53	13.85%	893.74
Revenue from top five customers	28.63%	1,620.15	41.51%	2,677.92

Trade receivables are primarily unsecured and are derived from revenue earned from customers. Credit risk is managed through credit approvals, establishing credit limits and by continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. As per simplified approach, the Group makes provision of expected credit loss on trade receivables using a provision matrix to mitigate the risk of default payments and makes appropriate provisions at each reporting date whenever is for longer period and involves higher risk.

#### (ii) Liquidity Risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Group's finance team is responsible for liquidity, funding as well as settlement management. In addition, Processes and policies related to such risks are overseen by senior management. Management monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows.

The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

#### Exposure to Liquidity Risk

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments at the reporting date based on contractual undiscounted payments.

Particulars	On Demand	3-6 months	6-12 months	1-5 years	Above 5 years	Total
<b>As at 31 March 2025</b>						
Borrowings	0.86	75.68	-	-	-	76.54
Trade payables	-	537.39	-	-	-	537.39
	<b>0.86</b>	<b>613.07</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>613.93</b>
<b>As at 31 March 2024</b>						
Borrowings	-	-	-	-	-	-
Trade payables	-	540.53	-	-	-	540.53
	<b>-</b>	<b>540.53</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>540.53</b>

Note: Security Deposits contained under Other Non Current Financial Liabilities do not have any maturity date. These deposits are against the contract of service. The said deposits will be released only after the corresponding contract is cancelled. And the company does not foresees the contract to be cancelled in the near future.

#### (iii) Market Risk

Market risk is the risk of loss of future earnings, fair value or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates and other market changes that effect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, receivables, payables and borrowings.

##### (a) 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 market interest rates. The Group exposure to the risk of changes in market interest rates related primarily to the Group's

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 37. Financial instruments and related disclosures (Contd.)

short term borrowing with floating interest rates. The Group constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

#### Exposure to Interest Rate Risk

The interest rate profile of the Group's interest bearing financial instruments at the end of the reporting period are as follows:

(₹ in Lacs)

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Fixed rate instruments</b>		
Financial assets	430.00	380.00
Financial liabilities	-	-
	<b>430.00</b>	<b>380.00</b>
<b>Variable rate instruments</b>		
Financial assets	-	-
Financial liabilities	76.54	-
	<b>76.54</b>	<b>-</b>

#### Sensitivity Analysis

Fixed rate instruments that are carried at amortised cost are not subject to interest rate risk for the purpose of sensitive analysis.

#### Interest Rate Sensitivity

Since the Group is not having any variable rate debt financial instruments, there will be no effect of change in the market rate of interest on the profitability and the cash flows of the Group. Hence the table given below is not applicable.

Particulars	Change	Profit or loss		Equity, net of tax	
		Strengthening	Weakening	Strengthening	Weakening
<b>31 March 2025</b>					
Variable rate instruments	+/- 50 Basis points	-0.77	0.77	-0.57	0.57
<b>Cash flow sensitivity (net)</b>		<b>-0.77</b>	<b>0.77</b>	<b>-0.57</b>	<b>0.57</b>
<b>31 March 2024</b>					
Variable rate instruments	+/- 50 Basis points	-	-	-	-
<b>Cash flow sensitivity (net)</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### (b) Equity Price Risk

The Group's quoted equity investments carry a risk of change in prices. To manage its price risk arising from investments in equity securities, the Group periodically monitors the sectors it has invested in, performance of the investee companies and measures mark- to- market gains/(losses).

Particulars	Carrying value	Fair Value	Profit or Loss	
			1% increase	1% decrease
<b>31<sup>st</sup> March, 2025</b>				
Investment in Equity shares quoted	475.71	475.71	4.76	-4.76
<b>31<sup>st</sup> March, 2024</b>				
Investment in Equity shares quoted	466.29	466.29	4.66	-4.66



## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 37. Financial instruments and related disclosures (Contd.)

#### (c) Currency Risk

The Group has Foreign Currency Exchange Risk on imports of input materials in foreign currency for its business. The Group evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. Certain transactions of the Group act as a natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Group adopts a policy of selective hedging based on risk perception of the management using derivative, wherever required, to mitigate or eliminate the risk.

The Group's exposure to foreign currency risk at the end of the reporting period are as follows:

#### Unhedged foreign currency exposure as at reporting date

(₹ in Lacs)

Particulars	March 31, 2025		March 31, 2024	
	USD	Amount	USD	Amount
<b>Financial liabilities</b>				
Borrowings and Trade payables	0.89	75.68	1.59	132.22
<b>Net exposure in foreign currency</b>	<b>0.89</b>	<b>75.68</b>	<b>1.59</b>	<b>132.22</b>

#### Sensitivity Analysis

The analysis is based on assumption that the increase/decrease in foreign currency by 5% with all other variables held constant, on the unhedged foreign currency exposure.

Variable	Change	March 31, 2025		March 31, 2024	
		Impact on		Impact on	
		Profit before tax	Other equity	Profit before tax	Other equity
USD sensitivity (Increase)	+ 5%	-3.78	-2.83	-6.61	-4.95
USD sensitivity (Decrease)	- 5%	3.78	2.83	6.61	4.95

### 38. Interests in Other Entities

#### (a) Subsidiaries and entities with controlling interest

The group's subsidiaries and entities where controlling interest is held as at 31<sup>st</sup> March 2025 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group and partner's capital, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of the entity	Place of business/ country of incorporation	Ownership interest held by the group		Ownership interest held by non-controlling interests		Principal activities
		March 31, 2025 %	March 31, 2024 %	March 31, 2025 %	March 31, 2024 %	
Hindcon Solutions Pvt Ltd	India	97.52%	97.52%	2.48%	2.48%	Trading & Investment
Hindcon Speciality Chemicals LLP (Incorporation Date - 14.02.2025)	India	51.00%	-	49.00%	-	Manufacturing

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 38. Interests in Other Entities (Contd.)

#### (b) Non-Controlling Interests (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the group. The amounts are before inter-company eliminations.

(₹ in Lacs)

Summarised Balance Sheet	Hindcon Speciality Chemicals LLP		Hindcon Solutions Pvt Ltd	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Current assets	1.00	-	64.86	66.54
Current liabilities	0.65	-	1.53	3.59
<b>Net current assets</b>	0.35	-	63.33	62.95
Non-current assets	-	-	723.83	667.43
Non-current liabilities	-	-	25.20	12.92
<b>Net non-current assets</b>	-	-	698.63	654.51
<b>Net assets/(liabilities)</b>	0.35	-	761.96	717.46
<b>Accumulated NCI</b>	0.17	-	18.90	17.79

Summarised Statement of Profit and Loss	Hindcon Speciality Chemicals LLP		Hindcon Solutions Pvt Ltd	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Revenue	-	-	21.73	305.33
Profit for the year	-0.65	-	15.78	13.37
Other comprehensive income/ (loss)	-	-	44.86	162.45
<b>Total comprehensive income</b>	<b>-0.65</b>	-	<b>60.64</b>	<b>175.83</b>
<b>Profit allocated to NCI</b>	-0.32	-	1.50	4.36
<b>Dividends paid to NCI</b>	-	-	0.40	0.40

Summarised Statement of Cash Flow	Hindcon Speciality Chemicals LLP		Hindcon Solutions Pvt Ltd	
	March 31, 2025	March 31, 2024	March 31, 2025	March 31, 2024
Cash flows from operating activities	-0.65	-	-12.30	-9.76
Cash flows from investing activities	-	-	-2.19	53.42
Cash flows from financing activities	-	-	-16.14	-16.14
<b>Net increase/ (decrease) in cash and cash equivalents</b>	<b>-0.65</b>	-	<b>-30.63</b>	<b>27.52</b>

### 39. Capital Management

The Group's management objective are :

- to ensure the Group's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group monitors capital on the basis of carrying amount of equity including retained earnings as presented on the face of Balance Sheet. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. There is no change in the overall capital risk management strategy as compared to the last year.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 39. Capital Management (Contd.)

(₹ in Lacs)

Particulars		As at 31 March 2025	As at 31 March 2024
Total debt (Bank and other borrowings) (as per note 21)	A	76.54	-
Less : Cash & Cash Equivalent		-612.57	-875.86
Net Debt	B	-536.03	-875.86
Equity	C	5,402.62	4,995.43
Liquid investments including bank deposits	D	782.07	301.12
<b>Debt to Equity (A / C)</b>		<b>0.01</b>	<b>-</b>
<b>Debt to Equity (net) [(B-D) / C]</b>		<b>-0.24</b>	<b>-0.24</b>

### 40. Contingent Liabilities and Commitments

Particulars	As at 31 March 2025	As at 31 March 2024
<b>i) Contingent Liabilities</b>		
a) Demands/Claims by various government authorities and others not acknowledged as debts by the Group:		
(i) Income Tax Matters	0.43	2.92
(ii) Other statutory bodies	-	-
	<b>0.43</b>	<b>2.92</b>

Particulars	As at 31 March 2025	As at 31 March 2024
<b>ii) Commitments</b>		
a) Capital Commitments		
Estimated value of contracts remaining to be executed on capital account	-	-
	<b>-</b>	<b>-</b>

### 41. Disclosure as per Schedule of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 and Section 186(4) of the Companies Act, 2013

Name of the Company	Principal Outstanding As On		Interest Rate	Repayment Terms
	March 31, 2025	March 31, 2024		
i) Tyre Arcade	330.00	380.00	12%	Repayable on demand
ii) Chirag Agarwal	100.00	-	9%	
	<b>430.00</b>	<b>380.00</b>		

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 42. Financial Performance Ratios :

(₹ in Lacs)

		Ref	Numerator	Denominator	March 31, 2025	March 31, 2024	Variance %
<b>A</b>	<b>Performance Ratios</b>						
	Net Profit Ratio		Profit after tax	Revenue from operations	6.77%	9.66%	-2.89%
	Net Capital Turnover Ratio		Revenue from operations	Closing working capital	1.58	1.80	-12.22%
	Return on Capital Employed		Profit before interest and tax	Closing capital employed	9.57%	16.67%	-7.10%
	Return on Equity Ratio		Profit after tax	Average Shareholder's Equity	7.28%	13.35%	-6.07%
	Debt Service Coverage Ratio	(i)	Profit before interest , tax and depreciation and amortisation	Debt service = Interest & Lease Payments + Principal Repayments	63.03	6.72	837.95%
	Return on Investment	(ii)	Dividend + Profit on Sale + Changes in Fair value	Average Investment	14.99%	66.01%	-51.02%
<b>B</b>	Leverage Ratios						
	Debt - Equity Ratio	(iii)	Total borrowings	Equity	0.01	0	100.00%
<b>C</b>	Liquidity Ratios						
	Current Ratio		Current assets	Current liabilities	5.36	4.95	8.28%
<b>D</b>	Activity Ratios						
	Inventory Turnover Ratio		Cost of good sold	Average inventory	1.13	1.09	3.67%
	Trade Receivables Turnover Ratio		Revenue from operations	Average trade receivables	2.58	2.66	-3.01%
	Trade Payables Turnover Ratio		Net Credit Purchase	Average trade payables	8.74	7.83	11.62%

#### Note : Explanation for change in ratio by more than 25%

- (i) Debt service coverage ratio has increased due to increase in borrowings by the Company during the year.
- (ii) Return on Investment has decreased due to reduced return earned on investment during the year.
- (iii) Debt equity ratio is increased due to increase in total debts of the Group during the year.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 43. Other Statutory Information

- (i) The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group do not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- (iii) The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Group have 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 Group (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (vi) The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
  - (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 to or on behalf of the Ultimate Beneficiaries.
- (vii) The Group has not been declared as Wilful defaulter by any Banks, Financial institution or Other lenders.
- (viii) The Group does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (ix) The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

**44.** Certain Trade Receivables, Loans & Advances and Trade Payables are subject to confirmation. In the opinion of the management, the value of Trade Receivables and Loans & Advances on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.

### 45. Segment Reporting

There is only one primary business segment i.e. "Sodium Silicate, Construction Chemicals and related services and trading of pulses" and hence no separate segment information is disclosed in this financials. Secondary information is reported geographically.

#### Geographical segments

The Company primarily operates in India and therefore analysis of geographical segment is demonstrated into Indian and overseas operation as under:

(₹ in Lacs)

Particulars	March 31, 2025		March 31, 2024	
	India	Overseas	India	Overseas
Revenue from operations	5,226.78	431.90	5,170.82	1,280.13
Carrying value of Non-current assets* (other than financial instruments)	831.18	-	675.83	-

\*Non-current assets for this purpose consists of Property, plant and equipment and Other non-current assets.

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 46. Corporate Social Responsibility

As per the Companies Act, 2013, the gross amount required to be spent by the Company during the year is ₹13.75 Lacs (March 31, 2024 ₹12.33 Lacs) and amount spent by the company during the year is ₹14.51 Lacs (March 31, 2024 ₹12.38 Lacs). Details are as given below :

(₹ in Lacs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
1. Amount required to be spent by the Company during the year.	13.75	12.33
2. On purposes other than Construction/acquisition of any asset	14.51	12.38
3. Shortfall at the end of the year	-	-
4. Total of previous years shortfall	-	-
5. Reason for shortfall	N.A.	N.A.
6. Nature of CSR activities	Promoting health care, animal welfare, women empowerment and education and eradicating hunger, poverty and malnutrition	
7. Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	14.04	3.10

47. Figures for the previous periods have been regrouped and reclassified to confirm to the classification of the current period, wherever considered necessary.

### 48. Disclosure of additional information pertaining to Parent and subsidiary companies as per Schedule III of the Companies Act, 2013

As At 31 March 2025

Name of the entity in the group	Net Assets, i.e., total assets minus total liabilities		Share in Profit and Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
<b>Parent</b>								
Hindcon Chemicals Ltd	91.43%	4,998.11	103.42%	396.10	33.56%	22.66	92.95%	418.76
<b>Indian Subsidiary &amp; entities with controlling interest</b>								
Hindcon Solutions Pvt Ltd	13.94%	761.96	4.12%	15.78	66.44%	44.86	13.46%	60.64
Hindcon Speciality Chemicals LLP	0.01%	0.35	-0.17%	-0.65	0.00%	-	-0.14%	-0.65
<b>Total (A)</b>	<b>105.38%</b>	<b>5,760.42</b>	<b>107.37%</b>	<b>411.23</b>	<b>100.00%</b>	<b>67.52</b>	<b>106.27%</b>	<b>478.75</b>
Less : Consolidation Adjustments and eliminations	-5.38%	-293.79	-7.37%	-28.23	0.00%	-	-6.27%	-28.23
<b>Total Share</b>	<b>100.00%</b>	<b>5,466.63</b>	<b>100.00%</b>	<b>383.00</b>	<b>100.00%</b>	<b>67.52</b>	<b>100.00%</b>	<b>450.52</b>
Non controlling Interest (B)		-64.01		-2.91		-1.66		-4.57
<b>Attributable to Equity Shareholders (A - B)</b>		<b>5,402.62</b>		<b>380.09</b>		<b>65.86</b>		<b>445.95</b>

## Notes to the Consolidated Financial Statements for the year ended 31 March 2025

### 48. Disclosure of additional information pertaining to Parent and subsidiary companies as per Schedule III of the Companies Act, 2013 (Contd.)

As At 31 March 2024

(₹ in Lacs)

Name of the entity in the group	Net Assets, i.e., total assets minus total liabilities		Share in Profit and Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
<b>Parent</b>								
Hindcon Chemicals Ltd	91.61%	4,630.54	102.44%	638.40	13.05%	24.39	81.82%	662.79
<b>Indian Subsidiary</b>								
Hindcon Solutions Pvt Ltd	14.19%	717.46	2.15%	13.37	86.95%	162.46	21.71%	175.83
<b>Total (A)</b>	<b>105.80%</b>	<b>5,348.00</b>	<b>104.59%</b>	<b>651.77</b>	<b>100.00%</b>	<b>186.85</b>	<b>103.53%</b>	<b>838.62</b>
Less : Consolidation Adjustments and eliminations	-5.80%	-293.13	-4.58%	-28.57	0.00%	-	-3.53%	-28.57
<b>Total Share</b>	<b>100.00%</b>	<b>5,054.87</b>	<b>100.01%</b>	<b>623.20</b>	<b>100.00%</b>	<b>186.85</b>	<b>100.00%</b>	<b>810.05</b>
Non controlling Interest (B)		-59.44		-5.14		-5.53		-10.67
<b>Attributable to Equity Shareholders (A - B)</b>		<b>4,995.43</b>		<b>618.06</b>		<b>181.32</b>		<b>799.38</b>

The accompanying notes form an integral part of these Consolidated financial statements

As per my report of even date attached

**Sd/-**  
**(CA. Anushka Gupta)**  
 Chartered Accountant  
 Membership No.313960  
 UDIN: 25313960BMOWOZ3925

Kolkata  
 May 30, 2025.

For and on behalf of Board of Directors  
 of **Hindcon Chemicals Limited**

**Sd/-**  
**(Nilima Goenka)**  
 (Whole Time Director)  
 (DIN : 00848225)

**Sd/-**  
**(Ankita Banerjee)**  
 (Company Secretary)

**Sd/-**  
**(Sanjay Goenka)**  
 (Chairman and Managing Director)  
 (DIN : 00848190)

**Sd/-**  
**(Kashinath Dey)**  
 (Chief Financial Officer)



# Corporate Information

## Board of Directors

**Mr. Sanjay Goenka** - *Chairman & Managing Director*

**Mrs. Nilima Goenka** - *Whole-time Director*

**Mr. Ramsanatan Banerjee** - *Whole-time Director*

**Mr. Binay Kumar Agarwal** - *Independent Director*

**Mr. Girdhari Lal Goenka** - *Independent Director*

**Ms. Divyaa Newatia** - *Independent Director*

## Chief Financial Officer

Mr. Kashi Nath Dey

## Company Secretary

Ms. Ankita Banerjee w.e.f. 20.05.2025

## Main Banker

Kotak Mahindra Bank Limited

## Auditors

Ms. Anushka Gupta  
Chartered Accountant  
11B/1, Palm Avenue,  
Kolkata – 700 019

## Secretarial Auditor & Legal Advisor

Mr. Santosh Kumar Tibrewalla  
Practicing Company Secretary (Peer Reviewed)  
5A, N.C. Dutta Sarani, 3<sup>rd</sup> Floor  
Kolkata-700 001

## Registrar & Share Transfer Agents

Niche Technologies Pvt. Ltd.  
3A Auckland Place,  
7<sup>th</sup> Floor, Room No. 7A & 7B,  
Kolkata- 700 017

## Registered Office

62B, Braunfeld Row, 1<sup>st</sup> Floor,  
Kolkata – 700 027.

## Manufacturing Facilities

1. Jalan Complex, Gate No. 3, Baniyara, Domjur  
Howrah- 711 411.
2. Mouza- Narendrapur, P.O-Munshirhat,  
Howrah-711410



Strength Upon Strength

**Hindcon Chemicals Limited**

**Registered office:**

Vasudha, 62B, Braunfeld Row  
Mominpore, Kolkata 700 027  
West Bengal

**P:** 91 33 24490839

**F:** 91 33 24490849

**E:** [contactus@hindcon.com](mailto:contactus@hindcon.com)

**W:** [www.hindcon.com](http://www.hindcon.com)

