NEAPS/BSE ONLINE

25th July, 2026

The Corporate Relationship Department	**Listing Department**
BSE Limited	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers,	Plot No. C-1, Block-G
1st Floor, New Trading Ring,	Exchange Plaza, 5th Floor,
Rotunda, Dalal Street,	Bandra Kurla Complex, Bandra (E),
Mumbai - 400 001	Mumbai – 400 051
(BSE Scrip Code: 542905)	(NSE Symbol: HINDWAREAP)

Dear Sir/Madam,

Sub: Annual Report for the Financial Year 2025-26 of the Company along with the Notice of 9th Annual General Meeting

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed herewith the Annual Report of the Company for the Financial Year 2025-26 along with the Notice of 9th Annual General Meeting **("AGM")**, being sent to the shareholders of the Company through electronic mode in accordance with the circulars issued by the Ministry of Corporate Affairs **("MCA")** in this regard from time to time.

Further, in terms of Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the web-link along with the exact path to access the Annual Report for the FY 2025-26 together with the Notice of the 9th AGM of the Company, is being sent to those members who have not registered their e-mail address with the Company/ RTA/ DP.

The 9th AGM of the members of the Company will be convened on Tuesday, 18th August, 2026 at 12:00 Noon (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The Annual Report of the Company for the Financial Year 2025-26 along with the Notice of AGM is also available on the website of the Company i.e. www.hindwarehomes.com.

You are requested to take this information on records.

For **HINDWARE HOME INNOVATION LIMITED**

Payal M Puri

Digitally signed by Payal M Puri
Date: 2026.07.25 17:45:39 +05'30'

(Payal M Puri)
Company Secretary and Sr. V.P. Group General Counsel
Name: **Payal M Puri**
Address: **301-302, 3rd Floor, Park Centra, Sector-30, Gurugram-122001**
Membership No.: **16068**

hindware
home innovation limited

Designed for Sukoon
Built for the Future

Annual Report 2025-26

What's Inside

For more details
Please visit: **www.hindwarehomes.com**

Designed for Sukoon

Built for the Future

As aspirations deepen and the pace of modern life quickens, Sukoon has taken on greater significance than ever before. For us, this Sukoon is delivered through comfort that represents a promise of thoughtfully designed spaces products that perform with quiet reliability, and the assurance that we remain present long after the purchase. It is the ease people seek not just in what they buy, but in the promise that stands behind it.

This understanding drives the way we innovate, design, and create across our portfolio. Whether through thoughtfully crafted bathware, premium surfaces, modern kitchen appliances, or pipes and fittings, every offering is engineered not only to perform, but to enrich the spaces it inhabits — marrying form with function, and precision with purpose.

As we look ahead, we remain committed to innovation that is as lasting as it is relevant. Guided by consumer insight and anchored in purpose, we are creating products that bring Sukoon to every space and in doing so, laying a resilient foundation for long-term value creation.

ABOUT US

Legacy

Built on Quality, Innovation and Reliability

Established in 1960, we pioneered the transformation of the Indian sanitation landscape by introducing the nation's first vitreous china sanitaryware. For more than six decades, this legacy of first-to-market innovation has established our flagship brand, Hindware, as an iconic household name trusted by millions. Today, Hindware Home Innovation Limited (HHIL) has evolved into a diversified consumer products company operating across two distinct businesses.

The Building Products business draws on this heritage, comprising an extensive portfolio of bathware, faucets, premium tiles, and plastic pipes and fittings. This segment is anchored by an optimum mix of advanced manufacturing capabilities and strategic outsourcing, backed by a vast, deeply entrenched retail and dealer network spanning residential, institutional, and e-commerce channels nationwide.

The Consumer Products vertical extends the Hindware brand into the modern home, addressing contemporary lifestyle shifts through a focused kitchen range including chimneys, cooktops, hobs, sinks, and water heaters, distributed through dedicated trade, modern retail, and digital channels.

Operating as independent verticals, each is positioned to independently accelerate growth, optimise specialised supply chains, and deepen connection with consumers across India.

Composite Scheme of Arrangement

Listed Entity

hindware
home innovation limited

52.7%
Promoter

47.3%
Public

Consumer Products Business
Kitchen Appliances

Building Products
Business carried through 98.6% unlisted subsidiary ***Hindware Limited***

Hintastica Private Limited
Water Heater (JV)

50%

HHIL Limited
(Unlisted Subsidiary)

100%

EHPL*
(Unlisted Subsidiary)

100%

Composite Scheme of Arrangement

Board has approved the Composite Scheme of Arrangement — demerger of the Consumer Products Business into wholly-owned subsidiary HHIL Limited and amalgamation of the remaining Company into Hindware Limited.

Post-implementation, HHIL Limited and Hindware Limited will both be listed on BSE and NSE; Hindware Home Innovation Limited will cease to exist.

As part of the Scheme, shareholders holding one share in Hindware Home Innovation Limited will get one share in HHIL Limited and one share in Hindware Limited.

The appointed date of the scheme is April 1, 2025. The Company has received approval from BSE Limited and the National Stock Exchange of India Limited. The Scheme received requisite approval from the unsecured creditors and equity shareholders of the Company, as well as the unsecured creditors of the Transferee Company, during their respective NCLT convened meetings held on 7 March 2026. The Scheme is subject to such other necessary approvals as may be required and sanction thereof by the NCLT.

Refer to the Stock Exchange Intimations published since 27 March 2025.

*Evok Homes Private Limited (Discontinued Business)

ABOUT US

Performance at a glance

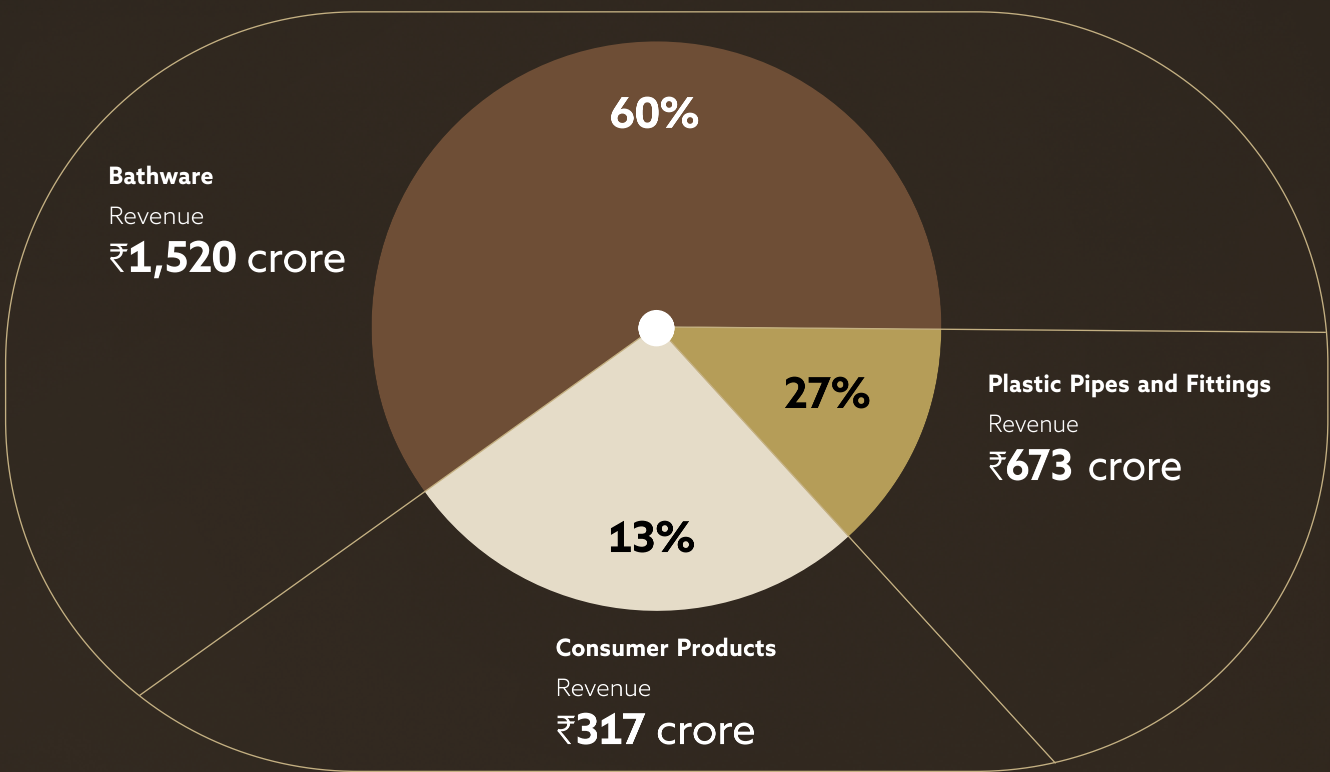
Financials for FY 2025-26

₹2,510 crore
Revenue

₹233 crore
EBITDA

9.3%
EBITDA Margin

Revenue Contribution by Business



Manufacturing Strength (Production capacity)

Bathware: Sanitaryware

upto

2.1Mn

Pieces per annum
(Bibinagar, Telangana)

upto

1.75Mn

Pieces per annum
(Bahadurgarh, Haryana)

Faucets

upto

3.7Mn

Pieces per annum
(Kaharani, Rajasthan)

Plastic Pipes and Fittings

78,500+

Tonnes per annum
(Sangareddy, Telangana
Roorkee, Uttarakhand)

CHAIRMAN'S MESSAGE

Building A Stronger Foundation for the Future

Our Bathware business remained resilient during the year, outperforming a broader market that remained under macroeconomic pressure. Revenue grew 10% to ₹1,520 crore, while Operating EBITDA expanded 30% to ₹157 crore, resulting in a 150 basis points margin improvement to 10.3%.

Dear Shareholders,

During FY 2025–26, the global and domestic operating environments remained dynamic, characterised by persistent pressures on discretionary consumption, sharp input cost volatility, and geopolitical disruptions to supply chains. In the face of these headwinds, our focus remained firmly anchored on executing our long-term structural strategy: driving premiumisation across our product portfolio, optimising internal cost structures to protect margins, and initiating a corporate restructuring to unlock long-term value. Through these interventions and operational efficiencies, the Company successfully mitigated external shocks to deliver a robust performance. Consolidated revenue for the year stood at ₹2,510 crore, with EBITDA expanding by 25% to ₹233 crore, demonstrating the underlying resilience of our operating model.

Financial Performance and Strategic Progress

Our Bathware business remained resilient during the year, outperforming a broader market that remained under macroeconomic pressure. Revenue grew 10% to ₹1,520 crore, while Operating EBITDA expanded 30% to ₹157 crore, resulting in a 150 basis points margin improvement to 10.3%. This strong performance was driven primarily by targeted premiumisation across key price points, expansion of our active dealer network, and deeper penetration into Tier II and Tier III markets where brand adoption is accelerating. Growth was broad-based across general trade, institutional channels, and e-commerce platforms, securing a well-diversified revenue profile where institutional and project sales contributed approximately 25% of total segment turnover. Sustained brand investments made during the year successfully deepened consumer engagement and reinforced brand equity across key geographic territories, positioning us with strong operational momentum to deliver growth in FY 2026–27.

While our Bathware business delivered resilient performance by capturing premium demand, our Pipes business navigated a much more demanding operating environment. This segment was characterised by sharp PVC resin price volatility and West Asia-linked supply chain disruptions, which compressed industry-wide profitability. Against these headwinds, the business recorded a revenue of ₹673 crore and an Operating EBITDA of ₹41 crore.

We addressed these market challenges by strengthening our regional infrastructure; the successful commissioning of our Roorkee facility in January 2026 injected an initial capacity of 12,500 tonnes per annum, augmenting our total installed capacity to 78,500 tonnes per annum and establishing a manufacturing presence in North India. To complement this localised asset base, we simultaneously broadened our total addressable market size by introducing high-margin product offerings. This systematic augmentation of capacity, product breadth, and regional market access positions us to capture the durable macro-demand catalysed by widespread infrastructure development and national housing programmes. With our major expansion phase capital expenditure now fully complete, our focus is now on optimising our invested capital to drive profitable and capital-efficient growth.

FY 2025-26 was a year of consolidation for our Consumer Products business, with the segment recording revenue of ₹317 crore and Operating EBITDA of negative ₹12 crore. To pave a clearer path to long-term profitable growth, we undertook a portfolio rationalisation exercise, exiting categories with structural limitations in profitability to protect overall operating margins, while concentrating our efforts on core kitchen appliances where our market positioning is strongest. Aligned with this focus on balance-sheet optimisation, we also restructured our manufacturing footprints to release capital. In December 2025, we divested our joint venture's manufacturing facility in Telangana (Hintastica Private Limited). By utilising the proceeds to fully repay outstanding debt, this transaction substantially deleveraged the joint venture's balance sheet and accelerated our structural transition towards a flexible, asset-light framework that enhances long-term capital efficiency.

As a result of this deliberate restructuring, we enter FY 2026-27 with a rationalised portfolio and a singular focus on good margin, scalable categories. This internal alignment establishes the foundation for the proposed demerger of our business portfolio to create two independently focused corporate entities: Hindware Limited (comprising Bathware and Plastic Pipes and Fittings) and HHIL Limited (dedicated to Consumer Products). By establishing these pure-play entities with distinct corporate pathways, we are creating greater clarity, strengthening operational focus, and establishing a more robust platform for each business to maximise its potential. We expect the process to be concluded shortly, subject to remaining regulatory and procedural approvals, with the listing of the resulting independent entities to follow.

Operational Priorities and Building for the Future

During the year, we introduced Designed for Sukoon, a new brand positioning for Hindware that reflects our understanding of the evolving needs of today's consumers. Increasingly, consumers are seeking products that combine thoughtful design, functionality, comfort, and ease of living. This positioning brings together the Hindware brands across our Bathware, Tiles, and Consumer Products businesses under a common consumer promise, reinforcing Hindware's position as a trusted partner in creating better living spaces. The campaign reached a new generation of homeowners and is already translating into stronger brand preference and improving consumer salience metrics across key markets. It is the kind of brand equity that compounds over time, and we are committed to building it.

Our people remain at the heart of our organisation and our success, with their adaptability proving central to navigating an evolving market landscape. To actively support this agility, we advanced our investments during the year in professional learning, leadership development, and institutional capability building. The launch of LEAD, our flagship senior leadership development programme, alongside the expansion of GUIDE to over 300 managers, represents our most structured investment in leadership capability. These initiatives reflect our conviction that cultivating a future-ready leadership pipeline is fundamental to sustaining our competitive advantage and delivering long-term value to our stakeholders.

Digitalisation remains a core catalyst in modernising our business architecture. Digital capability is increasingly embedded across our enterprise, equipping our teams to drive process efficiency, sharper execution, and an elevated experience for our consumers and channel partners. By expanding the deployment of automation and data- led tools across our operations, we continue to simplify workflows and enhance responsiveness across our value chain.

Our long-term success and resilient value creation remain fundamentally anchored to our commitment to Environmental, Social, and Governance (ESG) principles. Our emphasis on resource stewardship is designed to drive tangible business outcomes. By investing in water- recirculation systems and energy-efficient manufacturing processes, we are actively mitigating utility price volatility and maximising operational efficiency. Our community development programmes are targeted to build stable, skilled local talent pipelines near our manufacturing hubs, securing our operational continuity and strengthening corporate governance.

Looking Ahead

Our priorities for the years ahead are clear. We will fortify our leadership in Bathware, build scale in Plastic Pipes and Fittings through market expansion and optimised asset utilisation, and realise the full potential of a more focused Consumer Products portfolio anchored in categories where we can create lasting competitive advantage. This growth agenda is underpinned by strict capital allocation, rigorous cost management protocols, and the systematic execution of our demerger to unlock distinct corporate structures. This transition relies on the deep alignment of our stakeholders, and I am grateful to our consumers, suppliers, channel partners and bankers. I would like to thank our esteemed Board members for their guidance and support. Above all, I thank you, our shareholders, for your trust and continued confidence. With your continued support, we look to the future with confidence and a clear sense of purpose.

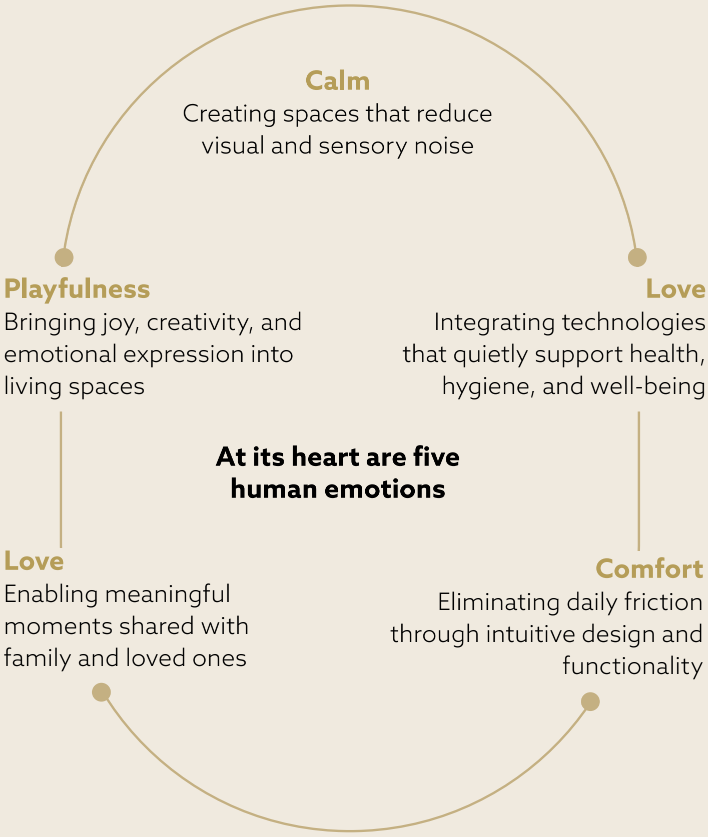
Regards,

Sandip Somany
Chairman

Reimagining Everyday Living

This year marked a significant milestone in the Hindware journey with the launch of 'Designed for Sukoon', across our Bathware, Tiles, and Consumer Products businesses. This unifying philosophy bridges our heritage, purpose, and vision for the future of modern living spaces.

Sukoon is the feeling of ease that settles in when everything functions flawlessly, home feels genuinely welcoming, and daily experiences unfold naturally. Across these three core business segments, this philosophy shapes our products and the entire experience we deliver across every consumer interaction.



This extends far beyond product design to encompass the complete lifecycle of ownership. From hassle-free installations and highly responsive customer care to smooth resolution frameworks and dependable after-sales support, every single touchpoint is engineered to provide peace of mind.

For our trade partners, Sukoon means transparency and dependable support. For our employees, it represents an inspiring workplace culture that invests in their professional growth and holistic well-being. Across every relationship, the commitment is the same: to make each interaction feel more considered and more connected.

Bringing Sukoon to Life

To bring this vision to life, we launched an integrated campaign across television, OTT, digital, print, cinema, outdoor, and social media. Through purposeful brand communication, influencer collaborations, sustained digital engagement, and platform-tailored content, we connected with audiences across geographies, age groups, and life stages.

Extending this philosophy of effortless ease into the digital realm, the relaunch of the Hindware website introduces a more intuitive interface for our stakeholders. Rebuilt on a responsive, mobile-optimised architecture, the platform translates the core promise of Sukoon into simplified navigation, enhanced search capabilities, and benefit-led product presentation designed to seamlessly serve consumers, architects, dealers, and institutional partners alike.

About Building Products Business

BUSINESS MODEL

How we create value

Inputs

Diversified Product Portfolio

Continuous portfolio optimisation, strategic rationalisation, and design-led innovation serve as our primary operational levers to cultivate highly differentiated offerings.

Financial Capital

Net worth, debt funding, and working capital underpin our ability to pursue growth.

Omni Channel Footprint

Bathware Business

An expansive network of over 500 immersive brand stores, over 500 strategic distributors, and more than 35,000 active retail touchpoints securely anchors our nationwide market reach.

Pipes Business

A rapidly growing commercial footprint of over 320 strategic distributors and more than 30,000 dealers securely anchors our nationwide reach.

Manufacturing Capital

Bathware Business

High-capacity plants ensure exceptional quality control, delivering a combined annual capacity of 3.85 million sanitaryware pieces and 3.7 million faucets.

Pipes Business

State-of-the-art production facilities deliver an extensive plastic pipes and fittings capacity of over 78,500 tonnes per annum to meet demands.

Innovation and Intellectual Capital

Our R&D and digital capabilities transform consumer insights into high-performance and sustainable solutions that address evolving customer needs.

Human Capital

Our people are empowered through learning, digital upskilling, career development, internal mobility, employee engagement and talent retention.

Business

Business and Strategy

Innovation and Intellectual Capital

Insight

Customer Feedback

Sales and Marketing

Approach

Product Development

Suppliers

Manufacturing Capabilities

Customers

Operations and Execution

Outputs

Brand Leadership

- Delivered premium offerings with seamless service and proactive after-sales support. Leveraged consumer feedback and real-time market insights to elevate the overall experience.
- Drove market expansion and strengthened channel loyalty while balancing steady volume with high-margin returns.

Shareholder Value and Fiscal Health

- Created long-term value through strategic portfolio rationalisation and strengthened business fundamentals.
- Maintained a robust balance sheet with optimised debt levels and strong liquidity for future scaling.

Dealers and Distributors

- Strengthened our dealer and distributor network through targeted training, performance-led engagement, and digital enablement.
- Enhanced market responsiveness, expanded reach, ensured a consistent customer experience across markets.

Scalable Capacity

- Sufficient production capacity to seamlessly fulfil growing market demand.
- Resource-efficient operations that minimise waste and protect manufacturing margins.

Supplier Partnerships

- Built long-term supplier partnerships through local sourcing, digital procurement, and joint quality initiatives.
- Implemented supplier transparency to generate consistent access to high-quality inputs.

Employees

- Strengthened employee engagement and retention.
- By empowering our people with opportunities, we are building a workforce that drives organisational success.

BUSINESS OVERVIEW

Bathware business

Our position as a leading name in India's sanitaryware and faucets landscape is anchored in a decades-long legacy of deep brand equity. We operate a strategic brand architecture designed to capture market share across distinct consumer segments, led by **Queo**, our luxury lifestyle brand, **Hindware Italian Collection**, our aspirational premium brand, and **Hindware**, our iconic core brand. Leveraging our established distribution network and strong brand equity, our Tiles business serves as a natural complement to this portfolio. Operating under the Hindware Italian Collection umbrella, this segment caters specifically to the premium and super-premium segments to deliver aspirational surfaces tailored for modern architectural spaces.

Business Review

Operational Performance and Market Expansion

FY 2025–26 was characterised by strong momentum and focused execution across our core business segments. The Company delivered double-digit revenue growth, significantly outperforming the broader market. This performance was driven by a sustained premiumisation strategy across price points, a wider distribution footprint, and a sharper portfolio focus.

Within the sanitaryware and faucets segments, General Trade remained the backbone of the business, supported by an expanding institutional network. This growth was a result of our engagement with builders, architects, and project developers. Concurrently, deeper penetration across Tier II and Tier III markets, alongside stronger traction with key channel partners, further broadened our market reach. In the tiles segment, we strategically reoriented our portfolio towards higher-margin offerings and premium tile adhesives, effectively improving our overall product mix.

Operationally, the year was defined by disciplined execution and targeted capability building. We prioritised lean manufacturing and process optimisation initiatives to enhance supply chain efficiency and operational responsiveness across all units. While supply disruptions in the final months of the financial year temporarily affected production volumes and product availability, our disciplined portfolio management and a favourable category mix enabled us to protect and maintain profitability throughout the period.

Manufacturing Footprint and Technology Investments

Our robust manufacturing network provides the industrial scale required to meet the growing market demand. We have a production capacity of up to 3.85 million sanitaryware pieces across our advanced manufacturing facilities in Bahadurgarh (Haryana) and Bibinagar (Telangana), alongside an annual capacity of 3.7 million faucets at our manufacturing plant in Kaharani (Rajasthan). During the year, we strengthened our operational foundation through strategic deployments in automation, digital technology, and process engineering. Across our sanitaryware plants, the deployment of robotic glazing and high-performance pressure casting systems significantly enhanced our production precision, improved first-time-right yields, and optimised throughput. Furthermore, the integration of in-house mineral grinding and advanced material optimisation protocols established greater structural uniformity and consistency across all production batches.

Sustainability and Resource Efficiency

Environmental stewardship is deeply integrated into our manufacturing network. A key milestone during the year was the transition to wet-type de-dusting, which successfully created a closed-loop system that eliminates ambient dust emissions while simultaneously recovering raw materials for production.

Across our plants, targeted energy efficiency initiatives are driving down resource consumption and building a highly sustainable manufacturing base. These interventions span the modernisation of kiln technologies, systematic motor upgrades, and the optimisation of compressed air systems. Together, these advancements ensure long-term resilience while mitigating our environmental footprint.

BUSINESS OVERVIEW

Product Offerings

Sanitaryware
- Water closets
- Wash basins
- Urinals
- Squatting pans

Faucets
- Bathroom faucets
- Kitchen faucets
- Diverters
- Sensor faucets
- Thermostats
- Showers

Wellness
- Bathtubs
- Shower enclosures
- Massage tubs
- Steam generators

Tiles
- GVT
- Ceramic
- Vitrified tiles
- Quartz
- Adhesives

Allied Products
- Shower seats
- Concealed cisterns
- Seat covers
- PVC cisterns
- Bidet attachments

Key Brands

QUEO

The Lifestyle Brand

QUEO brings together the richness of global design heritage and the spirit of new-age innovation. Rooted in European craftsmanship and shaped by modern minimalist aesthetics, it weaves an artistic language that transcends cultures, timelines, and philosophies. Engineered with precision and crafted with design excellence, QUEO products bring classical sophistication while being future-forward.

hindware italian collection

The Aspirational Brand

Hindware Italian Collection combines contemporary design sensibilities with our trusted quality and advanced manufacturing expertise to create premium bath spaces. The bathware portfolio is distinguished by exquisite designs, superior quality, class-leading performance, and advanced technology, offering a blend of style and functionality. As a leader in the sanitaryware and faucets categories, the brand drives innovation through its R&D capabilities, introducing technology-enabled and water-efficient solutions for sophistication and sustainability.

hindware

The Iconic Brand

For more than six decades, Hindware has shaped the evolution of the bathware industry and built a legacy of trust across millions of homes. As the Company's flagship brand, it is defined by its commitment to quality, innovation, and design excellence, offering industry-leading solutions for modern living. Manufactured with premium materials and cutting-edge manufacturing technology, Hindware products are engineered for lasting performance while creating bath spaces that are truly unique.

hindware italian collection TILES

The Aspirational Brand

Rooted in the timeless legacy of Italian art and architecture, the Hindware Italian Collection Tiles brings together design heritage and engineering rigour in equal measure. Each tile is conceived with precision, crafted from the finest materials, shaped by advanced technology, and built to hold its character long after installation.

BUSINESS OVERVIEW

New Product Launches

QUEO

2 Way, 3 Way and 4 Way Thermostats

Available in Polished Chrome, Brushed Nickel, Gun Grey, and Matt Black, the expanded thermostatic range features 2-way, 3-way, and 4-way diverters for multi-outlet bath and shower systems. Equipped with French Vernet thermostatic technology and a Neoperl push-button interface, they ensure precise temperature control, consistent water flow, enhanced user safety, and intuitive outlet operation.

Multi-function Rain Showers

Designed to enhance daily wellness, the range offers wide spray coverage for a more immersive showering experience. Available in two-flow and four-flow variants, it caters to diverse bathroom sizes and showering preferences. Offered in a square profile and finishes including Matt Black, Gun Grey, Brushed Nickel and Polished Chrome, these ceiling-mounted showers bring contemporary design with performance for modern bathrooms.

Fascino Over-the-Counter Wash Basin

Crafted from fine ceramic, the Fascino basin pairs structural minimalism with refined durability. Defined by its rectangular silhouette and clean geometry, the design brings a contemporary presence to modern bath environments. The low-maintenance high-gloss white surface is engineered to retain its pristine lustre and depth of colour.

Hand Shower Range

The range is designed to deliver a personalised showering experience for everyday comfort and long-term durability.

- Aurlen Hand Shower series: The flagship model comes with an integrated LED display for real-time temperature visibility, backed by IPX7 waterproof certification. Equipped with three spray modes including Rain, Mist, and Rain + Mist. Extending this design language across, the three basic variants in this range are available in round, square, and slim square types, without the temperature display feature.
- Orren Hand Shower: Built for advanced hydrotherapy, the Orren series features five precisely calibrated spray profiles, including targeted Massage and fine Mist configurations. It is available in round and square silhouettes with a chrome finish.
- Zelure Hand Shower: Featuring integrated liquid silicone nozzles, the series delivers a uniform water flow while preventing mineral buildup. Its three spray profiles span Rain, Massage, and a combined Rain and Massage sequence.

Hindware Italian Bathware

Starc Wall Mounted Smart Toilet

Bringing together minimalist design, advanced comfort, and enhanced hygiene, the Starc Wall Mounted Smart Toilet features automatic flushing, sensor-based seating, intelligent cleansing, and customisable controls. Designed for modern bathrooms, it delivers a refined user experience where innovation supports effortless convenience and everyday well-being.

New Thermostatic Range

Crafted for Sukoon, this thermostatic diverter portfolio is available in 3-way, 4-way, and 5-way configurations, enabling seamless control of multiple shower functions. Featuring premium finishes, durable metal construction, and a no-electricity design, the selection enhances comfort, convenience, and reliability in everyday bathing experiences.

Stone Basins

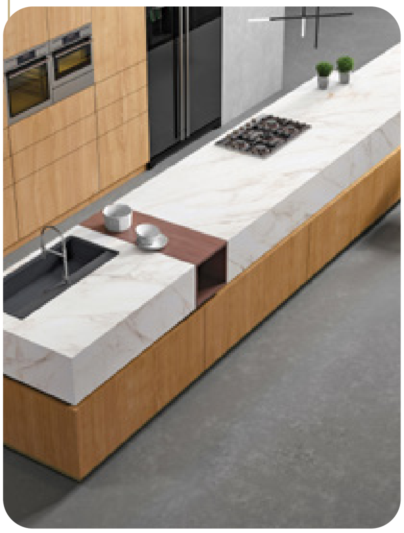
Inspired by India's craft heritage, this premium stone basin series melds handcrafted artistry with contemporary design. Made from solid natural stone, each piece features material integrity, organic textures, and sculptural forms. Enhanced with a protective nano coating for long-term durability, the collection elevates modern luxury bathrooms and premium hospitality spaces.

Adris Peach Matte Wash Basin

Now available in a new Peach Matte finish, the Adris series brings warmth and a sense of calm to modern bath spaces. Its soft hue and rounded form create a soothing visual appeal, while the low-maintenance matte surface and integrated drain support everyday hygiene and ease of use.

BUSINESS OVERVIEW

Hindware Italian Tiles



Alteza Series:
800x3000 mm & 1200x1800 mm

This portfolio added 28 new curated designs across its defining large-format slabs, drawing inspiration from natural stone patterns, organic wood grains, and contemporary textures. Offered in sophisticated Digi Matt and high-lustre polished finishes, these tiles provide a canvas for high-end vertical cladding, flooring, and bespoke counter installations.

Novo Magna & Novo Mini Slabs:
1200x1800 mm & 800x1600 mm

Added over 69 curated designs across its 9 mm GVT format drawing creative inspiration from natural materials and handcrafted aesthetics. Available in an array of sophisticated textures including Polished, Carving, Paper Matt, SPA, and SPA Shimmer finishes, the collection serves as a highly versatile design canvas, bringing tactile depth and visual elegance to contemporary interiors.

Expanse Series & Expanse Premio Series: 600x1200 mm

This series expanded with over 200 new designs. Spanning an array of surface treatments, including Double Digital, Anti-Skid, High Gloss, Metallic, Honed Travertine, Lastra, and Carving, the collection balances aesthetic expression with technical performance to provide tailored floor and wall solutions across residential, commercial, and public spaces.

Parking GVT Tiles:
500x500mm

Introduced with 32 new designs, this collection offers design-led solutions tailored specifically for outdoor and high-traffic applications. Built with an 11 mm thickness, these tiles are structurally optimised to withstand heavy loads, harsh weather conditions, and continuous wear while ensuring slip resistance and a clean, contemporary aesthetic.

Hindware

Professional-grade Tiling Tools

Designed to support the precise installation of the surface portfolio, this curated selection of specialised tools includes rubber mallets, notch trowels, spacers, levelling clips, and double suction cups for large-format handling. These additions streamline the installation process and ensure exact alignment, delivering a pristine, high-quality finish across every project.

Portable Bidet

An extension of the modern wellness routine, this compact personal bidet balances refined portability with hygiene. The lightweight, battery-free design utilises an intuitive manual spray mechanism to deliver a precise, gentle water stream without requiring electrical power or permanent installation. Formed with clean lines and an ergonomic grip, it offers a highly practical, non-invasive personal care solution that integrates seamlessly into any lifestyle.

Adhesives

RX-600 Extro

This high-performance, polymer-modified tile adhesive provides superior bond strength and durability for installing large-format tiles and medium-sized natural stones. Suitable for interior and exterior applications across both wet and dry zones, the white adhesive formula ensures maximum compatibility with standard cementitious substrates across a wide range of residential and commercial projects.

RX-700 Extro Flex

Formulated for high-stress applications such as exterior elevations, building façades, kitchen slabs, and large-format natural stones, this adhesive delivers exceptional flexibility, adhesion, and weather resistance. It provides stable performance across diverse operating environments, making it highly suitable across a wide range of operating environments.

BUSINESS OVERVIEW

Branding and Marketing Initiatives

During the fiscal year, our marketing strategy focused on three core pillars: driving high-intent consumer demand, deepening relationships across our channel network and architect partners, and elevating brand salience at the point of sale.

Architect and Builder Engagement

Strengthening institutional relationships with key industry stakeholders was a core strategic priority during the year. By deepening collaborations with industry bodies including iDAC, DEVCON, CREDAI, and the Builders' Association of India, we expanded our footprint and influence among key decision-makers. This was driven by a multi-city outreach programme where we connected with top architects and builders across Bengaluru, Delhi, Aurangabad, Amravati, Lucknow, Pune, and Indore, reinforcing design led conversations across our brands.

A key milestone during the year was the relaunch of the Hindware Experience Centre (HEC), Delhi. In this revitalised space, we hosted an exclusive interaction with key partners and design leaders, showcasing our evolved design philosophy and premium product portfolio.

Club Maestro

Our exclusive loyalty platform designed specifically for architects operates as a premier engagement network, offering members tailored rewards, early access to product innovations, and exclusive industry privileges. During the year, we institutionalised the network further by welcoming over 365 new members into the community.

Perfect Brand Stores

During the year, we modernised our existing retail footprint through the Perfect Brand Store programme to elevate the in-store consumer experience. By incorporating refreshed layouts, enhanced visual merchandising, live product displays, and our latest design collections, we created a contemporary and immersive retail environment to facilitate interactive consumer engagement.

BUSINESS OVERVIEW

Plumber No. 1 Loyalty Programme

Now in its third year of implementation, our flagship Plumber No. 1 initiative reached a significant milestone, surpassing one lakh registered plumbers nationwide. This QR-enabled digital platform employs a structured framework of weekly rewards and monthly regional recognition to sustain stakeholder engagement and build long-term brand advocacy at the grassroots level.

During the year, we broadened our market outreach by conducting 3,400+ plumber meets, directly connecting with 47,450+ trade professionals to facilitate product education and technical knowledge transfer. The enrolment of 23,650+ new plumbers during the period expanded our network capacity, augmenting our last-mile market presence.

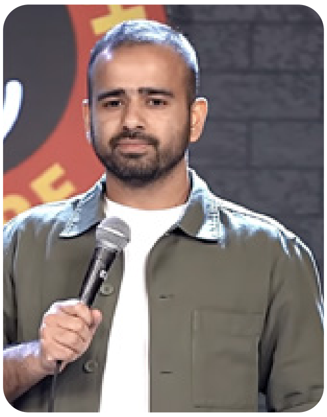
Performance and Lead Generation Campaigns

Embracing a data-led approach to demand generation, we deployed focused performance marketing across search engine networks, social media platforms, and online marketplaces to capture localised consumer intent. This regional focus allowed us to reach consumers at pivotal stages of their purchase journey, directing online discovery towards the nearest dealer to drive in-store conversions. Campaign performance was monitored continuously, enabling ongoing refinement of audience targeting, channel mix to maximise lead quality.

Leading Exhibition Presence

We strengthened our market presence by participating in leading industry exhibitions, including Big Five Dubai, IDAC, and CREDAI, among others. Through structured display formats, contemporary visual merchandising, and application-led product demonstrations, we created engaging brand showcases. These platforms facilitated direct engagement with key industry stakeholders and consumers, presenting our latest collections.

Influencer Collaborations



We executed targeted influencer marketing campaigns to enhance brand visibility and deepen engagement across distinct consumer segments.

For the Hindware Italian Collection, we partnered with stand-up comedian and digital creator Gaurav Kapoor for a campaign centred on relatable, everyday situations. Drawing on his conversational format, the initiative wove our product portfolio into accessible consumer narratives, broadening brand engagement among digitally engaged audiences.

For Queo, we engaged with business content creator and consultant Sarthak Ahuja. This partnership effectively showcased Queo's design sensibilities and real-life aesthetic applications, expanding our reach among discerning, design-conscious consumers.

Online Mason Loyalty Programme

We launched a digital Online Mason Loyalty Programme for our Tile Adhesives portfolio, establishing a structured rewards platform to encourage product advocacy and repeat usage. The platform features simplified enrolment, transparent reward tracking, and a straightforward redemption process, designed to sustain active participation and strengthen engagement within the mason community.

During its inaugural year, the programme successfully onboarded masons, deepening our connection directly at the point of application and supporting the long-term growth of our Tile Adhesives business.

Outlook

We are focused on deepening our premium positioning, expanding market reach, and sustaining the operational discipline that underpinned this year's performance. As consumer preferences continue to shift towards design-led and technology-enabled solutions, we see a meaningful opportunity to strengthen our presence across premium and mass-premium segments.

Brand investment will remain a priority. Building on the strong consumer resonance of the Designed for Sukoon campaign, we will deepen engagement with our audience through differentiated product offerings and stronger retail and digital touchpoints, while further enhancing brand relevance and consumer preference.

On the operational side, our focus remains on structural efficiency, asset optimisation, and industrial agility to support sustained volume growth. By continuing to integrate renewable energy into our manufacturing matrix and strengthening our technical capabilities, we are building a resilient, future-ready business model.

We enter FY 2026–27 with a stronger portfolio, broader distribution, and a clear strategic agenda, well positioned to capture the opportunities ahead in India's evolving Bathware market.

BUSINESS OVERVIEW

Plastic pipes and fittings business

The business operates under the 'Truflo by Hindware' brand. It is underpinned by two green-certified manufacturing facilities at Sangareddy in Telangana and Roorkee in Uttarakhand, with a combined installed capacity of 78,500+ TPA supporting an expanding portfolio of over 2,500 SKUs. Backed by this infrastructure, our reach encompasses an organised multi-channel matrix of 320+ distributors and an active retail network exceeding 30,000 dealer touchpoints across the country. To drive sustained product pull at the grassroots level, we leverage our network of 100,000+ registered plumbing professionals, facilitating technical workshops and regular community outreach to cultivate brand loyalty and advocacy.

Business Review

Operational Performance and Market Expansion

In FY 2025-26, we furthered product premiumisation and consolidated our market presence despite volatile raw material pricing across the industry. We expanded our offerings across the plumbing value chain by introducing advanced foam core and double-wall corrugated piping solutions, broadening our core portfolio to cater to specialised institutional and infrastructure requirements. The commencement of in-house manufacturing for PTMT bath fittings serves as a natural complement to this category, enhancing direct control over product quality, accelerating development cycles, and ensuring supply continuity to optimise our overall product mix.

Manufacturing Footprint and Regional Agility

The commercial commissioning of our advanced manufacturing facility at Roorkee, Uttarakhand, in January 2026 marked a structural milestone in enhancing our industrial footprint, establishing our first dedicated production presence in North India. With an initial annual production capacity of 12,500 tonnes, the new facility is engineered to manufacture a comprehensive range of CPVC, UPVC, SWR, and PVC pipes and fittings, alongside overhead water storage tanks. This localised capacity strengthens our ability to service the northern region with significantly improved delivery speed, cost efficiency, and supply reliability.

Sustainability and Resource Efficiency

Environmental stewardship is deeply integrated into our manufacturing network. Alongside completing a full transition to energy-efficient lighting systems at both our Sangareddy and Roorkee facilities, we secured long-term renewable energy arrangements to optimise our resource footprint and increase the share of clean energy within our operations.

Product Offerings

Plumbing Solutions

- CPVC Pipes and fittings
- UPVC Pipes and fittings
- PPR-C Pipes and fittings

Sewerage, Wastewater and Drainage Solutions

- SWR Pipes and fittings
- Foam core pipes
- Double wall corrugated (DWC) pipes

Agricultural and Borewell Pipes

- UPVC Column Pipes
- PVC Pipes and fittings

Water Storage Tanks

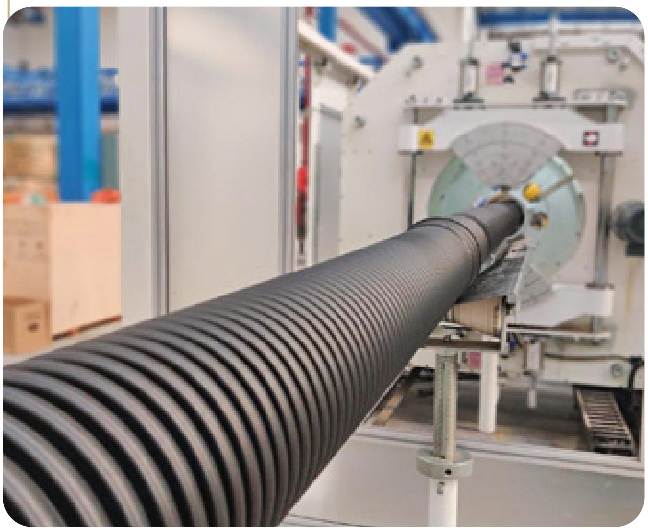
Bath Fittings

- PTMT Faucets
- Flush tanks
- Accessories

BUSINESS OVERVIEW

New Product Launches

TRUFLO DWC Piping Systems



Aligned with the government's momentum towards national infrastructure and urban water management, we expanded our portfolio with the launch of Double Wall Corrugated (DWC) Pipes. Engineered with advanced polyethylene formulations, these pipes offer high structural flexibility and seismic resilience, and are technologically superior replacement for traditional concrete drainage systems.

The range has been commercialised in sizes from 100 mm to 600 mm across both SN4 and SN8 stiffness classes. To back this market entry, we commissioned a manufacturing line with an operational capacity of approximately 700 kg per hour and secured the requisite BIS licence, fully qualifying the brand for institutional and municipal infrastructure projects.

PTMT Faucets

The successful commissioning of our in-house PTMT faucet manufacturing facility marks a significant step in backward integration. This capability enhances our cost structures and strengthens our presence in the high-volume, value-for-money segment.

Engineered for extreme durability and hard-water resilience, this product line is tailored for rapid mass-market adoption. Capitalising on these functional advantages, we offer a versatile portfolio of 215 SKUs, ensuring deep geographic penetration and meeting diverse consumer requirements.

Branding and Marketing Initiatives

Dealer Engagement Programmes

To accelerate market penetration and align our distribution ecosystem, we conducted dealer meets across key growth regions during the year. These strategic activations serve as an ongoing collaborative platform to share real-time micro-market insights, co-create localised business strategies, and drive the adoption of our newly introduced product portfolios.

Strengthening Connections with the Plumbing Community

This dedicated loyalty platform for plumbers is designed to build long-term relationships through structured technical training, commercial benefits, and regional recognition. In FY 2025-26, we successfully integrated over 100,000 plumbers into our ecosystem while maintaining an active participation base of 28,000 contractors.

Rural Outreach Campaign in Karnataka

To drive market development for our agricultural piping portfolio, we conducted a month-long outreach initiative across key farming belts in rural Karnataka. The campaign engaged directly with agrarian communities at prominent local gathering points, demonstrating product applications first-hand.

World Environment Day 2025: Water Conservation Drive

In line with our environmental stewardship commitment, we deployed an on-ground water conservation initiative across public locations in Telangana, extending our sustainability footprint beyond our plant. Field teams identified and rectified leaking municipal pipelines, successfully preventing the loss of thousands of litres of water.

Outlook

The long-term demand outlook for pipes and fittings remains positive, underpinned by sustained government investment in housing, water infrastructure and urban development. In the near term, improving channel sentiment, stabilising resin prices and resuming project execution are expected to support a gradual recovery in industry demand through FY 2026–27.

We are well positioned to leverage these emerging market opportunities. The Roorkee facility, now fully operational, expands our geographic reach into high-demand northern markets and provides the requisite volume capabilities to support future scaling. These newly introduced product lines open strategic avenues to secure incremental growth.

Our priorities for the year ahead are clear: driving higher utilisation across our manufacturing plants, and growth of existing and value-added lines to establish a sustainable foundation for improved margins. We will also focus on deepening market penetration across underpenetrated geographies, collaborating closely with plumbers, and actively engaging with our dealer and distributor network to enhance our market position and brand equity.

BUSINESS OVERVIEW

Community engagement

Our Corporate Social Responsibility (CSR) strategy centres on inclusive growth, ensuring that our long-term value creation supports the socio-economic well-being of local communities. To deliver measurable and sustained impact, we deployed targeted interventions by successfully implementing 15 projects in FY 2025-26. These initiatives were executed through a structured partnership model, engaging with NGOs, government bodies, and specialist agencies to maximise impact.

Skill Enhancement and Apprenticeship Development

Our community skill-building efforts focus on improving rural employability through specialised vocational and industrial training. At our Bahadurgarh plant, the Kaushal Vriddhi programme, operational since 2016, equips local youth with technical expertise across core manufacturing processes, including casting, glazing, quality control, and slip house operations. During the year, the initiative trained over 350 youth and facilitated employment for 249 trainees, achieving a 71% placement rate and contributing to improved livelihood opportunities and economic self-reliance.

Parallelly, the National Apprenticeship Promotion Scheme (NAPS) at our Bibinagar plant provides scalable, on-the-job technical training to elevate local skill levels. During the year, the scheme successfully engaged over 530 local beneficiaries, generating more than 9,730 mandays of hands-on work experience. The initiative empowers regional youth with transferable industrial competencies, significantly enhancing their long-term employability and opening up sustainable career pathways within the wider manufacturing sector.

Healthcare Access and Community Well-being

Our long-running Swasth Sampada healthcare initiative, operating since 2014, continued to provide vital medical access to communities surrounding our Bahadurgarh and Bibinagar manufacturing plants. In FY 2025–26, through free primary healthcare services and specialised medical camps, the programme treated more than 16,650 patients.

BUSINESS OVERVIEW

Public Sanitation and Community Infrastructure

In alignment with India's Swachh Bharat Mission and Hindware's core expertise in sanitation, the Company deployed mobile toilet units during the annual Kanwar Yatra pilgrimage in Roorkee to address essential hygiene needs for lakhs of participating devotees.

Additionally, under the aegis of the Hindware CSR Foundation, we enhanced public safety around our Bibinagar facility. Partnering with local authorities, we funded and installed a network of high-definition CCTV surveillance systems and high-mast lighting installations across key public intersections to secure the neighbourhood.

Environmental Sustainability

Partnering with Bharatiyam, a Delhi-based environmental NGO specialising in ecological conservation and community-led civic action, we supported the restoration of the Yamuna riverbank. The initiative was executed across three core pillars, beginning with plantation drives to expand local green cover along the riverbanks. This was supported by cleanliness campaigns that mobilised volunteers to remove waste from the banks. To ensure long-term impact, we complemented these physical restoration efforts with structured educational sessions for local residents and students to promote responsible waste management and conservation.

Welfare, Sports, and Social Inclusion

Social Equity and Healthcare Infrastructure

Our broader community initiatives focus on bridging gaps in healthcare accessibility, gender equity, and marginalised welfare. During the year, we scaled our women and child empowerment programmes in partnership with the Mannat Charitable Trust, while collaborating with the Maheshwari Sabha to drive regional community welfare. To advance healthcare inclusion, we partnered with the Lepra Society to fund critical medical interventions for leprosy-affected individuals. Additionally, we maintained our commitment to gender equity through focused financial and operational support for girls' education at Kanya Gurukul.

Inclusive Sports and Animal Welfare

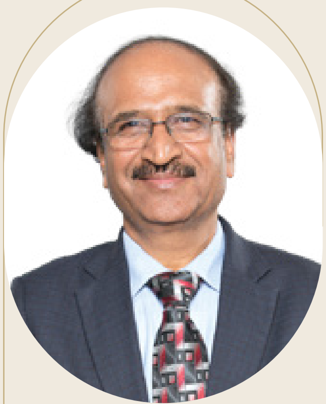
We advanced grassroots sports promotion by supporting the Sanjeeva Singh Archery Institute Trust and partnering with the Cerebral Palsy Sports Federation of India to organise a specialised CP Football Coaching Camp, providing para-athletes with professional training pathways. Extending our care to broader ecosystem well-being, we also funded the Lord Buddha Foundation's specialised medical and rehabilitation facility for paralysed and disabled stray animals.

BOARD OF DIRECTORS: HINDWARE LIMITED

Leading with purpose

Mr. Sandip Somany
Chairman and Managing Director

Mr. Shashvat Somany
Non-Executive
Non-Independent Director



Mr. Ram Babu Kabra
Non-Executive
Non-Independent Director

Mr. Salil Kumar Bhandari
Independent Director

Mr. Ashok Jaipuria
Independent Director

Dr. Rainer Siegfried Simon
Independent Director

Ms. Alpana Parida
Independent Director

About

Consumer Products Business

BUSINESS MODEL

Our growth engine

Resources

Focused Product Portfolio

We offer a curated portfolio of kitchen appliances and water heaters designed with user-centric functionality to bring convenience to modern Indian homes.

Financial Capital

Our net worth, debt capital, and working capital provide the financial foundation for disciplined growth, strategic investments, and the pursuit of sustained excellence.

Infrastructure Capital

Our integrated CRM ecosystem, service platforms, and e-commerce SKUs enable seamless customer experiences across touchpoints.

Brand Experiences

Our kitchen galleries offer immersive product experiences, enabling customers to explore our solutions firsthand and make informed choices while building stronger brand affinity.

Human Capital

Through structured development programmes and ongoing feedback mechanisms, we empower our people and foster accountability, engagement, and a shared sense of purpose.

Business

Our Business Approach

- Closed-Loop Feedback
- After-sales Support
- Streamlined Distribution
- Digital Customer Engagement
- Omni-Channel Go-to-Market

Process

Segment Target Positioning

Collaborative Planning and Replenishment

Agile Product Development

Strategic Supplier Integration

Outputs

Meeting Consumer Expectations
Innovative solutions, including quieter and smarter kitchen appliances are helping us meet evolving consumer demands.

Shareholders
Exited loss-making categories and sharpened our focus on Kitchen Appliances and Water Heaters.

Suppliers
Strengthened long-term partnerships while supporting consistent product delivery and cost optimisation.

Dealers and Distributors
Enhanced partner engagement and wider market coverage to enable faster execution and deeper market penetration.

Employees
Boosted productivity, ensured stronger employee engagement, improved retention, enabling a more agile, future-ready workforce.

BUSINESS OVERVIEW

Consumer products business

Operating under the Hindware Smart Appliances brand, we develop high-performance kitchen appliances and water heaters that combine contemporary aesthetics with intuitive technology supported by energy-efficient and smart features.

This portfolio is supported by an omni-channel distribution network encompassing over 270+ distributors, 7,500+ retail touchpoints, and more than 145 exclusive brand galleries across traditional retail, modern trade, and e-commerce platforms. We also operate a responsive, pan-India after-sales service network with more than 186 dedicated service touchpoints to deliver direct technical support across urban and emerging growth centres.

Business Review

Operational Performance and Market Expansion

FY 2025–26 was a year of strategic consolidation. We executed a deliberate portfolio rationalisation exercise, exiting loss-making categories to concentrate resources on core segments where we hold stronger market positioning and sustainable competitive advantage principally kitchen appliances and water heaters. While this transition remains underway, the business is now fundamentally aligned to drive long-term value creation. Alongside this rationalisation, we accelerated our premiumisation strategy through new product introductions, launching design-led, feature-rich, and technology-enabled offerings.

To expand our market presence, we deepened our footprint across modern trade channels, working with national and regional retail partners for higher market penetration. Our after-sales capabilities were upgraded through the introduction of multilingual support, automation-led service interventions, and enhanced spare parts availability. These initiatives significantly reduced turnaround times and enhanced customer satisfaction, reinforcing our brand equity across key markets.

Product Offerings

Kitchen Appliances

- Chimneys
- Cooktops
- Dishwashers
- Built-in microwaves
- Hobs
- Sinks

Water Heaters

- Storage
- Instant
- Gas models

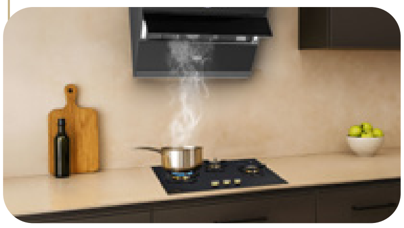
BUSINESS OVERVIEW

New Product Launches

Chimneys

We strengthened our BLDC range of chimneys by launching 24 SKUs.

Rosina BLDC Chimney



This premium chimney provides high-capacity smoke and odour extraction at 1,600 m³/hr, making it ideal for heavy Indian cooking. Powered by an energy-efficient BLDC motor, it includes an 8+1 speed configuration, Turbo Boost, motion sensor controls, and a thermal auto-clean feature. Available in black, the chimney comes in 60 cm, 75 cm, and 90 cm variants.

Cosima BLDC Chimney

Blending style with functionality, this curved glass chimney features a filterless design for hassle-free upkeep and an energy-efficient BLDC motor. The 9+1 speed settings, Turbo Boost mode, motion sensor operation and thermal auto-clean ensure efficient kitchen ventilation. Offered in 60 cm, 75 cm and 90 cm variants, it is built to suit a range of kitchen layouts.

Tiber BLDC Chimney

With its clean T-shaped silhouette, this chimney brings together refined aesthetics and practical functionality. The filterless design ensures low-maintenance operation, while the energy-efficient BLDC motor, 9+1 speed settings, Turbo Boost, motion sensor controls and thermal auto-clean work together to deliver a smooth cooking experience. Available in 60 cm, 75 cm and 90 cm variants, it suits a wide range of kitchen layouts.

Cooktops

Arthuro Pro Cooktop

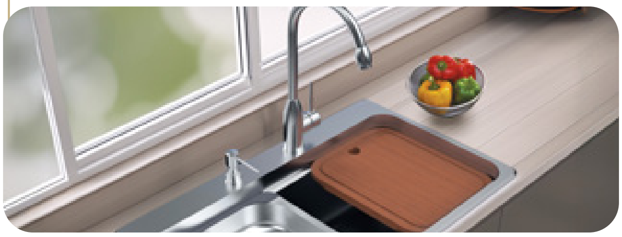
Engineered with a 2 mm jointless stainless steel body, this cooktop offers enhanced durability and easy cleaning alongside energy-efficient brass burners. It features a 360° revolving nozzle for flexible gas connection placement and sturdy pan supports with integrated flame guards. The cooktop is available in both 3-burner and 4-burner configurations.

Vivid Cooktop

Built with a toughened glass top, this model utilises energy-efficient forged brass burners designed to maximise heat retention and lower gas consumption. It includes sturdy pan supports with integrated flame guards, metallic control knobs, and a 360° revolving nozzle for flexible installation. It is available in both 3-burner and 4-burner layouts, with an optional auto-ignition feature.

Kitchen Sinks

Benette Plus Designer Sink



Made from AISI 304-grade stainless steel, this sink provides long-term resistance to rust and bacterial growth. It features a matte brushed finish and integrated sound-absorption technology to minimise kitchen noise during use. The sink comes complete with a matching colander, faucet, and soap dispenser.

Water Heater

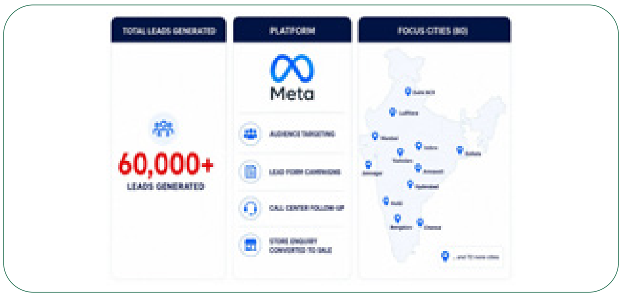
Fraiso Digi 50L Storage Water Heater

This high-capacity water heater features a 5-star energy rating for low power consumption and an 8-bar pressure rating suitable for high-rise buildings. It incorporates a specialised glass-lined tank to prevent rust and internal corrosion, alongside a digital interface for precise temperature control.

Branding and Marketing Initiatives

Performance and Lead Generation Campaigns

We drove demand through region-specific campaigns across digital platforms, connecting consumers planning renovation or new-builds with local dealers. We tracked audience insights and optimised campaign investments to improve lead quality, budget efficiency, and conversion rates.



Festive Dhamaka Campaign

During the festive season, we launched the Festive Dhamaka campaign to boost retail sales through assured gifts, Scratch and Win rewards, and exclusive combo offers. Rolled out across 50 cities, the campaign combined print advertising with targeted digital outreach on Meta and YouTube to maximise consumer reach.

Outlook

We enter FY 2026–27 with a streamlined and structurally focused portfolio. Having completed our portfolio rationalisation exercise, our strategic priority shifts entirely towards sharper marketplace execution, deeper technology integration, and category-led scale across our primary product lines. The upcoming launch of our AI-enabled chimney range anchors this focus, bringing smarter, differentiated product options to consumers seeking enhanced connectivity and home convenience.

As consumer purchase journeys increasingly originate online, we will significantly deepen our digital brand presence through investments in digital marketing, high-impact content, and enhanced platform visibility across e-commerce channels. As these volume initiatives scale alongside our leaner operating structure, we expect meaningful operating leverage to emerge, supporting a stronger profitability trajectory in the periods ahead.

BOARD OF DIRECTORS: HINDWARE HOME INNOVATION LIMITED

Our guiding force

Mr. Sandip Somany
Chairman and
Non-Executive Director

A N C R CA

Mr. Ram Babu Kabra
Non-Executive
Non-Independent Director

S CA

Mr. Ashok Jaipuria
Independent Director

Mr. Salil Kumar Bhandari
Independent Director

A N S C R CA

Ms. Sonali Dutta
Independent Director

A

Mr. Nand Gopal Khaitan
Independent Director

A N S R CA

Committees

A Audit Committee
N Nomination and Remuneration Committee
S Stakeholders Relationship (Shareholders'/Investors' Grievance) Committee
CA Corporate Affairs Committee
C Corporate Social Responsibility Committee
R Risk Management Committee

● Chairperson ● Member

Visit at www.hindwarehomes.com for more details on our Board Members.

DIGITALISATION

Excellence through innovation

Digital transformation is reshaping our manufacturing and supply chain operations through greater automation, real-time visibility and intelligent process control.

Digital Foundation and Automation

We scaled our digital foundation in FY 2025-26, adopting enterprise-wide AI tools across over 70% of the workforce, backed by more than 25 sessions on AI capability-building programme and a leadership workshop at Microsoft. The always-on SIGMA email bot cut email-processing effort by ~80%, while Low-Code/No-Code platforms powered a Contractor Expense Portal, Overtime Slip digitisation, and RGP/NRGP tracking. The Sales CRM/SFA, WMS, TMS and Service CRM advanced in parallel, alongside end-to-end automation of employee-lifecycle workflows, e-collections (Federal Bank–SAP), and warranty QR-code generation.

Manufacturing, Supply Chain and AI Analytics

The Faucets Plant shop floor was digitised with IoT-enabled dashboards (Azure Synapse) for real-time production and quality visibility, supported by digitised quality checkpoints, rejection monitoring and the start of preventive-maintenance tracking. Across the supply chain, MSME vendor verification, SAP-Concur postings, and Bill of Entry processing were automated, while the WMS improved inventory accuracy and dispatch. Copilot 365, evaluated alongside Gemini, Claude and Perplexity, powered early AI use cases in AR/AP automation, inventory forecasting, and a new PR/PO/Vendor Invoice procurement dashboard.

Customer Experience, CRM and Marketing

The Service CRM was strengthened across the complaint lifecycle, installation tracking, technician allocation, and warranty visibility, with SAP–CRM integrations automating replacement invoices and Labour Claims. A WhatsApp-based customer-communication platform now drives payment reminders and multilingual engagement, and an AI-powered Voice Bot for complaint registration moved from proof-of-concept towards production.

Cybersecurity and Governance

Hindware conducted a VAPT exercise, firewall and server assessments, and endpoint security health checks with its OEM, alongside network-device assessments and IAM access reviews, strengthening access controls, governance, and audit compliance in line with group IT policy.

These initiatives delivered measurable gains: reduced manual effort in finance (AP/AR, remittance), faster collections via WhatsApp reminders, a Bulk Sales Order Processing Engine saving significant staff time in the Pipes business, automated Customer Credit Balance Discounts, and improved warranty accuracy through QR-based tracking.

PEOPLE CENTRICITY

Future ready together

At Hindware Home Innovation Limited, people are not just an enabler of growth, they are its foundation. As the Company navigates an evolving business environment, our approach to people remains consistent: build deep capability at every level, create an environment where talent can grow, and ensure that leadership readiness keeps pace with business ambition.

Building Capability

Our commitment to people development extends across every stage of the employee lifecycle. From identifying high-potential talent and strengthening managerial effectiveness to building future leaders, we invest in creating learning opportunities that enable our people to grow, realise their potential and prepare for future opportunities.

LEAD: Individual Development Programme

FY2025-26 marked the launch of LEAD, the Company's flagship development programme for senior leaders. Designed to build leadership depth at the top of the organisation, LEAD brings together comprehensive 360-degree feedback and psychometric assessments with individualised learning journeys, delivered in partnership with Harvard (Manage Mentor Leadership Program) and SP Jain Institute of Management (Leading with Impact Program), covering more than 40 top Leaders. Each participant went through one-on-one executive coaching to translate personal insight into meaningful change, gaining a sharper understanding of their own leadership style and the tools to grow within their role. The first cohort has laid a strong foundation, one that gives leaders the clarity and confidence to grow, while building the succession depth the organisation needs for the road ahead.

GUIDE : People Manager Development Programme

GUIDE is our structured development programme for people managers, and FY2025-26 saw it reach more than 250 managers across businesses and functions. The programme began with detailed 360-degree assessments and psychometric evaluations, giving each participant a deeper understanding of their leadership style and the impact they have on the people around them. From there, customised Individual Development Plans ensured that the development journey was tailored to each manager's specific needs. Group coaching sessions brought managers together to work through real challenges, building both practical capability and a shared language of leadership across the organisation. The result is a stronger, more people-centred layer of management across the businesses, one where managers are better equipped to lead with purpose and build teams that are engaged and motivated.

High Potential Development Centre

During FY2025-26, we conducted our High Potential Development Centre for 130 employees across managerial levels, bringing structure and rigour to the process of identifying and nurturing that talent early. Using a competency-based assessment methodology, participants were evaluated on 7 Hi Potential Competencies assessed through 6 different Tools, providing an objective lens on both current strengths and future potential. For the individuals who went through it, the programme brought clarity on their strengths, their growth areas, and their suitability to career opportunities that lie ahead within the Group.

Frontline and Operations Excellence

Across our manufacturing facilities, market-facing teams and trade networks, our people play a key role in delivering consistent business performance. We continue to invest in their development, strengthening capabilities that drive operational excellence, customer satisfaction and sustainable growth.

Power of Grooming Programme

Conducted for 1,842 service technicians across India, this programme helped participants strengthen their professional presence, enhance customer interaction skills and build greater confidence in identifying value-adding solutions. The initiative supported their personal and professional development by equipping them with skills that contribute to stronger customer relationships and career growth.

PEOPLE CENTRICITY

Guest Programme for the Retail Sales Teams

Rolled out for 201 Hindware Brand Consultant and In-Store Promoter across India, this programme strengthened consultative selling, customer engagement and relationship-building capabilities. By enhancing their ability to understand customer needs, communicate effectively and build lasting connections, the programme supported participants in improving their sales effectiveness and advancing their professional development.

Institutional Sales Programme

Focused on key account management fundamentals, this programme helped participants strengthen their ability to build strategic customer relationships, identify business opportunities and adopt a consultative approach to selling. By enhancing commercial acumen and relationship-management skills, the programme supported their professional growth and effectiveness in managing institutional customers. More than 50 KAMs benefitted from the programme.

Plant Supervisor Development Programme

Recognising supervisors' disproportionate influence on productivity, engagement and operational effectiveness, the Company conducted its Supervisor Development Programme across all Hindware manufacturing facilities, covering more than 100 people across plants. Delivered through five workshops, the programme strengthened communication, team leadership, problem-solving and managerial effectiveness, building a more capable and confident layer of frontline leadership across manufacturing operations.

Listening and Dialogue

Understanding how employees experience the organisation is as important as any capability-building initiative. The Company maintains structured and regular mechanisms to listen to employees and ensure that feedback is translated into visible and meaningful action.

Employee Satisfaction Survey

The annual Employee Satisfaction Survey captures employee perspectives across key dimensions, including role clarity, recognition, teamwork, well-being, career development and organisational ethics. The insights generated directly inform people and culture priorities across the business, ensuring that employee feedback translates into tangible and sustained action.

Townhalls

The quarterly townhall programme provides a regular platform for employees to engage directly with leadership on business performance, strategic priorities and operational milestones. Conducted in person at designated offices or plants and simultaneously accessible across locations, the sessions are designed as interactive forums rather than one-way communication channels. During the year, townhalls were held with participation from across the workforce, covering themes such as business performance, growth strategy, customer focus, people and culture priorities, and operational excellence.

Culture and Community

We enable this through informal engagement initiatives that bring employees together across locations, strengthen shared identity and encourage collaboration across teams.

Hum Tum

Through Hum Tum, the Company's employee engagement platform, employees across locations come together to celebrate milestones, recognise achievements and strengthen the interpersonal connections that make a workplace more than just a place of work. Birthdays, personal moments and organisational wins are acknowledged consistently, building a culture of appreciation that reaches across teams, functions and geographies.

Celebrating Culture and Community

Across our offices, manufacturing plants and business locations, festivals and cultural occasions are celebrated throughout the year. These moments bring people together beyond work, creating space to pause, share traditions, and enjoy time with one another. They reflect the diversity of our people and the richness of cultures that come together within the organisation. Over time, these shared experiences help strengthen bonds and nurture a sense of belonging.

Founder's Day

Founder's Day is part of our annual calendar, bringing together employees and their families across locations to celebrate the legacy and values of the late Dr. R.K. Somany, whose entrepreneurial vision helped shape the Company's journey. The occasion blends reflection with celebration, as colleagues come together to honour his life, values and enduring contribution. Families join in, making it a shared moment of connection and celebration.

Sports and Team Spirit

Our annual cricket tournament is part of our employee engagement calendar, bringing together participants from across businesses, functions and locations in a spirit of healthy competition and camaraderie. The tournament provides employees an opportunity to connect beyond their day-to-day roles, encouraging teamwork, collaboration and informal interaction across the organisation. It helps people bond, strengthening engagement and a sense of community across locations.

Management Discussion and Analysis

ECONOMIC ENVIRONMENT

Global Economy

Global economic growth in 2025 remained relatively steady at 3.4%, though uneven across regions. The US expanded at 2.1%, while Europe remained subdued and China's recovery stayed mixed amid weak domestic demand. Advanced economies grew at around 1.9%, while emerging markets and developing economies outpaced them at 4.4%.

Significant price fluctuations impacted global commodity markets throughout the year, driven by heightened volatility in crude oil, natural gas, and key petrochemical derivatives. This instability was further compounded by escalating geopolitical tensions including the US-China trade frictions, the Russia–Ukraine conflict, and unrest in West Asia which disrupted traditional trade routes and heightened supply uncertainties. Furthermore, new US tariff measures accelerated trade fragmentation, forcing industries to realign supply chains and adapt to rising cost pressures.

Global inflation moderated to an average of 4.1% in 2025, supported by lower energy prices and easing supply constraints. Core inflation, however, remained elevated in several economies, reflecting persistent input costs and wage pressures, even as central banks gradually shifted towards a more accommodative policy stance.

Outlook

The global economic outlook for 2026 remains cautiously resilient, with growth projected to moderate to 3.1% before rising marginally to 3.2% in 2027. However, escalating conflict in West Asia has introduced fresh volatility at a time when the global economy was only beginning to stabilise from elevated trade barriers and policy unpredictability.

Overall expansion is expected to be constrained by these persistent geopolitical tensions, trade frictions, and tight financial conditions. Emerging markets and developing economies remain particularly vulnerable due to their acute exposure to energy price volatility, currency fluctuations, and capital flow reversals. While easing core commodity prices and supportive domestic policies may provide localised relief, deep-seated structural challenges and an unpredictable geopolitical environment will continue to weigh on the pace of the global recovery.

Sources: IMF; S&P Global; Container News; Saudi Global; UNCTAD; Reuters

INDIAN ECONOMY

India remained one of the fastest-growing major economies in FY 2025-26, with GDP growth accelerating to 7.7% from 7.1% in the previous year. Strong domestic consumption, rising disposable incomes, and supportive fiscal and monetary policies provided the primary growth impetus. Driven by these factors, private consumption expanded by 7.7% compared to 5.8% in FY 2024-25. Investment activity also gathered momentum, underpinned by increased private sector participation and sustained government spending on infrastructure.

Inflation remained well within the RBI's 4% target through most of the year, supported by easing food prices and favourable weather conditions. CPI inflation trended lower, settling at ~3.2% by February 2026. In this environment, the RBI reduced the policy repo rate by a cumulative 125 basis points, lending further support to credit growth and consumer spending.

The escalation of the West Asia conflict, however, introduced a new dimension of macro risk. As a major energy importer, India remains sensitive to crude oil price volatility, with potential implications for inflation, the current account, and import costs for energy-linked commodities.

Outlook

India's growth is expected to moderate to around 6.6% in FY 2026–27, reflecting a constructive domestic outlook despite rising global uncertainties. This positive trajectory is underpinned by resilient domestic demand, robust services activity, a steady recovery in manufacturing, and improving private sector investment. Over the medium term, sustained support is anticipated from consistent infrastructure spending, easing monetary conditions, improving formal employment, and the implementation of recent trade agreements. Furthermore, inflation is projected to remain within a manageable range, with the Reserve Bank of India (RBI) forecasting approximately 4.6% for the fiscal year.

However, elevated external risks present distinct downside pressures to this growth outlook. Broader geopolitical tensions and climate uncertainties threaten to compound domestic challenges by widening the current account deficit, pressuring the rupee, and elevating borrowing costs. For businesses reliant on domestic consumption and import-dependent supply chains, these macroeconomic headwinds translate into two primary pressure points. First, currency fluctuations and broader inflationary pressures escalate the landed cost of imported raw materials and components. Second, as household budgets absorb higher overall living costs, consumer discretionary spending is likely to face headwinds.

Despite these external pressures, India retains macroeconomic resilience. The country's robust foreign exchange reserves, a stable banking system, and ongoing structural reforms are expected to provide a meaningful buffer, preserving economic stability over the medium term.

Sources: PIB , Deloitte India Economic Outlook January 2026, DDNews.gov

BATHWARE BUSINESS

Industry Overview

The Bathware industry witnessed a gradual recovery in 2025 despite a backdrop of macroeconomic uncertainty and uneven real estate activity. Government initiatives including the Swachh Bharat Mission, Jal Jeevan Mission, AMRUT 2.0, PMAY and the Smart Cities Mission provided sustained policy support, driving investments in sanitation, housing and urban infrastructure.

Demand held up across residential, hospitality, commercial, and institutional segments, underpinned by ongoing urbanisation, renovation activity, and infrastructure development. Tier II and Tier III markets emerged as incremental growth drivers, supported by rising aspirations and increasing adoption of branded products. Consumer preferences continued to shift towards premium, aesthetically designed, and technology-enabled solutions.

The operating environment, however, remained competitive. Pricing pressures, raw material cost volatility, and competition from unorganised players weighed on industry margins, while global supply chain disruptions added to logistics costs and execution challenges.

Sources: Mordor Intelligence; Mordor Intelligence; RP Realty Plus; PTI

Business Review

FY 2025–26 was characterised by strong momentum and focused execution, delivering market-outperforming, double-digit revenue growth. This performance was driven by portfolio premiumisation across price points and an expanding distribution footprint. In sanitaryware and faucets, General Trade remained our operational backbone, complemented by a fast-growing institutional segment and deeper penetration across Tier II and Tier III markets. Concurrently, the tiles segment improved its overall product mix by strategically shifting towards higher-margin products and premium tile adhesives. Operationally, we prioritised lean manufacturing and process optimisation to enhance supply chain efficiency across all facilities.

Outlook

Moving into FY 2026–27, our strategic focus centres on scaling our market share and driving sustainable growth across all product verticals. To capitalise on the ongoing structural demand in the real estate and renovation markets, we will continue to expand our pan-India distribution footprint, with a clear emphasis on deepening our penetration across high-growth Tier II and Tier III cities.

Recognising the distinct consumption patterns within the domestic market, we remain committed to managing our strategic brand architecture effectively, ensuring a targeted approach to all consumer segments.

Read more on page 14

PLASTIC PIPES AND FITTINGS

Industry Overview

The CPVC and PVC pipes and fittings industry navigated a mixed operating environment during the year. Declining PVC resin prices weighed on realisations and margins, leading to inventory losses and cautious channel behaviour across the trade. Demand conditions improved in the second half of the year as prices began to stabilise, dealer restocking resumed, and project execution across key end-use segments gained momentum.

The long-term demand of this sector is driven by structural shifts across the plumbing and construction sectors. Rapid urbanisation and the proliferation of high-rise residential projects are accelerating the transition towards advanced piping networks, while a rising number of water outlets per housing unit is expanding the volume of plumbing materials required per residential installation. Furthermore, stringent BIS compliance norms and a sustained market shift away from conventional metal pipes are consistently expanding the addressable market for high-performance CPVC solutions.

This addressable market is expanding further through government programmes such as the Jal Jeevan Mission, PMAY, AMRUT 2.0, and the Smart Cities Mission, which continue to secure long-term capital deployment into housing, sanitation, and municipal water networks.

While the sector continues to navigate pricing competition, structural input cost adjustments, and regulatory compliance transitions, the core consumption tailwinds and volume growth fundamentals for the industry remain resilient.

Sources: IntelMarket Research; MarketsandMarkets; IMARC; Nexizo

Business Review

During the year, we enhanced our product mix by introducing advanced foam core and double-wall corrugated piping solutions, while adding in-house PTMT bath fittings manufacturing to secure greater quality and supply chain control. On the manufacturing front, we achieved a major milestone with the commercial commissioning of our 12,500-tonne capacity facility at Roorkee, Uttarakhand, establishing a strategic production presence in Northern India.

Outlook

We are well positioned to leverage emerging market opportunities through our enhanced geographic reach and expanded volume capabilities. Our priorities for the year ahead are concentrated on driving higher capacity utilisation across our manufacturing network and scaling both our existing core product lines and value-added categories to support margin expansion. Crucially, we will focus on expanding our footprint across underpenetrated territories by collaborating closely with plumbing consultants and plumbers while actively engaging with our dealer and distributor network to solidify our market position.

Read more on page 26

CONSUMER PRODUCTS

Industry Overview

The Consumer Products industry operated in a mixed demand environment during the year. Persistent inflationary pressures and cautious consumer sentiment weighed on discretionary spending, causing a temporary moderation in near-term volume growth. Despite these macro headwinds, underlying long-term demand remained supported by structural tailwinds, including accelerating urbanisation, rising disposable incomes, and evolving lifestyle preferences.

The industry's distribution infrastructure expanded, propelled by the growth of organised retail, deeper e-commerce penetration, and digital-first consumer engagement. Tier II and Tier III cities emerged as pivotal growth markets, driven by brand awareness and an aspirational shift towards branded household products.

The operating landscape remained highly competitive, particularly within the kitchen appliances segment. The entry of online-first brands and value-led imports intensified channel fragmentation and pricing pressures. Navigating shorter product lifecycles required continuous design innovation and targeted marketing interventions to preserve brand relevance while balancing margin protection with volume growth.

Business Review

During the year, we focused on strategic consolidation by executing a deliberate portfolio rationalisation exercise, exiting lower-margin categories to concentrate resources on our high-potential kitchen appliances and water heaters segments. This targeted approach optimised our product mix and enhanced underlying profitability metrics. To complement this, we advanced our premiumisation agenda through design-led and technology-enabled product launches, while expanding our distribution reach across national and regional modern trade networks. Customer touchpoints were also strengthened by upgrading our after-sales capabilities with automated service interventions and improved spare parts management to enhance overall service efficiency.

Outlook

We enter FY 2026–27 with a streamlined portfolio positioned to drive category-led growth through sharper execution and advanced technology integration. Our forward strategy focuses on launching differentiated, smart appliances—headlined by our upcoming AI-enabled chimney range while expanding our digital brand presence to capture online-first consumer demand. Supported by an optimised cost structure, these targeted product and marketing initiatives are expected to unlock operating leverage and drive a stronger profitability trajectory in the periods ahead.

Read more on page 38

HUMAN RESOURCES

Our people are central to its long-term performance. During the year, we strengthened our focus on capability building through structured learning and development programmes across manufacturing and corporate functions, alongside targeted interventions in leadership development and succession planning. Employee safety and well-being remained a priority across all manufacturing locations, supported by continued investment in workplace safety standards and training. These initiatives reflect our belief that a skilled, engaged, and safe workforce is fundamental to sustaining its growth and competitiveness in the Building and Consumer Products industry.

Read more on page 44

RISK MANAGEMENT

We believe that effective risk management is fundamental to Hindware Home Innovation Limited's long-term success and resilience. Our approach embeds risk considerations into every facet of the business, enabling us to identify, evaluate and address both internal and external uncertainties as they arise. Far beyond a box-ticking exercise, our risk framework empowers us to safeguard operations, protect our financial health and uphold our reputation, while also uncovering opportunities for innovation and growth.

Key Dimensions

Our risk framework encompasses four dimensions:

Comprehensive Identification and Assessment

We scan the business landscape: market trends, regulatory changes, technological shifts and internal processes, to build a dynamic risk register. Each item is scored for likelihood and impact, ensuring that our Board and leadership team can prioritise the most critical exposures.

Targeted Mitigation and Control

For every high-priority risk, we appoint a clear owner and embed tailored controls into daily operations and decision-making forums. From procurement to production, compliance to customer service, these measures reduce our vulnerability and reinforce accountability.

Ongoing Monitoring and Reporting

We track key risk indicators and control effectiveness through automated dashboards and regular management reviews. Any emerging issues are escalated promptly to the Audit Committee, under the Board's oversight, and to our executive leadership, ensuring swift, coordinated responses.

Continuous Improvement and Governance

Annually, our Board, advised by the Audit Committee, reviews our risk-management performance, stress-tests our assumptions and refines our risk appetite. This cycle of learning and adaptation keeps our framework aligned with evolving business realities and best-practice standards.

Key Risks and their Mitigation Process

At Hindware Home Innovation Limited, we view risk management as a strategic imperative, integral to sustaining our growth, protecting our assets and upholding stakeholder trust. We categorise our principal exposures into External, Operational and Financial risks, each addressed through tailored mitigation measures and overseen by robust internal-control processes.

External Risks

Risk Category	Key Risks and Definition	Mitigation Strategy
Economic, Political and Market Risk	Exposure to macroeconomic slowdowns, global market disturbances, war-related disruptions, geopolitical tensions, inflation spikes and interest-rate hikes, all of which can dampen consumer demand.	Diversify across business segments to reduce dependence on any single sector; optimise cost structures; enhance operational efficiency; broaden customer base; closely monitor global developments to dynamically adjust operations; and pursue new growth avenues to bolster resilience against market fluctuations.
Competition Risk	Intensifying competition, particularly from unbranded players, can erode pricing power and compress margins.	Continuously monitor industry developments; invest in R&D and product innovation; and leverage an omnichannel distribution network to maintain competitiveness and meet evolving customer expectations.
Consumer Risk	Rapid shifts in consumer preferences may lead to lower adoption of our products if we fail to adapt.	Implement a structured consumer-feedback mechanism to capture evolving needs and tailor product offerings, ensuring relevance and sustained demand.

FINANCIAL RATIOS

Refer note no. 53 of the standalone financial statements for financial ratios.

Operational Risks

Risk Category	Key Risks and Definition	Mitigation Strategy
Product Quality Risk	Poor quality can damage sales and brand reputation.	Enforce rigorous quality-control standards, evidenced by our position among the top five brands in key categories, with continuous audits and supplier oversight.
Technology Risk	Reliance on outdated technology may erode competitiveness.	Invest in state-of-the-art equipment; partner with global technology leaders; and maintain ongoing technology scouting to integrate breakthroughs.
Employee Risk	Inability to attract or retain talent can hinder strategic growth objectives.	Foster an inclusive culture and career-development programmes; provide continuous learning opportunities to support employee progression and retention.
Distribution Risk	Shifts in buying habits may undermine traditional distribution channels, impacting revenue and profitability.	Develop an omnichannel distribution strategy—combining strengthened e-commerce presence with continued investment in traditional channels—to ensure seamless customer access and robust dealer engagement.
Operating Efficiency Risk	Under-utilisation of logistics, retail and support assets, as well as unexpected supply chain disruptions, can inflate costs, delay product availability and reduce margins.	Regularly review and optimise logistics and store operations; dynamically adapt to supply chain changes to preserve operational continuity; implement automation where appropriate; and leverage a franchise model to improve market coverage and resource utilisation.
Cyber Security Risk	Cyber-attacks could disrupt operations and compromise data integrity.	Build and maintain a resilient IT infrastructure; deploy comprehensive cybersecurity controls; and conduct periodic penetration testing and staff training to safeguard systems and information.
Business Continuity Risk	Unforeseen events (e.g., pandemics, major incidents) can disrupt daily operations and impact performance.	Maintain and regularly update a dynamic business-continuity and pandemic-response plan; monitor external developments and execute pre-defined contingency actions to ensure minimal operational interruption.
Brand Legacy Risk	Misleading or negative perceptions via various media channels can detract from brand equity and sales.	Execute integrated communication strategies across traditional, digital and social platforms to reinforce consistent messaging, protect hard-earned brand equity and maintain stakeholder trust.

Financial Risks

Risk Category	Key Risks and Definition	Mitigation Strategy
Credit Profile Risk	Difficulty securing short- and long-term funds at favourable rates can strain liquidity and hamper operations.	Optimise working-capital cycles (inventory, receivables, payables); and maintain access to competitively priced debt with well-staggered maturities.
Credit Rating Risk	Fluctuations in credit profiles can influence cost of capital, restrict optimal financing access, or impact borrowing terms.	Maintain a disciplined financial profile and a strong debt-servicing track record; cultivate transparent relationships with lenders and rating agencies through regular communication and consistent performance metrics.
Currency Risk	Volatility in foreign exchange rates can erode profitability on imports and exports.	Employ appropriate hedging strategies, including forward and option contracts, to manage and mitigate foreign-exchange exposures.
Legal and Compliance Risk	Non-compliance with laws and regulations can result in penalties, litigation and reputational damage.	Uphold a robust governance framework; conduct continuous compliance monitoring; and maintain transparent reporting to regulatory authorities to ensure full adherence to applicable standards and regulatory requirements.

INTERNAL CONTROL

We maintain a robust internal-control environment designed to safeguard our operations, protect our assets and ensure the integrity of our financial reporting. Our controls prevent and detect errors or fraud, guarantee that accounting records are prepared accurately and on schedule to deliver reliable management information. Aligned with our Principles of Governance, this framework is continually assessed by the Audit Committee of the Board—supported by our Independent Directors—who review our annual audit plan, key findings, control effectiveness and compliance with accounting standards and regulatory requirements.

INTERNAL FINANCIAL CONTROL

Our internal financial control framework reflects industry best practices for organisations of comparable scale and complexity. We conduct regular reviews and rigorous testing of these controls to identify enhancement opportunities, ensuring that our processes remain fit for purpose and responsive to evolving business needs.

CAUTIONARY STATEMENT

This document contains forward-looking statements based on current expectations and assumptions. Actual outcomes may differ materially due to factors such as economic, political, or regulatory developments, interest rate fluctuations and other uncertainties. We undertake no obligation to update these statements unless required by law.

Directors' Report

Dear Members,

Your Directors are pleased to present the Ninth Annual Report and the Company's audited financial statements for the financial year ended 31 March 2026.

FINANCIAL RESULTS

The Company's financial performance for the year ended 31 March 2026 is summarized below:

(₹ in lakh)

Particulars	Standalone*		Consolidated*	
	2025-2026	2024-2025	2025-2026	2024-2025
Revenue from Operations	31,807	35,654	2,51,133	2,52,684
Add: Other Income	2,779	2,814	3,567	4,623
Total Income	**34,586**	**38,468**	**2,54,700**	**2,57,307**
Profit before exceptional item and tax	**(84)**	**(4,885)**	**4,476**	**(2,703)**
Exceptional Items	(8,416)	(612)	(5,258)	(2,960)
Profit before tax	**(8,500)**	**(5,497)**	**(782)**	**(5,663)**
Less: Tax expenses	1,441	1,537	(413)	(651)
Profit after tax	**(7,059)**	**(3,960)**	**(369)**	**(5,012)**
Add: Profit/(Loss) from joint venture	-	-	(3,556)	(1,789)
Profit for the year (i)	**(7,059)**	**(3,960)**	**(3,925)**	**(6,801)**
Less: Profit allocable to Non-Controlling Interest (ii)	-	-	43	28
Other Comprehensive Income (net of tax) allocable to owner of the Company	(17)	40	(50)	125
Total Comprehensive Income	**(7,076)**	**(3,920)**	**(4,018)**	**(6,704)**
Add: balance brought forward (iii)	(1,519)	2,730	41,348	48,463
Less: Adjustment for change in Ownership Interest (iv)	-	-	-	3
Amount available for appropriation [(i)+(ii)+(iii)+(iv)]	**(8,578)**	**(1,230)**	**37,380**	**41,637**
APPROPRIATIONS:				
Dividend paid on equity shares	-	(289)	-	(289)
Balance carried forward	**(8,578)**	**(1,519)**	**37,380**	**41,348**

*Including results of discontinued operations

(Figures have been rounded off to the extent ₹ in Lakh)

Previous period figures have been regrouped/re-arranged wherever considered necessary to confirm to the current year's classification.

OPERATIONAL REVIEW

On a consolidated basis, revenue from operations for FY 2025-26 was ₹ 2,51,133 Lakh as compared to ₹ 2,52,684 Lakh in FY 2024-25. Earnings before interest, tax, depreciation and amortisation ("EBITDA") was ₹ 23,312 Lakh as compared to EBITDA of ₹ 18,675 Lakh in FY 2024-25. Profit/(Loss) for the year was ₹ (3,925) Lakh as compared to ₹ (6,801) Lakh in FY 2024-25.

A. Building Products Business

The Building Products Business revenue from operations stood at ₹ 2,19,340 Lakh in FY 2025-26 as against ₹ 2,17,071 Lakh in FY 2024-25. The business posted EBIT of ₹ 11,700 Lakh as against EBIT of ₹ 10,291 Lakh in FY 2024-25. Our Building Products segment sustained its upwards trajectory on the back of key initiatives undertaken by the division for the year which are as follows:

SANITARY WARE AND FAUCETS

- Repositioned Hindware from a functional brand to an emotional, wellness-led home solutions leader through the new Brand campaign "Designed for Sukoon", portraying bathrooms as personal sanctuaries through a high-impact, digital-first 360° campaign driven by news-led amplification, influencer storytelling and precision targeting—strengthening premium perception and consumer connect.
- Strengthened engagement with architects and builders through industry partnerships, multi-city outreach, and immersive experience-led interactions (including HEC Delhi relaunch), while expanding the Club Maestro platform (Architect Loyalty Program)

and deepening relationships with the design community.

- Reinforced trade leadership by crossing 1 lakh plumbers under the Plumber No. 1 program, scaling on-ground engagement, expanding enrolments and driving capability building, brand advocacy, and strong last-mile connect.
- Launched a modern, mobile-first, and consumer-centric website with enhanced navigation, unified portfolio access, premium imagery, and intelligent search features—strengthening digital presence, stakeholder engagement, and overall brand experience.
- Accelerated demand generation through data-driven, conversion-led performance campaigns across digital platforms, leveraging geo-targeting, audience insights, and continuous optimisation to improve lead quality and conversion efficiency.
- Upgraded retail environments under the Perfect Brand Store initiative with improved layouts, curated assortments, and enhanced merchandising, delivering a more immersive in-store experience and reinforcing premium positioning.
- Expanded digital reach through strategic influencer collaborations with celebrities and content creators, leveraging authentic storytelling to connect with Gen Z and new-age audiences, enhancing awareness and brand consideration.
- Elevated brand presence at key exhibitions through premium, design-led setups that delivered immersive product experiences, strengthened recall, and reinforced Hindware's positioning as a modern, innovation-driven brand.
- Expanded the sanitaryware portfolio with a comprehensive range of new SKUs across premium and entry-level segments, including design-led washbasins such as Adris in matte finishes, handcrafted luxury stone basins under Shilayam, and advanced solutions like the Starc automatic wall-mounted closet, Delta Square WC, and E Clenz smart slim seat cover—strengthening presence across premium, smart, and entry categories.
- Elevated the faucet portfolio through the introduction of advanced 3-way, 4-way, and 5-way thermostat systems that offer enhanced versatility, seamless multi-outlet control, and precise temperature regulation, combined with minimalist design aesthetics, durable construction and superior user experience for modern bathrooms.
- Introduced the Self-Cleaning Health Faucet, featuring an automatic flushing mechanism for improved hygiene and reduced maintenance, along with ergonomic design, consistent water flow, and contemporary aesthetics—delivering a superior blend of cleanliness, durability and ease of use aligned with modern consumer needs.
- Expanded the Queo portfolio with ABS multi-function handshowers designed to deliver enhanced versatility, durability and a superior, customisable showering experience for modern bathrooms.
- Introduced an innovative handshower with real-time temperature display, combining smart functionality with contemporary design to enhance user safety, convenience, and comfort—especially suited for families, children and elderly users.

TILES

- Expanded GVT Tiles Portfolio by launching new range of surfaces in multiple sizes such as: Glossy Sinker, Velvet Sinker, Honed Travertine, Anti-Skid R 10 in 600x1200 mm size, Paper Matt finish in 1200x1800 mm size and a new size in platform tiles portfolio: 800x300mm size.
- Expanded Adhesive portfolio by launching 2 new advance variants: RX-600 Extro: For Large Format Tiles & Medium Size Natural Stones & RX-700 Extro Flex: Specially designed for Elevation & Façade.
- Launched a new product category: Tile cutting tools with 5 SKUs.
- Increased Queo distribution in tiles brand stores with a new concept of bathroom concept selling by launching 22 new bathroom concepts in different price range.
- Launched Mason loyalty program for adhesive business by integrating masons in plumber No.1 App.

PIPES

- Connected with over 1,00,000 plumbers across India, strengthening plumber community engagement and growth.
- Our state-of-the-art manufacturing facility in Roorkee has been successfully commissioned and capitalized, marking a significant step in our capacity expansion.
- We have successfully launched commercial sales of our PTMT Product segment (own manufacturing) which will strengthen our presence in rural market.
- We have successfully launched commercial sales of our double wall corrugated products, strengthening our presence in the high-performance piping segment for below ground sewerage applications.

B. Consumer Products Business

Brand & Retail Engagement

- Launched the inaugural 'Festive Dhamaka' campaign during the Diwali festive season to accelerate consumer engagement, deploying a ₹ 10 crore reward pool offering assured gifts on purchase. Introduced high-engagement mechanics such as '*Scratch and Win*', exclusive combo offers, and a grand lucky draw featuring two-wheelers as bumper prizes. The campaign drove higher store footfalls, improved conversion rates, and supported overall sales growth across key markets.
- Enhanced Perfect Brand Stores through improved layouts, curated assortments, and upgraded merchandising, delivering a more immersive consumer experience and reinforcing the brand's premium positioning.

Digital & Retail Experience

- Launched a modern, mobile-first, consumer-centric website featuring enhanced navigation, a unified product portfolio view, premium imagery, and intelligent search capabilities, strengthening the brand's digital presence, improving stakeholder engagement, and elevating the overall brand experience.

Product Innovation & Portfolio Expansion

- Expanded the BLDC Chimney portfolio across premium and entry-level segments with a comprehensive rollout of new SKUs.
- Launched an innovative AI-enabled chimney range comprising 24 new SKUs, expanding the overall product portfolio.

MATERIAL CHANGES AND COMMITMENTS

During the year under review, Hintastica Private Limited ("HPL"), a 50:50 Joint Venture of Hindware Home Innovation Limited and Atlantic Société Française de Développement Thermique, France sold its certain identified manufacturing assets including land, buildings, plant, machinery, and equipment at Green Industrial Park, Pollepally Village, Jadcherla Mandal, Mehaboob Nagar, Telangana, at a consideration of ₹ 115 crores. The sale transaction was completed on 11 December 2025.

KEY BUSINESS DEVELOPMENTS DURING THE YEAR UNDER REVIEW

COMPOSITE SCHEME OF ARRANGEMENT

The Board of Directors of the Company, in its meeting held on 27 March 2025 had approved a Composite Scheme of Arrangement ("Scheme") under Sections 230 to 232, read with section 66 and other applicable provisions of the Companies Act 2013 ("Act") and the provisions of other applicable laws, amongst the Company ("Demerged Company/Remaining Transferor Company"), Hindware Limited ("Transferee Company") and HHIL Limited ("Resulting Company") and their respective shareholders and creditors. The Scheme provides for the demerger of the Consumer Products Business of the Demerged Company and the amalgamation of the Remaining Transferor Company (as defined in the Scheme) with and into Transferee Company. The Appointed Date for the Scheme is 1 April 2025, or such other date as may be mutually agreed by the respective Board of Companies or any such date as may be approved by the Hon'ble National Company Law Tribunal ("NCLT") or any other competent authority. The Company has received No Objection Certificates (NOCs) from the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and subsequently filed a first-motion petition with the Hon'ble NCLT for approval of the Scheme.

The Scheme received requisite approval from the unsecured creditors of Hindware Limited, as well as the unsecured creditors and equity shareholders of the Company, during their respective Hon'ble NCLT convened meetings held on 7 March 2026 pursuant to Order dated 3 December 2025 read with corrigendum orders dated 10 December 2025 and 22 January 2026, passed by the Hon'ble NCLT. Further, the Scheme is subject to such other necessary approvals as may be required and sanction thereof by the Hon'ble NCLT.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has six (6) subsidiaries (including three (3) step down subsidiaries) and one (1) joint venture company as on 31 March 2026. The Company had no Associate Company during the year under review.

During the year, the Board of Directors reviewed the affairs of the subsidiaries. In accordance with Section 129(3) of the Act the consolidated financial statements of the Company and all its subsidiaries have been prepared, which forms part of the Annual Report. (Please refer to the consolidated financial statements section of the Annual Report).

Further, a statement containing the salient features of the financial statements of the Company's subsidiaries and Joint Venture in the prescribed format AOC-1 forms part of the consolidated financial statements and hence not repeated here for the sake of brevity. The statements provide the details of performance, financial positions of each of the subsidiaries.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries are available on Company's website www.hindwarehomes.com. These documents will also be available for inspection in the investor relations' section of the Company's website.

The Policy for determining material subsidiaries as approved may be accessed on the Company's website at the link: https://www.hindwarehomes.com/pdf/Policy%20on%20Material%20Subsidiaries.pdf

SHARE CAPITAL

During the year under review, there was no change in the equity share capital of the Company. The paid-up Equity Share Capital as on 31 March 2026 was ₹ 1,672.93 Lakh.

CREDIT RATINGS

During the year under review, the credit ratings of the Company was reviewed by CARE Ratings Limited. A detailed note on the credit ratings of the Company is provided in the Corporate Governance Report section of this Report.

DIVIDEND

Your Directors after considering the financial statements and Dividend Distribution Policy of the Company, decided not to recommend any dividend on its equity shares for the financial year ended 31 March 2026.

INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")

There was no amount of dividend due till 31 March 2026 liable to transfer to IEPF since 7 years are not yet completed of its first dividend paid for the financial year ended 31 March 2020.

TRANSFER TO RESERVES

The Board has not proposed to transfer any amount to general reserve.

DEPOSITS

Your Company has not accepted any deposit within the meaning of Section 73 of the Act and as such no amount of principal or interest was outstanding as on the Balance Sheet date.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Articles of Association of the Company, Mr. Sandip Somany (DIN:00053597), Non-Executive Director of the Company, retires by rotation at the ensuing Annual General Meeting ("AGM") and being eligible, offered himself for re-appointment.

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Ram Babu Kabra (DIN:00021886) as an Additional Director in the category of Non-Executive Non-Independent Director of the Company w.e.f. 4 March 2026. The members of the Company approved such appointment of Mr. Ram Babu Kabra as a Non-Executive Non-Independent Director by passing the special resolution through Postal Ballot on 25 April 2026.

During the year under review, Mr. Girdhari Lal Sultania (DIN:00060931), Non-Executive Non-Independent Director of the Company tendered his resignation from the position of Director w.e.f. 5 March 2026 and ceased to be a Director of the Company from the said date.

Accordingly, as on 31 March 2026, there were six (6) Directors on the Board of your Company, consisting of four (4) Independent Directors, two (2) Non-Executive Directors of the Company.

The Board of Directors of the Company, based on the recommendation of the Nomination & Remuneration Committee, approved the appointment of Mr. Shashvat Somany (DIN: 10058462) as an Additional Director in the category of Non-Executive Non-Independent Director of the Company w.e.f. 1 July 2026, subject to approval of the Members of the Company at the ensuing Annual General Meeting.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on 31 March 2026 were:

(i) Mr. Naveen Malik, Chief Executive Officer (CEO) and Chief Financial Officer (CFO); and

(ii) Ms. Payal M Puri, Company Secretary and Sr. V. P. Group General Counsel.

During the year under review, there was no change in the Key Managerial Personnel.

AUDITORS AND AUDITORS' REPORTS

Statutory Auditors

At the 6th Annual General Meeting of the Company held on 27 September 2023, the shareholders approved the re-appointment of M/s. Lodha & Co LLP, Chartered Accountants, as Statutory Auditors of the Company having Firm's Registration No. 301051E/E300284 to hold the office till the conclusion of the 11th Annual General Meeting of the Company.

The Notes on Financial Statements referred to in the Auditors' report are self-explanatory and therefore do not require any further comments.

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under Section 143(12) of the Act and the rules made thereunder. The Auditors' report does not contain any qualifications, reservations or adverse remarks.

Secretarial Auditor

At the 8th Annual General Meeting (AGM) of the Company held on 24 September 2025, the shareholders approved the appointment of M/s. DMK Associates, Company Secretaries (FRN P2006DE003100), as the Secretarial Auditors of the Company for a period of five(5) consecutive years i.e. from FY 2025-26 to FY 2029-30.

The Secretarial Audit Report in Form No. MR–3 for the financial year 2025-26 is enclosed as **Annexure A** to this Report.

There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Report.

Further, Hindware Limited, the unlisted material subsidiary of the Company has undergone Secretarial Audit for the year ended 31 March 2026. The Secretarial Audit Report issued by Ms. Monika Kohli, Practicing Company Secretary (CP No. 4936), partner of M/s. DMK Associates, Company Secretaries, New Delhi, is enclosed as **Annexure B**. The said report is self-explanatory and does not contain any qualifications, reservations, adverse remarks or disclaimers.

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

The Company is engaged into the business of trading and marketing of products, hence particulars pertaining to Conservation of Energy and Technology Absorption are not applicable. However, the particulars as prescribed in Section 134(3)(m) of the Act, read with Companies (Accounts) Rules, 2014 are provided in the enclosed **Annexure C** to this Report to the extent applicable.

ANNUAL RETURN

In accordance with Section 134(3)(a) of the Act, the extract of Annual Return as on 31 March 2026, as required under Section 92(3) of the Act and prepared as per prescribed format (MGT-7), which will be filed with the Registrar of Companies, is hosted on the Company's website i.e. www.hindwarehomes.com.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is presented in a separate section forming part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Pursuant to Regulation 34(2)(f) of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026, your Company has provided the prescribed disclosures in new reporting requirements on Environmental, Social and Governance ("ESG") parameters called the Business Responsibility and Sustainability Report ("BRSR") which includes performance against the nine principles of the National Guidelines on Responsible Business Conduct and the report under each principle which is divided into essential and leadership indicators. Please refer BRSR which forms part of this Annual Report.

CODE FOR PREVENTION OF INSIDER TRADING

Your Company has adopted a Code of Conduct to regulate, monitor and report trading by designated persons and their immediate relatives ("Code") as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading/dealing in the Company's shares and sharing Unpublished Price Sensitive Information ("UPSI"). The Code covers Company's obligation to maintain a structured digital database ("SDD"), mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI. To increase awareness on the prevention of insider trading in the organisation and to help the Designated Persons to identify and fulfil their obligations, regular trainings have been imparted to the designated persons by the Company. During the year under review, there has been due compliance with the said code.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors in terms of Section 134(3)(c) of the Act state that:

a) in the preparation of the annual accounts for the year ended 31 March 2026, the applicable accounting standards read with requirements set out under Schedule III to the Act, had been followed and there are no material departures from the same;

b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31 March 2026 and of the profit/ loss of the Company for the year ended on that date;

c) the Directors had taken proper and sufficient care for the 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 fraud and other irregularities;

d) the Directors had prepared the annual accounts on a 'going concern' basis;

e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under Listing Regulations, forms an integral part of this Report. The requisite certificate from the Secretarial Auditors of the Company, confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and were reviewed and approved by the Audit Committee. The disclosure in Form No. AOC-2 is appended as **Annexure D** to this report.

The policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: https://www.hindwarehomes.com/pdf/Related-Party-Transaction-Policy-2.pdf.

Your Directors draw attention of the members to Note no. 47 of standalone financial statements of the Company which set out related party disclosures.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

During the year under review, the provisions of Section 135 of the Act pertaining to Corporate Social Responsibility (CSR) were not applicable to the Company.

NUMBER OF BOARD MEETINGS

During the year under review, six (6) Board Meetings were convened and held. For further details, please refer the Report on Corporate Governance which is forming part of this Annual Report. The intervening gap between two consecutive meetings was not exceeding the period prescribed under the Act.

AUDIT COMMITTEE

The Audit Committee comprises of four(4) members, three(3) of them are being Independent Directors and one(1) is Non-Executive Non-Independent Director. Mr. Salil Kumar Bhandari (Independent Director) is the Chairman of the Committee.

For further details, please refer Report on Corporate Governance which is forming part of this Annual Report.

All the recommendations made by the Audit Committee were accepted by the Board.

DISCLOSURE UNDER SECRETARIAL STANDARDS

The Directors state that the Company has complied with all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India. The details with respect to the composition, terms of reference, number of meetings held, etc. of the statutory committees of the Board of Directors are included in the Report on Corporate Governance, which forms part of this Annual Report.

VIGIL MECHANISM (WHISTLE BLOWER POLICY)

The Company has in place a Whistle Blower Policy to establish a vigil mechanism for Directors/Employees and other stakeholders of the Company to report concerns affecting the smooth and efficient running of operations of the Company. This Policy documents the Company's commitment to maintain an open work environment in which employees, consultants and contractors are able to report instances of unethical or undesirable conduct, actual, suspected fraud or violation of the Company's Code of Conduct.

The Vigil Mechanism (Whistle Blower) Policy is available on Company's website at the link: https://www.hindwarehomes.com/pdf/Vigil%20Mechanism.pdf

NOMINATION AND REMUNERATION POLICY

The Company has in place a Nomination and Remuneration Policy for appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters as per the Act and Listing Regulations.

The Nomination and Remuneration Policy is available on Company's website at the link: https://www.hindwarehomes.com/pdf/Nomination%20and%20Remuneration%20Policy.pdf

DIVIDEND DISTRIBUTION POLICY

The Company has in place a Dividend Distribution Policy as per Regulation 43A of Listing Regulations. The policy was adopted to set out the parameters that will be taken into account by the Board in determining the distribution of dividend to its shareholders and/or retaining profit earned by the Company. The Policy is hosted on Company's website at the link: https://www.hindwarehomes.com/pdf/Dividend%20Distribution%20Policy.pdf

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Particulars of loans, guarantees and investments covered under Section 186 of the Act forms part of the notes to the financial statements (Please refer note nos. 6, 7, 11 and 51 of standalone financial statements for particulars of Section 186 disclosure).

PARTICULARS OF EMPLOYEES

Information required as per Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **Annexure E** to this Report.

Disclosures relating to remuneration and other details as required under 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, 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 available with the Company. Having regard to the provisions of the first proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. Any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

INTERNAL CONTROLS

The internal control systems are commensurate with the size, scale and complexity of the operations of the Company. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with the applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance with corporate policies. The Company uses SAP, a well-accepted Enterprise Resource Planning (ERP) system, to record data for accounting, consolidation, and management information purposes and connects to different locations for efficient exchange of information.

The Audit Committee of the Board of Directors, comprising majority of Independent Directors, reviews the effectiveness of the internal control system across the Company, including the annual plan, significant audit findings and recommendations, adequacy of internal controls and compliance with accounting policies and regulations.

INTERNAL FINANCIAL CONTROLS

The Company has in place an adequate Internal Financial Controls framework. It has documented Risk and Control Matrices (RACM) covering all activities and all controls are tested for design and operating effectiveness as part of its Internal Financial Control reporting framework.

The financial controls are evaluated for both design and operating effectiveness by an external consulting firm of repute. In our view, the Internal Financial Controls are adequate and are in line with best practices applicable to organisations of a similar size, nature and complexity.

RISK MANAGEMENT

The Board of Directors of the Company has constituted a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has also adopted a Risk Management Policy which establishes various levels of accountability and overview within the Company. The details of the Risk Management Committee forms part of the Corporate Governance Report.

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

The Company has in place a Prevention of Sexual Harassment of Women at Workplace Policy in compliance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (**"POSH ACT"**). The Company always endeavours to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Internal Committee (IC) has been set up to redress complaints regarding sexual harassment, if any.

The Directors further state that during the year under review, there were no complaints filed pursuant to the POSH Act.

DISCLOSURE UNDER MATERNITY BENEFIT ACT, 1961

The Company has complied with the applicable provisions relating to the Maternity Benefit Act, 1961 and the rules made thereunder, for the year under review, including all applicable obligations relating to maternity benefits for eligible employees.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Listing Regulations. In the opinion of the Board, they fulfil the conditions of independence as specified in the Act and Listing Regulations and are independent of the management.

The Independent Directors of the Company are persons of integrity and comprise of appropriate skills/expertise/competencies (including proficiency) and have rich and varied experience in diversified domains for effective functioning of the Board of Directors of the Company.

BOARD EVALUATION

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria and framework adopted by the Board. In addition, the performance of Board as a whole and Committees were evaluated by the Board after seeking inputs from all the Directors on the basis of various criteria.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman was evaluated, taking into account the views of the Executive and Non-Executive Directors. The evaluation process has been explained in the Corporate Governance Report section of the Annual Report.

TRAINING OF INDEPENDENT DIRECTORS

The details of programmes conducted for familiarization of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company, recent amendments/notifications etc. has been uploaded on the Company's website at the web link: https://www.hindwarehomes.com/training-of-directors.php.

For further details, please refer to the Report on Corporate Governance which is forming part of this Annual Report.

CYBER SECURITY

In view of increased cyberattack scenarios, the cyber security maturity is reviewed periodically and the processes, technology controls are being enhanced in-line with the threat scenarios. Your Company's technology environment is enabled with real time security monitoring with requisite controls at various layers starting from end user machines to network, application and the data.

During the year under review, your Company did not face any incidents or breaches or loss of data breaches in Cyber Security.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details of revision of financial statement or the Report.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. The Company is not required to maintain cost records as specified in Section 148(1) of the Act.
6. Neither any application is made nor any proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016.
7. The Company has not defaulted in the repayment of loans to the Banks or Financial Institutions. Accordingly, disclosure relating to one-time settlement with the Banks or Financial Institutions is not applicable.
8. Details of difference between amount of the Valuation done at the time of One Time Settlement and the Valuation done while taking loans from the Banks or Financial Institutions alongwith the reasons thereof.

ACKNOWLEDGEMENT

Your Directors would like to express their appreciation for assistance and co-operation received from the financial institutions, banks, government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by all employees of the Company.

For and on behalf of the Board of Directors

Place: Gurugram
Date: 19 May 2026

Sandip Somany
Chairman

Annexure A

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

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

To
The Members,
M/s Hindware Home Innovation Limited
CIN: L74999WB2017PLC222970
2, Red Cross Place
Kolkata, West Bengal 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hindware Home Innovation Limited CIN: L74999WB2017PLC222970** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31 March 2026 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure 1** attached to this report:-

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March 2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder as amended till date;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder as amended till date;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder as amended till date;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(No FDI and ECB were taken and no ODI was given by the Company during the Audit Period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended till date;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021 as amended till date; **(Not applicable to the Company during the Audit Period)**

f) 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; **(Not applicable to the Company during the Audit Period)**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended till date; **(Not applicable to the Company during the Audit Period)**

h) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period) and**

i) The Securities and Exchange Board of India (Depository and Participants) Regulations, 2018;

(vi) OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY AS IDENTIFIED BY THE MANAGEMENT

(a) As confirmed by the management, there is no specific law applicable to the Company during the audit period.

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

(i) Secretarial Standards on meeting of Board of Directors (SS-1) and on General Meeting (SS-2) issued by The Institute of Company Secretaries of India.

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

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

The Company received notices from the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) regarding an alleged non-compliance with Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"). The notices pertained to the appointment of Mr. Girdhari Lal Sultania (aged above 75 years) as an Additional Director (Non-Independent) at the Board Meeting held on February 8, 2023, without prior shareholders' approval. Consequent to this, BSE imposed a fine of ₹ 99,120/- (inclusive of GST) on the Company. The Company, vide its letter dated May 26, 2023, informed BSE (the Designated Stock Exchange) that it maintained compliance of Regulation 17(1A) of the SEBI (LODR) Regulations, and subsequently filed an application for the waiver of the said fine. BSE Limited, via email dated February 11, 2026, rejected the Company's waiver application. Consequently, the Company immediately paid the said fine on February 12, 2026.

Based on the information received and records maintained, we further report that:

1 The Board of Directors of the Company is duly constituted with proper balance of Non-Executive, Women and Independent Directors. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with provision of the Act.

2 Adequate notice of at least seven days was given to all Directors to schedule the Board Meetings along with agenda and detailed notes on agenda except at shorter notice wherever required 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.

3 Majority decision is carried through and recorded in the minutes of the meetings. Further as informed and verified from minutes, no dissent was given by any director in respect of resolutions passed in the Board and committee meetings.

Based on the compliance mechanism established by the Company and on the basis of the Compliance Certificate (s) issued by Chief Executive Officer and Chief Financial Officer of the Company pursuant to Regulation 17(8) under SEBI (LODR) Regulations 2015 and report given by Company Secretary under the Act taken on record by the Board of Directors at their meeting (s), we further report that:

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has not incurred any specific event / action that can have major bearing on the Company's affairs in pursuance of above referred laws, rules, regulations, guidelines, standards etc. subject to the followings:

a) During the year under review, pursuant to the Composite Scheme of Arrangement ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, amongst Hindware Home Innovation Limited ("Demerged Company" / "Remaining Transferor Company"), Hindware Limited ("Transferee Company"), and

HHIL Limited ("Resulting Company"), and their respective shareholders and creditors, in-principle approvals from BSE Limited and National Stock Exchange of India Limited were obtained on 28 August 2025 and 29 August 2025 respectively. Further, pursuant to the Order dated 03 December 2025 read with Corrigendum Orders dated 10 December 2025 and 22 January 2026 passed by the Hon'ble National Company Law Tribunal, Kolkata Bench in the Company Application No. C.A. (CAA)/200(KB) 2025, the Meetings of equity shareholders and unsecured creditors of the Company were duly held on 07 March 2026 and at the respective meetings, both the Equity Shareholders and Unsecured Creditors approved the Scheme with the requisite statutory majority. Now, the Scheme is subject to other necessary approvals as may be required and final sanction thereof by the Hon'ble NCLT.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B. Com (H).
Partner
FCS 5480,
C P 4936
Peer Review No. 6896/2025

Place: New Delhi
Date: 19 May 2026
UDIN: F005480H000406641

Annexure 1

To
The Members,
M/s Hindware Home Innovation Limited
CIN: L74999WB2017PLC222970
2, Red Cross Place,
Kolkata, West Bengal 700001

Sub: Our Secretarial Audit for the Financial Year ended 31 March 2026 of even date is to be read along with this letter

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis of our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

7. As per the information provided by the Company, there are certain disputes / cases filed by or against the Company, which are currently lying pending with the various Courts. However as informed these cases have no major impact on the Company.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B. Com (H).
Partner
FCS 5480,
C P 4936
Peer Review No.6896/2025

Place: New Delhi
Date: 19 May 2026
UDIN: F005480H000406641

Annexure B

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

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

To
The Members,
HINDWARE LIMITED
CIN: U74999WB2017PLC223307
2, Red Cross Place, Kolkata,
West Bengal, India, 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by, **Hindware Limited (CIN: U74999WB2017PLC223307)** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31 March, 2026 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure 1** attached to this report:-

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March, 2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder **(Not applicable to the Company during the Audit Period)**;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **(Not applicable to the Company during the Audit Period)**;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(No FDI and ECB were taken and no ODI was given by the company during the Audit Period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the Audit Period being an unlisted company**)

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date; **(Not applicable to the Company during the Audit Period being an unlisted company)**

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period being an unlisted company)**

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**;

e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ; **(Not applicable to the Company during the Audit Period)**;

f) 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; **(Not applicable as the Company is not registered as Registrars to an Issue and Share Transfer Agent during the Audit period)**;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (herein after "Delisting Regulations") **(Not applicable to the Company during the Audit Period)**; and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**;

(vi) OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY

As confirmed by the management, there is no specific law applicable to the Company during the audit period.

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

(i) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India.

(ii) Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. **(Not applicable to the Company during the Audit Period being an unlisted company)**.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines to the extent applicable, Standards, etc. as mentioned above except:

The appointment of the Cost Auditor for the FY 2025-2026 was made after the expiry of 180 days from the commencement of the financial year, contrary to the timeline prescribed under Section 148 of the Companies Act, 2013, read with Rule 6(2) of the Companies (Cost Records and Audit) Rules, 2014.

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

2. Adequate notice of at least seven days was given to all Directors to schedule the Board Meetings along with agenda and detailed notes on agenda except shorter notices for some meetings 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 in compliance of the Act.

3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the Board meetings.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period and thereafter, the following events have occurred in the Company having major bearing on the Company's affairs:

The Board of Directors of the Company in their meeting held on 27th March, 2025 had approved the Composite Scheme of Arrangement under Sections 179(3), 230 to 232 of the Companies Act, 2013 ("the Act") read with and other applicable provisions of the Act, amongst Hindware Home Innovation Limited ("Demerged Company/Remaining Transferor Company"), Hindware Limited ("Transferee Company"), and HHIL Limited, a wholly owned subsidiary of Hindware Home Innovation Limited ("Resulting Company"), and their respective shareholders and creditors ("Scheme") and their respective shareholders and creditors. The holding company i.e. Hindware Home Innovation Limited had filed the Scheme with National Stock Exchange of India Limited and BSE Limited for their in-principle approval of the said scheme. Hindware Home Innovation Limited ("the Holding Company") has received approval from BSE Limited and the National Stock Exchange of India Limited. Thereafter an application was filed with Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT") for approval of the Scheme.

The Scheme received requisite approval from the unsecured creditors of the Company, as well as the unsecured creditors and equity shareholders of the Hindware Home Innovation Limited (Holding Company), during their respective NCLT convened meetings held on 7th March 2026 pursuant to Order dated 03 December 2025 read with corrigendum orders dated 10 December 2025 and 22 January 2026, passed by the NCLT. Further, the Scheme is subject to such other necessary approvals as may be required and sanction thereof by the NCLT.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B. Com (H).
Partner
FCS 5480,
C P 4936
Peer Review No.6896/2025

Place: New Delhi
Date: 11 May 2026
UDIN: F005480H000330167

Annexure 1

To
The Members,
HINDWARE LIMITED
CIN: U74999WB2017PLC223307
2, Red Cross Place, Kolkata,
West Bengal, India, 700001

Sub: Our Secretarial Audit for the Financial Year ended 31 March 2026 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

7. As per the information provided by the Company, there are no pending cases filed by or against the company which will have major impact on the company.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
B. Com (H), FCS, LL.B. I.P.
Partner
FCS 5480,
C P 4936
Peer Review No.6896/2025

Place: New Delhi
Date: 11 May 2026
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Annexure C

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

(A) CONSERVATION OF ENERGY

(i) The steps taken or impact on conservation of energy

The Company has undertaken various projects towards conservation of energy such as BLDC motor for Kitchen Chimney and with higher suction and low power consumption, Local production of Chimney to reduce carbon footprints in transportation cost, Noise Reduction from Chimney to make them convenient for consumers.

(ii) The steps taken by the Company for utilising alternate sources of energy

Not applicable

(iii) The capital investment on energy conservation equipments:

S. No.	Capital Equipment	Capital investments on energy conservation equipments	Energy saving/annum (units in KWH)	Financial saving
		Not applicable		

(B) TECHNOLOGY ABSORPTION

(i) The efforts made towards technology absorption

At present, the Company has in-house facilities to develop all its technology.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution

Commencement of Chimney production in India, PCB, low noise housing and blower localisation will result in value engineering, faster time to market and reduction in dependency over imports.

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

Details of technology imported	Technology import from	Year of import	Status of implementation/ absorption, in case fully absorbed	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof
		Not applicable		

(iv) Expenditure incurred on Research and Development

(₹ in lakh)

Particulars	2025-26	2024-25
Capital Expenditure	18.98	83.88
Recurring Expenditure	6.10	36.08
Total	**25.08**	**119.96**
Total R&D expenditure as a % of total revenue	**0.08%**	**0.34%**

(v) Foreign Exchange Earnings and Outgo

(₹ in lakh)

Particulars	2025-26	2024-25
Earning in foreign currency	61.16	195.25
Outgo of foreign currency		
- Raw Material, spare part and others	2,350.67	4,620.59
- Capital Equipment	NIL	NIL

Annexure D

FORM NO. AOC-2

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 arm's length transactions under third proviso thereto

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS :

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188
NIL							

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS :

(a)	(b)	(c)	(d)	(e)	(f)
Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
NIL					

For and on behalf of the Board of Directors

Sandip Somany
Chairman

Annexure E

DETAILS PERTAINING TO EMPLOYEES AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

A. THE INFORMATION 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 GIVEN BELOW:

(i) The ratio of the remuneration of each director to the median remuneration of the employee of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary for the financial year:

Name of the Director, Chief Executive Officer, Chief Financial Officer and Company Secretary	Ratio to median remuneration***	% increase/ (decrease) in remuneration in the financial year
Mr. Sandip Somany	0.49	(34.88)
Mr. Salil Kumar Bhandari	0.76	(36.50)
Mr. Ashok Jaipuria	0.05	(84.62)
Dr. Nand Gopal Khaitan	0.76	(39.16)
Mr. Girdhari Lal Sultania*	0.29	(47.62)
Ms. Sonali Dutta	0.56	23.08
Mr. Ram Babu Kabra**	0.05	NA
Mr. Naveen Malik, Chief Financial Officer and Chief Executive Officer	25.15	11.41
Ms. Payal M Puri, Company Secretary	23.36	17.36

*Mr. Girdhari Lal Sultania has ceased to be Non-Executive Non-Independent Director w.e.f. 5 March 2026.

** Mr. Ram Babu Kabra was appointed as Non-Executive Non-Independent Director w.e.f. 4 March 2026

***Remuneration includes sitting fees and is calculated on paid basis and as per the Income Tax Act, 1961.

(ii) The percentage decrease in remuneration in the median remuneration of employee in the financial year: **(16.57%)**

(iii) The number of permanent employees on the rolls of the Company as on 31 March 2026: **260**

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

There is an average percentile increase made in the salaries of the employees other than the managerial personnel in the financial year 2025-2026 over financial year 2024-2025: **7.55%**

There is an average percentile increase made in the remuneration of the managerial personnel in the financial year 2025-2026 over financial year 2024-2025: **14.38%**

(v) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

Report on Corporate Governance

COMPANY PHILOSOPHY

At Hindware Home Innovation Limited, we embody a strong commitment to Corporate Governance, rooted in our values of integrity, transparency and accountability. Our governance practices go beyond mere compliance with regulatory requirements, embracing exemplary principles that foster sustainable growth and stakeholder value.

We prioritize transparency, disclosures and internal controls, nurturing a robust ethical culture that permeates our organization. Our dedication to Corporate Governance is driven by a deep-seated belief that strong governance is the foundation for long-term success, superior stakeholder value and responsible business practices.

Through our unwavering commitment to sustainability, transparency and accountability, we strive to be a truly responsible enterprise, upholding the highest standards of governance and ethics.

A. Board of Directors

The Company is governed by a fully Non-Executive Board, whose diverse expertise and strategic oversight empower management to drive sustainable growth and maximize stakeholders value. As on 31 March 2026, the Board of Directors consisted of six (6) Directors out of which four (4) (i.e. 66.67%) were Independent Directors, two (2) (i.e. 33.33%) were Non-Executive Non-Independent Directors. The composition of the Company's Board is in conformity with the provisions of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

As on 31 March 2026, none of the Director on the Company's Board was a Director in more than ten (10) Public Companies (including seven (7) Listed Companies), neither a Chairperson of more than five (5) Committees nor a member of more than ten (10) Committees in all the public companies in which they are Directors. Further, all the Directors have made necessary disclosures regarding their Directorship and Chairmanship/Membership in Committees of other Companies as per the requirements under the Act, Listing Regulations and other applicable provisions, if any.

As on 31 March 2026, no Director was related to any other Director on the Board.

Appointment of the Directors including the tenure and terms of their remuneration is approved by the members at their general meeting.

During the year, 6 (Six) Board meetings were held and the gap between two meetings did not exceed 120 days. The dates, on which the Board meetings were held, are as follows:

24 May 2025, 12 August 2025, 11 November 2025, 24 December 2025, 12 February 2026 and 24 March 2026.

Dates for the Board meetings are decided well in advance to enable the Directors plan their schedules to facilitate participation in the meetings. The Agenda, along with the supporting documents, explanatory notes and information, as enumerated under Listing Regulations, are made available to the Board along with the notice of respective meetings in advance in order to enable them to make value addition and discharge their duties diligently during the meetings. The Board periodically reviews compliance reports of all laws applicable to the Company. The Company undertakes steps to rectify instances of non-compliance, if any.

The names and categories of the Directors on the Board, along with their attendance at the Board meetings held during the year ended 31 March 2026, and at the last Annual General Meeting ("AGM"), and the number of other Directorship and Chairmanship/Membership of Committees held by them, are given below:

Name of the Director	No. of Board meetings attended during tenure	Whether attended the last AGM	No. of other Directorship*	Committee position of other Companies**		No. of Equity Shares held
				Chairman	Member	
Non-Executive and Non- Independent						
Mr. Sandip Somany (Chairman and Non-Executive Director) Promoter DIN: 00053597	5	No	8	1	2	73,21,210
Mr. Girdhari Lal Sultania[#] DIN: 00060931	4	Yes	7	1	1	815
Mr. Ram Babu Kabra[##] DIN:00021886	1	NA	1	Nil	Nil	Nil

Name of the Director	No. of Board meetings attended during tenure	Whether attended the last AGM	No. of other Directorship*	Committee position of other Companies**		No. of Equity Shares held
				Chairman	Member	
Non-Executive and Independent						
Mr. Ashok Jaipuria DIN: 00214707	1	No	2	Nil	Nil	28,924
Dr. Nand Gopal Khaitan DIN: 00020588	6	Yes	5	2	2	157
Mr. Salil Kumar Bhandari DIN: 00017566	6	Yes	4	2	Nil	Nil
Ms. Sonali Dutta DIN: 10727707	6	Yes	Nil	Nil	Nil	Nil

* This includes Directorship in public limited companies (including subsidiaries of public limited companies) and excludes Directorship in this Company, associations, private, foreign and Section 8 companies.

** Represents Chairmanship/Membership of Audit Committee and Stakeholder Relationship Committee. This includes Chairmanship/Membership in public limited companies (including subsidiaries of public limited companies) and excludes Chairmanship/Membership in this Company, private, foreign and Section 8 companies.

Mr. Girdhari Lal Sultania resigned from the Board as a Non-Executive Non-Independent Director of the Company w.e.f. 5 March 2026. Thus, his directorship in other companies along with his Chairmanship/Membership have been calculated on the basis of his last available disclosure.

Mr. Ram Babu Kabra has been appointed as a Non-Executive Non-Independent Director of the Company w.e.f. 4 March 2026 pursuant to the approval granted by the Shareholders of the Company through Postal Ballot on 25 April 2026.

Name of Listed Companies in which Directors hold Directorships other than Hindware Home Innovation Limited as on 31 March 2026

S. No.	Name of Director	Name of the Listed Company	Category of Directorship
1.	Mr. Sandip Somany	• AGI Greenpac Limited	Chairman and Managing Director
		• JK Paper Limited	Non-Executive Non-Independent Director
		• HEG Limited	Independent Director
		• Indraparatha Medical Corporation Limited	Independent Director
2.	Mr. Ashok Jaipuria	• Cosmo First Limited	Managing Director
3.	Dr. Nand Gopal Khaitan	• AGI Greenpac Limited	Non-Executive Non-Independent Director
		• HEG Limited	Independent Director
		• Mangalam Cement Limited	Non-Executive Non-Independent Director
		• Shyam Metalics and Energy Limited	Independent Director
		• JK Tyre & Industries Limited	Independent Director
4.	Mr. Salil Kumar Bhandari	• Greenpanel Industries Limited	Independent Director
5.	Ms. Sonali Dutta	• Nil	NA
6.	Mr. Girdhari Lal Sultania*	• AGI Greenpac Limited	Non-Executive Non-Independent Director
7.	Mr. Ram Babu Kabra#	Nil	NA

* Mr. Girdhari Lal Sultania resigned from the Board as a Non-Executive Non-Independent Director of the Company w.e.f. 5 March 2026. Thus, his directorship in other listed companies have been calculated on the basis of his last available disclosure.

Mr. Ram Babu Kabra has been appointed as a Non-Executive Non-Independent Director of the Company w.e.f. 4 March 2026 pursuant to the approval granted by the Shareholders of the Company through Postal Ballot on 25 April 2026.

CORE SKILLS/ EXPERTISE/ COMPETENCIES OF DIRECTORS

The existing Board of Directors of the Company comprises of appropriate skills/ expertise/competencies in diversified domains for its effective functioning. Further, the Board has identified the skills/expertise/competencies of each Director in accordance with their rich and varied experience across different sectors, in the following manner:

AREA OF EXPERTISE	Name of Directors					
	Mr. Sandip Somany	Mr. Salil Kumar Bhandari	Mr. Ashok Jaipuria	Dr. Nand Gopal Khaitan	Ms. Sonali Dutta	Mr.Ram Babu Kabra
Strategy	✓	✓	✓	–	–	✓
Business Administration	✓	✓	✓	–	–	✓
Management	✓	✓	✓	✓	✓	✓
Corporate Governance	✓	✓	✓	✓	✓	✓
Engineering & Manufacturing	✓	–	✓	–	–	✓
Sales & Marketing	✓	✓	✓	–	✓	✓
Community Services	✓	✓	✓	✓	✓	✓
Human Resources	✓	✓	✓	–	✓	✓
Business Development	✓	✓	✓	–	–	–
Finance	✓	✓	✓	✓	✓	✓
Legal	–	✓	–	✓	–	✓

The Board confirms that the Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the management. Further, during the year under review, no Independent Director has resigned from the Board of Directors of the Company before the expiry of his/her tenure.

B. Committees of the Board

The Board of Directors has constituted the following Committees for better governance with adequate delegation of powers to discharge the Company's requisite business:

- Audit Committee
- Stakeholders Relationship (Shareholders'/Investors' Grievance) Committee
- Nomination and Remuneration Committee
- Risk Management Committee
- Corporate Affairs Committee
- Share Transfer Committee

The minutes of the meetings of all such committees are placed before the Board for discussion/noting.

Details of the composition, number of meetings held during the year, attendance of members and scope of the aforesaid committees are as below:

Audit Committee

Composition

As on 31 March 2026, the Committee comprises of three (3) Independent Directors and one (1) Non-Executive Non-Independent Director. Mr. Salil Kumar Bhandari, Independent Director is the Chairman of the Committee. The quorum of the Committee is two (2) members or one-third of the members, whichever is higher with at least two (2) Independent Directors in attendance. The Chief Financial Officer and Chief Executive Officer, Finance Controller, Information Technology Head, Statutory Auditors and the Internal Auditors are invitees to the meetings of the Audit Committee. The Business and Operation Heads are also invited to the meetings, as and when required. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance

During the year, five (5) meetings of the Audit Committee were held on 24 May 2025, 12 August 2025, 11 November 2025, 24 December 2025 and 12 February 2026. The Chairman of the Audit Committee attended the Company's last Annual General Meeting.

The following table summarizes attendance of Audit Committee members during the year under review:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Salil Kumar Bhandari	Chairman	5	5
Mr. Sandip Somany	Member	5	4
Dr. Nand Gopal Khaitan	Member	5	5
Ms. Sonali Dutta	Member	5	5

The Committee's existing composition meets with the requirements of Section 177 of the Act and Listing

Regulations. Members of the Audit Committee possess financial/accounting expertise/exposure.

Scope of the Audit Committee

The Audit Committee, inter alia, supports the Board to ensure an effective internal control environment. The Committee discharges such duties and functions with powers generally indicated in Listing Regulations.

The scope of the Audit Committee is as follows:

Powers of Audit Committee

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of Reference

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, adequate and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and the fixation of audit fee;
- Approving payment to Statutory Auditors for any other services rendered by them;
- 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 judgment 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; and (g) Qualifications in the draft audit report, if any;
- Reviewing, with the management, the Quarterly Financial Statements before submission to the Board for approval;
- 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 utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the agency monitoring the utilisation of proceeds of a public or rights issue, if any, and making appropriate recommendations to the Board to take up steps in this matter;
- Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments, if any;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Reviewing, with the management, the performance of Statutory and Internal Auditors and adequacy of the internal control system;
- 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;
- 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;
- Reviewing reports of internal audit and discussing with Internal Auditors on any significant findings of any internal investigations by the Internal Auditors and the executive management's response on matters and follow-up thereon;
- Reviewing reports of cost audit, if any, and discussion with Cost Auditors on any significant findings by them;
- 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;
- To review the functioning of the Vigil (Whistle Blower) mechanism;
- Approval of appointment of CFO (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;

- Recommending to the Board, the appointment and fixation of remuneration of Cost Auditors, if applicable;
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Secretarial Auditors and the fixation of audit fee;
- Evaluating Internal Financial Controls and Risk Management Systems and reviewing the Company's financial and risk management policies;
- Looking into the reasons for substantial defaults, if any, in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- Reviewing the Management Discussion and Analysis of financial condition and results of operation;
- Reviewing the statement of significant related-party transactions;
- Reviewing the management letters/letters of internal control weaknesses issued by the Statutory Auditors;
- To review the appointment, removal and terms of remuneration of the Chief Internal Auditor;
- To review the internal audit report relating to internal control weaknesses;
- To review compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, and verify that the systems for internal controls are adequate and are operating effectively;
- To review the utilization of loans and/or advances from/investment by the Company in its subsidiary companies exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower; and
- To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

Those Charged with Governance' (TCWG)

In accordance with the circular dated 7 January 2026 issued by the National Financial Reporting Authority and upon recommendation of the Audit Committee of Directors in consultation with the Statutory Auditors, the Board adopted a framework to ensure effective two-way communication between 'Those Charged with Governance' (TCWG) and the Statutory Auditors. During the year under review, TCWG met once on 27 March 2026.

Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee

Composition

As on 31 March 2026, the Committee comprises of three (3) members, two (2) of them are Independent Directors and one (1) is Non-Executive Non-Independent Director. The Chairman of the Committee is Mr. Salil Kumar Bhandari. Ms. Payal M Puri, Company Secretary & Sr. V P Group General Counsel of the Company acts as the Secretary to the Committee and is also the Company's Compliance Officer.

Meetings and Attendance

During the year under review, four (4) meetings of the Committee were held on 24 May 2025, 12 August 2025, 11 November 2025 and 12 February 2026. The following table summarizes the attendance details of the Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee members:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Salil Kumar Bhandari	Chairman	4	4
Dr. Nand Gopal Khaitan	Member	4	4
Mr. Girdhari Lal Sultania*	Member	4	3
Mr. Ram Babu Kabra#	Member	NA	NA

* Mr. Girdhari Lal Sultania ceased to be a member of Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee w.e.f. 5 March 2026.

Mr. Ram Babu Kabra was appointed as the Member of the Stakeholder Relationship (Shareholders'/Investors' Grievance) Committee with effect from 4 March 2026.

Scope of Stakeholders Relationship (Shareholders'/ Investors' Grievance) Committee

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

During the year, Eight (8) complaints were received, of which seven (7) complaints were duly resolved by the Company during the year. The one (1) remaining complaint pending as of 31 March 2026, was also resolved before the date of approval of this report.

Nomination and Remuneration Committee

Composition

As on 31 March 2026, the Committee comprises of three (3) members, two (2) of them are Independent Directors and one (1) is Non-Executive Non-Independent Director. The quorum for a meeting of the Nomination and Remuneration Committee is either two (2) members or one third of the members of the Committee, whichever is higher, including at least one (1) Independent Director in attendance. The Company Secretary acts as Secretary to the Committee.

Meetings and Attendance

During the year under review, the Nomination and Remuneration Committee met two (2) times on 24 May 2025 and 12 August 2025. The following table summarises the attendance details of the Nomination and Remuneration Committee members:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Salil Kumar Bhandari	Chairman	2	2
Mr. Sandip Somany	Member	2	2
Dr. Nand Gopal Khaitan	Member	2	2

Terms of reference

The Nomination and Remuneration Committee is empowered to review and recommend to the Board of Directors, remuneration and commission of the Company's Executive Directors and Senior management with the guidelines laid down under the statute. The scope of the Nomination and Remuneration Committee is as follows:

- formulating criteria for determining qualifications, positive attributes and independence of Directors;
  - for every appointment of an independent director, the Nomination and Remuneration Committee evaluates 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.
- identifying and recommending individuals who are qualified to become Directors, and who may be appointed as Senior Management in accordance with the criteria laid down;
- assisting the management of the Company in formulating and periodically reviewing the familiarization programs for independent directors, as may be required;
- 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;
- formulating criteria for evaluation of independent directors and the Board;
- specifying the manner for effective evaluation of performance of Board, its Committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- recommending to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and Senior Management, and while formulating such policy ensuring that (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of quality, required to run the Company successfully; (ii) the relationship of remuneration to performance is clear and meets the appropriate performance benchmarks; and (iii) remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between the fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;
- preparing a policy on diversity of the Board;
- recommending to the Board the re-appointment and removal of any individual holding the office of a Director, Key Managerial Personnel or Senior Management, subject to the provision of the law and their service contract;
- determining whether the relevant Director has the requisite qualifications for practice of a profession in terms of section 197 of the Companies Act, 2013 in relation to payment of remuneration for services rendered by such Director;

- recommending to the Board, all remuneration, in whatever form, payable to Senior Management;
- undertaking such other functions as may be determined by the Board or required under the provisions of the Companies Act, 2013 or the Listing Regulations; and
- undertaking such other actions as may be necessary or appropriate for performance of the aforementioned functions.

The Nomination and Remuneration Policy of the company is available on the Company's website www.hindwarehomes.com.

Detail of Remuneration of Directors

The table below provides the detail of the remuneration paid to the Directors during the financial year 2025-26:

Amount (in ₹)

Name of Directors	Basic & Allowances	Perquisites	Commission (for the year 2024-25)	Contribution to PF	Sitting Fee	Total
Mr. Sandip Somany	N.A.	N.A.	N.A.	N.A.	2,80,000	2,80,000
Mr. Ashok Jaipuria	N.A.	N.A.	N.A.	N.A.	30,000	30,000
Dr. Nand Gopal Khaitan	N.A.	N.A.	N.A.	N.A.	4,35,000	4,35,000
Mr. Salil Kumar Bhandari	N.A.	N.A.	N.A.	N.A.	4,35,000	4,35,000
Ms. Sonali Dutta	N.A.	N.A.	N.A.	N.A.	3,20,000	3,20,000
Mr. Girdhari Lal Sultania*	N.A.	N.A.	N.A.	N.A.	1,65,000	1,65,000
Mr. Ram Babu Kabra#	N.A.	N.A.	N.A.	N.A.	30,000	30,000
TOTAL	-	-	-	-	**16,95,000**	**16,95,000**

* Mr. Girdhari Lal Sultania resigned from the Board as a Non-Executive Non-Independent Director of the Company w.e.f. 5 March 2026.

Mr. Ram Babu Kabra has been appointed as a Non-Executive Non-Independent Director of the Company w.e.f. 4 March 2026 pursuant to the approval granted by the Shareholders of the Company through Postal Ballot on 25 April 2026.

The Company has not issued any stock option to its directors/employees Further, no notice period and severance fee are payable to directors of the Company as on 31 March 2026.

Criteria of making payment to Non-Executive Directors

Non-Executive Directors are paid sitting fees for attending the Meetings of the Board and of Committees of which they are members. They are eligible for commission within regulatory limits, as may be recommended by the Nomination & Remuneration Committee and approved by the Board.

Directors with materially significant, pecuniary or business relationship with the Company.

The transactions with related parties are furnished in note no. 47 of Standalone financial statements, as stipulated under Accounting Standard (Ind AS) 24. Apart from related party transactions furnished in note no. 47, there are no transactions of material nature with Directors or their relatives and others, which may have potential conflict with the Company's interest. The Register of Contracts required to be maintained under Section 189(1) and Rule 16(1) of the Act, containing the details of the contracts, in which the Directors are concerned or interested, is placed at the meeting of the Board of Directors for their approval and noting, on a periodical basis.

During the year under review, no pecuniary or business relationship existed between the Non-Executive Independent Directors and the Company.

With the applicability of the Act and Listing Regulations, transactions attracting provisions of Section 188 which are in ordinary course of business and are at arm's length have been entered into after being reviewed, scrutinized and approved by the Audit Committee and with approval of the Board, wherever necessary.

No transactions which are not in ordinary course of business and are not at arm's length have been entered into with any related party.

The Policy on materiality of Related Party Transactions and dealing with Related Party Transactions of the Company adopted and revised by the Company is available on the Company's website at the link: https://www.hindwarehomes.com/pdf/Related-Party-Transaction-Policy-2.pdf

Risk Management Committee

Composition

As on 31 March 2026, the Committee comprises of four (4) members, three (3) of them being members of the Board (including two (2) Independent Directors and one (1) Non-Executive Non-Independent Director) and one (1) senior executive of the Company. Mr. Sandip Somany, Chairman and Non-Executive Director of the Company is the Chairman of the Committee. The quorum for the meeting of the Committee is either two (2) members or one-third of the total members, whichever is higher, including at least one (1) member of the Board of Directors in attendance. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance

During the year under review, the Risk Management Committee met twice on 9 May 2025 and 14 November 2025. The following table summarises the attendance details of the Members of Risk Management Committee:

Name of Members	Status	No. of meetings held during the tenure	No. of meetings attended
Mr. Sandip Somany	Chairman	2	Nil
Mr. Salil Kumar Bhandari	Member	2	2
Dr. Nand Gopal Khaitan	Member	2	2
Mr. Sandeep Sikka	Member	2	2

Scope of the Risk Management Committee

The Risk Management Committee has powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of reference

- To formulate a detailed risk management policy which shall include:

a. framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

b. measures for risk mitigation including systems and processes for internal control of identified risks.

c. business continuity plan.

- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
- The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors;
- Monitoring and Reviewing the Risk Management Plan; and
- Such other function(s) as the board of directors may deem fit.

Corporate Affairs Committee

Composition

As on 31 March 2026, the Corporate Affairs Committee comprises of two (2) Non-Executive Non Independent Directors and two (2) Independent Directors. Mr. Sandip Somany, Chairman and Non Executive Director of the Company, is the Chairman of the Committee. The quorum for the Committee is two (2) members. The Company Secretary acts as the Secretary to the Committee.

Meetings and Attendance

The Corporate Affairs Committee met on five (5) occasions during the FY 2025-26, on 30 May 2025, 1 September 2025, 10 October 2025, 10 February 2026 and 30 March 2026.

The following table summarises the attendance details of the Corporate Affairs Committee members:

Name of Members	Status	No. of Meetings held during the tenure	No. of meetings attended
Mr. Sandip Somany	Chairman	5	4
Mr. Salil Kumar Bhandari	Member	5	2
Dr. Nand Gopal Khaitan	Member	5	1
Mr. Girdhari Lal Sultania*	Member	4	2
Mr. Ram Babu Kabra#	Member	1	1

* Mr. Girdhari Lal Sultania ceased to be a member of Corporate Affairs Committee w.e.f. 5 March 2026.

Mr. Ram Babu Kabra was appointed as a member of Corporate Affairs Committee w.e.f. 24 March 2026.

Scope of the Corporate Affairs Committee

The Corporate Affairs Committee's terms of reference, inter alia, include providing authorization to the Company's Executives on account of banking operations, taxation, corporate and financial management issues and other incidental matters arising in the Company's day-to-day operations. The Committee's powers are revised from time to time by the Board of Directors to facilitate seamless operations of the Company.

Share Transfer Committee

Composition

As on 31 March 2026, the Committee comprises of three (3) members. The Committee comprises of the Company's Authorised Representatives/Executives as its members.

Meetings and Attendance

The Committee conducts monthly meetings for the approval of transmission of shares, if any, lodged with the Company. As on 31 March 2026, no such request was pending.

Scope of the Share Transfer Committee

The Board entrusts the Share Transfer Committee with the powers related to transmissions, consolidation, splitting and letter of confirmation, in exchange of sub-divided/consolidated and others and overseeing the performance of the Company's appointed Registrar and Share Transfer Agent.

C. Other meeting

Independent Directors Meeting

During the year under review, the Independent Directors met once on 24 May 2025 inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors;
- Evaluation of the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the view of the Executive and Non-Executive Directors; and
- The quality, quantity and timelines 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 following table summarises the attendance details of the Independent Directors at their meeting:

Name of Members	No. of meetings held during the tenure	No. of meetings attended
Mr. Ashok Jaipuria	1	Nil
Mr. Salil Kumar Bhandari	1	1
Dr. Nand Gopal Khaitan	1	1
Ms. Sonali Dutta	1	1

Senior Management

In terms of Clause 5B of Schedule V of SEBI Listing Regulations, the particulars of Senior Management Personnel as on 31 March 2026 are provided below:

S. No.	Name	Designation	Department
1.	Mr. Naveen Malik	Chief Financial Officer and Chief Executive Officer	Finance
2.	Ms. Payal M Puri	Company Secretary and Sr. V P Group General Counsel	Legal & Secretarial
3.	Mr. Nitesh Raj*	Business Head-Consumer Business	GT Sales
4.	Mr. Amit Bali	Financial Controller	Finance
5.	Mr. Nikhil Maheshwari	Vice President	Sourcing & NPD
6.	Mr. Mahesh Choudhary#	President – Sales and Products	Sales

* Mr. Nitesh Raj was appointed as Business Head-Consumer Business and designated as Senior Management Personnel of the Company w.e.f. 12 August 2025.

Mr. Mahesh Choudhary resigned as President – Sales and Products and ceased to be Senior Management Personnel of the Company w.e.f. 6 October 2025.

D. General Body Meetings

Annual General Meeting

The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Venue
2024-25	24 September 2025	12:00 Noon	Through Video Conferencing/ Other Audio Visual Means Deemed venue of the meetings: Registered Office - 2, Red Cross Place, Kolkata–700 001
2023-24	28 August 2024	1:30 P.M.	
2022-23	27 September 2023	1:00 P.M.	

No Special Resolution was passed at the Annual General Meetings held during the last three financial years

Extra-Ordinary General Meeting

During the Financial Year 2025-26, no Extra Ordinary General Meeting was held.

Postal Ballot

During the Financial Year 2025-26, the Company conducted Postal Ballot once, the results of which were declared on 27 April 2026. The following resolution was passed by way of the above mentioned Postal Ballot:

S. No.	Special Resolution	Votes cast in favour		Votes cast against		Date of declaration of Results
		No. of votes	%	No. of votes	%	
1.	Appointment of Mr. Ram Babu Kabra (DIN: 00021886) as a Non-Executive Non-Independent Director of the Company	51,280,569	99.99	3,108	0.01	27 April 2026

Procedure for Postal Ballot

In compliance with Regulation 44 of the Listing Regulations and Sections 108, 110 and other applicable provisions of the Act read with related rules, the Company engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to all its Members.

The Notice was sent only through email to all the Members who had registered their email addresses with the Company or depository/depository participants and the physical Notice (along with postal ballot form) and pre-paid business envelope through post was not sent to the Members for the postal ballot pursuant to the MCA General Circulars Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated 22 September 2025 as applicable. The communication of assent/dissent of the Members took place through the remote e-voting system.

The Company submitted the postal ballot notice to the Stock Exchanges beside placing the same on its website and also published the same in the newspapers declaring the details of completion of dispatch through e-mail and other requirements as mandated under the Act and applicable rules.

Voting rights were reckoned on the paid-up value of the shares registered in the name of the Members as on the cut-off date. Members were requested to vote before the close of business hours on the last date of e-voting.

The Board of Directors of the Company through resolution passed by circulation on 27 February, 2026 had appointed Mr. Pravin Kumar Drolia, Company Secretary in Practice, Kolkata (FCS No.: 2366, CP No.: 1362) as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

After completion of the scrutiny, the Scrutinizer submitted his report and the consolidated results of the votes cast through remote e-voting. Thereafter, Mr. Niranjan Kumar Goenka, Authorised Signatory of the Company, duly authorized by the Chairman, announced the results of the Postal Ballot resolution. The results of Postal Ballot were also displayed on the website of the Company i.e. www.hindwarehomes.com, besides being communicated to the stock exchanges. The date of passing the resolution was the last date of remote e-Voting i.e. 25 April 2026 Further, no special resolution is proposed to be passed through Postal Ballot as on the date of this Report.

E. Disclosures

Disclosure of Accounting Treatment

The Company followed the guidelines of Accounting Standards laid down by the Institute of Chartered

Accountants of India (ICAI) in preparation of its financial statements.

Risk Management

The Company has a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has also adopted a Risk Management Policy which establishes various levels of accountability and overview within the Company.

Disclosure of Commodity Price Risks and Hedging Activities

During the year under review, no hedging activities on any commodity were carried out by the Company. Therefore, there is no disclosure to offer in terms of SEBI Master circular no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 January 2026. Please refer to Note No. 40 of the standalone Financial Statements, which form part of the Annual Report.

Strictures/Penalties

During the Financial Year 2023-24, BSE Limited had levied a fine of ₹ 99,120 (Indian Rupees Ninety-Nine Thousand One Hundred and Twenty only) on the Company for not complying with the provisions of the Regulation 17 (1A) of the Listing regulations w.r.t. appointment of Non-Independent Director above 75 years of age appointed by the Board on 8 February 2023, whereas Shareholders approval was taken on 22 March 2023. However, the Company was of the view that it has complied with the requirement of the provisions of the Regulation 17 (1A) of Listing Regulations and hence made an application with the stock exchange on 26 May 2023 for waiver of the aforesaid fine. Subsequently, BSE Limited, vide its email dated 11 February 2026, rejected the waiver application filed by the Company, and imposed a fine of ₹ 99,120/(inclusive of GST),which was duly paid by the Company on 12 February 2026. Apart from the aforesaid fine there were no strictures/penalties imposed on the Company by Stock Exchanges or SEBI or any statutory authority during the last three years.

Details of utilization of funds

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report forms a part of the Annual Report and is in accordance with the requirements laid down in Regulation 34 of the Listing Regulations.

No material transaction was entered into by the Company with the Promoters, Directors or the Senior Management that may have a potential conflict with the Company's interest.

Vigil Mechanism (Whistle Blower) Policy

The Company has put in place a mechanism for reporting illegal, unethical behavior, malpractice, impropriety, abuse, insider trading or wrongdoing. The Company has a Vigil Mechanism (Whistle Blower) Policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct.

The employees, directors and other stakeholders can submit protected disclosures to tip-offs anonymous service provider in the manner laid out in the vigil mechanism (whistle blower) policy, which is available on the Company's website www.hindwarehomes.com. During the year under review, no personnel has been denied access to the Audit Committee.

Performance Evaluation

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, the Directors individually, Chairman as well as the evaluation of the working of Board's Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Boards functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligation and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and the Directors expressed their satisfaction with the evaluation process.

Code of Conduct for the Prevention of Insider Trading

The Company has in place its Code of Conduct for the Prevention of Insider Trading, in accordance with the guidelines specified under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time).

The Code of Conduct for Prevention of Insider Trading ("Code"), inter-alia, prohibits purchase/sale of Company's shares, while in possession of Company's Unpublished Price Sensitive Information ("UPSI") and accordingly necessary procedures have been laid down for the Designated Persons and others as prescribed under the said code for trading in the Company's securities. The Code covers the Company's obligation to maintain a structured digital database, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarize with the sensitivity of UPSI.

The Company's Code of Practices and Procedures for Fair Disclosures is available on the Company's website www.hindwarehomes.com.

Subsidiary Companies

During the year under review, the Company has six (6) subsidiaries (including three (3) step down subsidiaries) and one (1) Joint venture Company.

Further, the Company has Hindware Limited as its unlisted Indian material subsidiary, whose turnover or net worth exceeds 10% of the consolidated turnover or net worth, respectively, of the Company and its subsidiaries in the immediately preceding accounting year.

The minutes of the Board meetings as well as statements of all significant transactions of the unlisted subsidiary companies are circulated with the agenda of the Board meeting to the Company's Board of Directors. The Policy on Material Subsidiaries is available on the Company's website at the link: https://www.hindwarehomes.com/pdf/Policy%20on%20Material%20Subsidiaries.pdf

Details of Material Subsidiary

S. No.	Name of the Company	Date of Incorporation	Place of Incorporation	Name of Statutory Auditors	Date of appointment of statutory auditors
1.	Hindware Limited	2 November 2017	Kolkata, India	M/s. Lodha & Co LLP, Chartered Accountants	21 June, 2023

Particulars of Director seeking re-appointment

Pursuant to the provisions of the Act, Mr. Sandip Somany shall retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

For detailed particulars on the Director seeking re-appointment, please refer to the Notice of the Annual General Meeting scheduled to be held on 18 August 2026.

Training of Independent Directors

As per Regulation 25(7) of Listing Regulations, the Company provides suitable training to the Independent Directors to familiarize them with the Company, their roles, rights, responsibilities, nature of the industry in which the Company operates, business model of the Company and other relevant information, if any. The details of such training imparted are disclosed in the Annual Report.

The Company provides an orientation and business overview to all its new Directors and provides materials and briefing sessions periodically to all Directors which assist them in discharging their duties and responsibilities.

The details of programmes conducted for familiarization of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the link: https://www.hindwarehomes.com/pdf/Familiarization-of-Independent-Directors-2025-2026-New.pdf

Further, the Company issues a formal letter of appointment to Independent Directors outlining their roles, responsibilities, functions and duties as an Independent Director. The format of the letter of appointment is available on the Company's website at the link: https://www.hindwarehomes.com/appointment-letter-to-independent-directors.php.

Adoption of mandatory and non-mandatory requirements of Listing Regulations

The Company has complied with all the mandatory requirements of Listing Regulations. The Company has adopted the following non-mandatory requirements of the Listing Regulations:

Audit Qualification

The Company is in the regime of unqualified financial statements.

Reporting of Internal Auditor

The Internal Auditor directly reports to the Audit Committee.

Certificate from a Company Secretary in Practice

The certificate from the Secretarial Auditors of the Company, stating that none of the Directors on the Board of Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/Ministry of Corporate Affairs (MCA) or any such statutory authority, is enclosed to this Report.

Deviations, if any, of mandatory recommendations by the Committees to the Board of Directors

During the year, there was no instance wherein the Board of Directors of the Company did not accept any recommendation of the Committees.

Details of total fees paid to Statutory Auditor

The details of total fees for all services paid by the Company and its subsidiaries for the FY 2025-26, on a consolidated basis, to the Statutory Auditor and all entities in the network firm/network entity of which the Statutory Auditor is a part, are as follows:

(₹ in lakhs)

S. No.	Nature of Service	Amount
1.	Audit Fees	34.03
2.	Other Services*	35.78
Total		**69.81**

* Other services include certification which has also been approved by the Audit Committee as required under Listing Regulations.

Prevention of Sexual Harassment of Women at Workplace

The disclosures in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are mentioned in the Directors' Report which forms part of the Annual Report.

Disclosure of certain type of agreements binding listed entities

There is no agreement impacting management or control of the Company or imposing any restriction or creating any liability upon the Company as stated under Schedule III, Para A, Clause 5A of the Listing Regulations.

Loans and Advances in which Directors are interested

During the year under review, the Company has provided a loan of ₹ 98 Crores to Hindware Limited (subsidiary of your Company) to facilitate them to repay/ prepay in full or in part of secured working capital loans availed by them from Banking Institutions. Apart from that the Company has not provided any loans and advances to any firms/companies in which Directors are interested.

F. Means of Communication

Results

The quarterly, half yearly and annual financial results are submitted to the Stock Exchange(s) in accordance with Listing Regulations. Further, the quarterly/half yearly/annual results in the prescribed format, are published within 48 hours in any prominent daily newspaper, such as The Financial Express, English daily and Ekdin vernacular newspaper. All vital information of the Company's performance, including Financial Results, Annual Reports and Shareholding Pattern have been posted on the Company's website i.e. www.hindwarehomes.com.

News releases, presentations, among others

Official news/press releases and official media releases etc. are displayed on the Company's website i.e. www.hindwarehomes.com.

Presentation

The Company makes financial presentations to institutional investors, mutual funds and others who have invested or intends to invest in the Company's share capital and such presentations are available on the website of the Company i.e. www.hindwarehomes.com.

Website

The Company's website i.e. www.hindwarehomes.com contains a separate dedicated section 'Disclosures under Regulation 46 of the LODR' under, Investor Relations', where shareholders' information is available. The Company's Annual Report is also available in a user-friendly and downloadable form.

Annual Report

The Annual Report containing, inter alia, Audited Standalone Financial Statements, Audited Consolidated Financial Statements, Directors' Report, Auditors' Report, AGM Notice, Business Responsibility and Sustainability Report and other important information is circulated to members and others entitled thereto. The Management Discussion and Analysis (MD&A) Report forms part of the Annual Report and is displayed on the Company's website i.e. www.hindwarehomes.com.

NSE Electronic Application Processing System (NEAPS)

The NEAPS is a web-based application designed by NSE for Corporates. All periodical compliance filings like shareholding pattern, integrated corporate governance report, results and other requirement of Listing Regulations, media releases, among others are filed electronically on NEAPS as mandated by NSE, by the Company.

BSE Corporate Compliance & Listing Centre (the 'Listing Centre')

BSE's Listing Centre is a web-based application designed for Corporates. All periodical compliance filings like shareholding pattern, integrated corporate governance report, results, media releases, among others are also filed electronically on the Listing Centre by the Company.

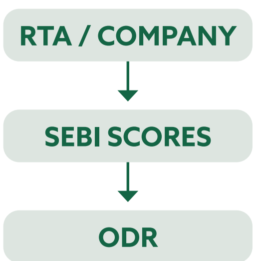
SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

Dispute Resolution Mechanism (SMART ODR)

As per SEBI Circulars issued from time to time, in case of any grievances, the Shareholders are advised to first approach the Company or its RTA. If the response is not received/not satisfactory, Shareholders can raise a complaint on SCORES/with Stock Exchanges, as detailed in the Escalation Matrix for investor grievance available on the website of the Company at https://www.hindwarehomes.com/odr-portal.php. After exhausting all the above available options for resolution of the grievance, if the Shareholder is still not satisfied with the response, they can initiate dispute through the ODR Portal at https://smartodr.in/login.

Flow of Investor Dispute Resolution Framewark:



Designated Exclusive email-id

The Company has designated the email-id "investors@hindwarehomes.com" exclusively for investor services.

G. Directors' and Officers' Liability Insurance Policy

In compliance with the provisions of the Act and Listing Regulations, the Company has taken a Director's and Officer's (D&O) Liability Insurance Policy to indemnify Directors, Officers or any employee acting in a managerial capacity, against any personal liability or legal action coming onto them whilst discharging their responsibilities in good faith in relation to the Company.

H. Shareholder Information

Company Registration Details

The Company is registered with the Registrar of Companies, in the State of West Bengal, India. The Corporate Identification Number (CIN) allotted to the Company by the Ministry of Corporate Affairs is L74999WB2017PLC222970.

Contact Information

Registered Office

2, Red Cross Place, Kolkata - 700 001, West Bengal, India
Phone: +91 - 33 -2248 7404/7407
Email: investors@hindwarehomes.com

Corporate Office

Unit no. 201 (I), (II), (IIIA), (XVI), (XVII), 2nd Floor,
BPTP Park Centra, Sector-30,
NH-8, Gurugram 122001
Phone: +91- 124-2889300
Email: investors@hindwarehomes.com

Plant locations

The Company is engaged in marketing and trading activities, hence it does not have any manufacturing unit.

Company Secretary and Compliance Officer

Ms. Payal M Puri

Annual General Meeting

The 9th Annual General Meeting is scheduled to be held on Tuesday, 18 August 2026 at 12:00 Noon (IST) through Video Conferencing/Other Audio Visual Means. The deemed venue for the AGM shall be the Registered Office of the Company at 2, Red Cross Place, Kolkata, West Bengal- 700 001, India.

Financial Year

The Company follows April to March as its financial year. The results for every quarter, beginning from April, are declared within 45 days of the end of quarter, except for the last quarter, which are submitted, along with the annual audited results within 60 days of the end of the last quarter, as permitted under the Listing Regulations.

Dividend

The Company did not declare any dividend for the financial year 2025-2026.

Listing on Stock Exchanges

The Stock Exchanges, at which the Company's equity shares are listed, and the respective stock codes are:

National Stock Exchange of India Ltd. (NSE): HINDWAREAP
Exchange Plaza, 5th Floor,
Plot No. C-1, Block G,
Bandra-Kurla Complex,
Mumbai-400051
Maharashtra, India

BSE Ltd. (BSE): 542905
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
Maharashtra, India

International Securities Identification Number (ISIN) of the Company's equity shares, having face value of ₹ 2 each, is INE05AN01011.

Listing fees for the financial year 2026-27 have been paid to the Stock Exchanges.

In case securities of the Company are suspended from trading, reasons thereof

During the year under review, no securities of the Company were suspended from trading.

Registrar and Share Transfer Agent

M/s. Maheshwari Datamatics Private Limited is the Company's Registrar and Share Transfer Agent (RTA) for its equity shares. The contact details of RTA are:

Maheshwari Datamatics Private Limited 23, R. N. Mukherjee Road, 5th Floor, Kolkata -700 001, West Bengal, India Phone: +91-33- 2243 5029/2248 2248 Email: contact@mdplcorporate.com

Share Transfer System

The Company has constituted a Share Transfer Committee to consider and approve applications for transmission/transposition/internal transfer/ issuance of duplicate certificates etc. for physical shares, if any received in future.

Distribution of Shareholding as on 31 March 2026

Number of Shares held	Shareholders		Shares	
	Number	% of Total	Number	% of Total
Upto 500	34,159	87.58	27,64,492	3.31
501-1000	2,075	5.32	15,77,409	1.89
1001-2000	1,278	3.28	18,91,346	2.26
2001-3000	550	1.41	13,94,896	1.67
3001-4000	243	0.62	8,63,380	1.03
4001-5000	156	0.40	7,24,662	0.87
5001-10000	269	0.69	19,65,903	2.35
10001 and above	272	0.70	7,24,64,269	86.62
Total	**39,002**	**100**	**8,36,46,357**	**100**

Category of Shareholders as on 31 March 2026

Category	No. of Shares of ₹ 2 each	% of Total
Promoters	4,41,17,738	52.74
Mutual Fund/UTI	113	0.00
Alternative Investment Funds	47,36,258	5.66
Foreign Portfolio Investors	28,10,382	3.36
Financial Institutions/Banks	1,687	0.00
Insurance Companies	1,11,181	0.13
Foreign National	239	0.00
Domestic Companies/Bodies Corporate	42,80,473	5.12
Non-Resident Individual	12,77,302	1.53
Others	2,63,10,984	31.46
Total	**8,36,46,357**	**100**

Dematerialization of Shares

Particulars of Shares	Shares of ₹ 2 each	
	Number	% of Total
Dematerialized Form		
National Securities Depository Ltd. (NSDL)	7,22,24,489	86.35
Central Depository Services (India) Ltd. (CDSL)	1,14,21,843	13.65
Physical Form	25	0.00
Total	**8,36,46,357**	**100**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

Disclosure in respect of equity shares transferred in the Company's unclaimed suspense account

Details	No. of Shareholders	No. of Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 01 April 2025	1,102	5,94,807
Shareholders who approached the Company for transfer of shares from suspense account during the year	49	44,851
Shareholders to whom shares were transferred from the suspense account during the year	49	44,851
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per Section 124 of the Act	NIL	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31 March 2026	1,053	5,49,956

The voting rights on the shares outstanding in the suspense account as on 31 March 2026 shall remain frozen till the rightful owner of such shares claims the shares.

Credit Ratings

The Company has obtained the following credit ratings during the financial year:

Name of the Agency	Facilities	Amount (₹ in Crore)	Rating	Rating Action
CARE Ratings Limited (CARE)	Long Term Bank Facilities	159.00	CARE BBB+ (RWD)	Downgraded from CARE A-; Continues to be on Rating Watch with Developing Implications
	Short Term Bank Facilities	110.00	CARE A2 (RWD)	Downgraded from CARE A2+; Continues to be on Rating Watch with Developing Implications

H. Code of Conduct

The Company's Board of Directors laid down and adopted a Code of Conduct under Corporate Governance for all the Directors and the Senior Management Personnel of your Company. The said Code of Conduct has also been posted on the Company's website i.e. www.hindwarehomes.com. The Board members and Senior Management Personnel have affirmed their compliance with the Code of Conduct for the FY 2025-26.

A declaration signed by the Company's Chief Executive Officer to this effect is enclosed at the end of this report.

I. CEO and CFO Certification

The Certificate, as required under Regulation 17(8) of the Listing Regulations, duly signed by the Chief Executive Officer and Chief Financial Officer, was placed before the Board, and the same is enclosed to this report and forms part of the Annual Report.

J. Certification by Secretarial Auditors

As required under the Listing Regulations, M/s. DMK Associates, Company Secretaries, the Company's Secretarial Auditors, have verified the compliances of the Corporate Governance by the Company. We have obtained a Certificate affirming the compliance from M/s. DMK Associates, Company Secretaries, and the same is enclosed to this Report and forms a part of the Annual Report.

Declaration by Chief Executive Officer (CEO) under Listing Regulations regarding adherence to the Code of Conduct

In accordance with Listing Regulations, I hereby confirm that all the Directors and the Senior Management Personnel have affirmed compliance with their respective Code of Conduct, as applicable to them, for the year ended 31 March 2026.

Place: Gurugram
Date: 19 May 2026

Naveen Malik
Chief Executive Officer and
Chief Financial Officer

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members of
Hindware Home Innovation Limited
CIN: L74999WB2017PLC222970
2, Red Cross Place, Kolkata-700001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Hindware Home Innovation Limited** having registered office at 2, Red Cross Place, Kolkata-700001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S. No.	Name of Director	DIN	Date of appointment
1.	Mr. Sandip Somany	00053597	28/09/2017
2.	Mr. Salil Kumar Bhandari	00017566	14/09/2019
3.	Dr. Nand Gopal Khaitan	00020588	14/09/2019
4.	Mr. Ashok Jaipuria	00214707	14/09/2019
5.	Ms. Sonali Dutta	10727707	12/11/2024
6.	Mr. Ram Babu Kabra#	00021886	04/03/2026

Mr. Ram Babu Kabra has been appointed as a Non-Executive Non-Independent Director of the Company w.e.f. 4 March 2026 pursuant to the approval granted by the Shareholders of the Company through Postal Ballot on 25 April 2026.

Mr. Girdhari Lal Sultania resigned from the Board as a Non-Executive Non-Independent Director of the Company w.e.f. 5 March 2026.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B. Com (H).
Partner
FCS 5480, COP 4936
Peer Review No. 6896/2025
FRN: P2006DE003100

Place: New Delhi
Date: 19 May 2026
UDIN: F005480H000407046

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

To
The Board of Directors
Hindware Home Innovation Limited
We hereby certify that:

a) I have reviewed financial statements and cash flow statement of Hindware Home Innovation Limited ('the Company') for the year ended 31 March 2026 and that to the best of my knowledge and belief:

   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. 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 my knowledge and belief, no transactions entered into by the Company during the above said period which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) I accept the responsibility of establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.

d) I have indicated to the Auditors and the Audit Committee:

   i. significant changes in internal control over financial reporting during the above said period;

   ii. significant changes in accounting policies during the above said period and that the same have been disclosed in the notes to the financial statements; and

   iii. instances of significant fraud, of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Gurugram
Date: 19 May 2026

Naveen Malik
Chief Executive Officer and Chief Financial Officer

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Hindware Home Innovation Limited
CIN: L74999WB2017PLC222970
2, Red Cross Place, Kolkata-700001

We have examined the compliance of the conditions of corporate governance by Hindware Home Innovation Limited ("the Company") for the year ended 31 March 2026 as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations").

Management's Responsibility

1. The compliance of conditions of corporate governance is the responsibility of the management of the Company. This responsibility includes the designing, implementing and operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Our Responsibility

2. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

4. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31 March 2026.

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

For **DMK Associates**
Company Secretaries

(Monika Kohli)
FCS, I.P, LL.B, B. Com (H).
Partner
FCS 5480, COP 4936
Peer Review No. 6896/2025
FRN: P2006DE003100

Place: New Delhi
Date: 19 May 2026
UDIN: F005480H000406936

Business Responsibility & Sustainability Report

BRSR OVERVIEW

Section A	General Disclosures
Section B	Management and Process Disclosures
Section C	Principle-wise Performance Disclosure

Principle 1

Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable

Principle 2

Businesses should provide goods and services in a manner that is sustainable and safe

Principle 3

Businesses should respect and promote the well-being of all employees, including those in their value chains

Principle 4

Businesses should respect the interests of and be responsive to all their stakeholders

Principle 5

Businesses should respect and promote human rights

Principle 6

Businesses should respect and make efforts to protect and restore the environment

Principle 7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Principle 8

Businesses should promote inclusive growth and equitable development

Principle 9

Businesses should engage with and provide value to their consumers in a responsible manner

Section A General Disclosures

I. Details of the listed entity

1	**Corporate Identity Number (CIN) of the Listed Entity**	L74999WB2017PLC222970
2	**Name of the Listed Entity**	Hindware Home Innovation Limited
3	**Year of incorporation**	2017
4	**Registered office address**	2 Red Cross Place, Kolkata - 700001, West Bengal
5	**Corporate address**	Unit No. 201,2nd floor, Park Centra, Sector-30, NH-8 Gurugram, Harayana-122001
6	**E-mail**	investors@hindwarehomes.com
7	**Telephone**	91-124-4779200
8	**Website**	www.hindwarehomes.com
9	**Financial year for which reporting is being done**	1 April 2025 – 31 March 2026
10	**Name of the Stock Exchange(s) where shares are listed**	National Stock Exchange of India Limited (NSE) and BSE Ltd. (BSE)
11	**Paid-up Capital**	1,672.93 Lakh
12	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	Ms. Payal M Puri, Company Secretary & Sr. V.P. Group General Counsel +91 33 22487407, email: investors@hindwarehomes.com
13	**Reporting boundary**	Disclosures under this report are made on a standalone basis for Hindware Home Innovation Limited, unless otherwise specified.
14	**Name of assurance provider**	NA
15	**Type of assurance obtained**	NA

II. Products/services

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

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Consumer Products	Kitchen appliances, Air coolers, Electronic Household goods and other household appliances	100 %

Note: Retail Business has been discontinued in the reported year.

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

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Kitchen appliances (chimneys, hobs, cooktops, sinks)	47593	84.73%
2	Air coolers (Desert and personal air coolers)	47594	12.66%
3	Electronic Household Goods and other household appliances (Fans -ceiling and portable fans)	47599	0.00%
4	Home Interior and Furniture Products	47591	2.61%

III. Operations

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

Location	Number of plants	Number of offices	Total
National	-	18	18
International	-	-	-

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No.of States)	28
International (No.of Countries)	3

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Revenue from operations (export)	61.17 lakhs
Contribution of exports	0.20%

c. A brief on types of customers

Hindware Home Innovation Limited (HHIL) serves a wide spectrum of customers, encompassing a diverse array of individuals and entities seeking innovative and high-quality home solutions. These customers span various segments, including but not limited to the following:

1. Brand Stores: HHIL engages with brand stores, which are established retail outlets specialising in showcasing and selling a curated selection of Hindware's cutting-edge consumer appliances. These brand stores act as exclusive destinations where customers can explore and purchase a comprehensive range of home innovations products designed to elevate their living spaces.

2. Retailers: HHIL collaborates with retailers, who are key intermediaries bridging the gap between the manufacturer and the end consumers. These retailers encompass a wide network of outlets, both physical and online, that feature Hindware's products. By partnering with retailers, HHIL ensures that its innovative home solutions are easily accessible to a broad audience, enabling customers to integrate the latest advancements into their homes.

3. Distributors: The distribution network plays a crucial role in HHIL's outreach strategy. Distributors, acting as pivotal nodes within the supply chain, facilitate the efficient movement of Hindware's consumer products from manufacturing hubs to various retail points. By engaging with distributors, HHIL ensures widespread availability and seamless access to its home innovations, enhancing the convenience for customers to acquire these state-of-the-art solutions.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1.	Permanent (D)	260	251	96.54%	9	3.46%
2.	Other than Permanent (E)	211	189	89.57%	22	10.43%
3.	Total employees (D + E)	471	440	93.42%	31	6.58%
WORKERS						
4.	Permanent (F)					
5.	Other than Permanent (G)			-		
6	Total workers (F+G)					

b. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)					
2.	Other than Permanent (E)			-		
3.	Total differently abled employees (D + E)					
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)					
5.	Other than permanent (G)			-		
6.	Total differently abled workers (F + G)					

21. Participation/ Inclusion/ Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	6*	1	16.67%
Key Managerial Personnel	2	1	50%

*Mr. Ram Babu Kabra was appointed as Non-Executive Non-Indeepndent Director w.e.f. 4th March, 2026 and Mr. Girdhari Lal Sultania has resigned from the Company as Non-Exexutive Non-Independent Director w.e.f. 5th March, 2026.

22. Turnover rate for permanent employees and workers

	FY 2025-2026 (Turnover rate in current FY)			FY 2024-2025 (Turnover rate in previous FY)			FY 2023-2024 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	20%	44%	21%	86%	45%	85%	63%	1%	63%
Permanent Workers	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / Subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Hindware Limited	Subsidiary	98.6%	Yes
2	Evok Homes Private Limited	Subsidiary	100%	Yes
3	HHIL Limited	Subsidiary	100%	Yes
4	Halis International Limited	Subsidiary of Hindware Limited	98.6%	No
5	Hintastica Private Limited	Joint Venture	50%	No
6	Truflo Pipes Limited	Subsidiary of Hindware Limited	98.6%	No
7	Queo Bathroom Innovations Limited UK	Subsidiary of Halis International Limited	98.6%	No

VI. CSR

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **Not Applicable**

(ii) Turnover (in ₹): 30,298.87 lakhs

(iii) Net worth (in ₹): 22,337.99 lakhs

VII. Transparency and Disclosures Compliances

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

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No) (If yes, then provide weblink for grievance redress Policy)	FY 2025- 26			FY 2024-25		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	-	-	-	-	-	-	-
Investors (other than shareholders)	For Investor's grievances and queries, HHIL has a separate mail id -investors@hindwarehomes.com.	-	-	-	-	-	-
Shareholders		8	1	Pending complaint has been resolved	8	0	-
Employees and workers	For any violation of the policy and grievances, HHIL has a separate mail id - mailto: shilsuggestion@hindware.co.in; Employees can also submit a written complaint to the designated HR SPOC.	-	-	-	-	-	-
Customers	HHIL has a standalone policy on customer value Policy on Customer Value and Customers can also raise enquiry related to their concerns on wecare@hindware.co.in.	12,634	10	Working on pending complaints towards closure	8,253	37	-
Value Chain Partners	The Company's website has a dedicated section for value chain partners to raise their concerns or complaints.	-	-	-	-	-	-

26. Overview of the entity's material responsible business conduct issues

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Emission Reduction and Energy Management	Opportunity	Processes and Systems are in place to ensure maximum energy efficiency, and this will be continuously improved		Positive – Any cost put into improving the energy management system will fetch positive outcomes and reduced costs in the long run.
2	Human Capital Development (Employee well-being, learning, and development, Diversity & Inclusion)	Opportunity	A skilled and trained workforce is an asset to our Company. Trained employees perform their tasks more efficiently, in reduced time and injuries		Positive - Measures taken to train and retain these employees, aid in decreased hiring and training costs, increased productivity, reduction in quality issues, and ensure our continued success and build brand value
3	Corporate Governance (Code of Conduct, Business Ethics, Board Management, Tax Transparency, Policy Influence)	Opportunity	To build upon our organizational strategy for championing success		Positive - In transforming our business and leveling it up
4	Product Quality and Safety	Opportunity	Ensuring product safety & quality is extremely crucial for the business to continue to deliver best in- class services and avoid loss of business.		Positive- Enhanced revenue and profits
5	Waste Management	Opportunity	Initiatives and opportunities to reduce plastic and paper in the office premises which result in minimizing environmental damage		Positive – Enhance our waste segregation and collection methods to optimise the overall efficiency of the procedure.
6	Customer Relationship Management	Opportunity	This gives us an opportunity to be the leader in this segment by being the preferred choice for all our customers across different business segments. Our endeavors are aligned towards achieving customer delight and satisfaction and we shall continue using this as an excellent opportunity for business leadership and growth.		A positive brand image and a strong recall value amongst consumers will help in being the platform of choice.
7	Supply Chain Management	Opportunity	Since fleet is a major part of our business, introducing sustainable transport can help HHIL lead the industry as a conscious and responsible business. This environmental stewardship effort will reduce carbon footprint.		Positive - This will have a significant impact on energy efficiency and will help us to reduce our scope 3 emissions through delivery.

Section B Management and Process Disclosures

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	The company's policies are available at: https://www.hindwarehomes.com/pdf/Business%20Responsibility%20Policies.pdf								
2. Whether the entity has translated the policy into procedures. (Yes / No)	HHIL has developed policies based on National Voluntary Guidelines on Social, Environmental, and Economic Responsibilities of Business released by the Ministry of Corporate Affairs								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/ certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 9001:2015 – Quality Management System								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	The company is in the process of defining specific goals to improve its ESG framework which the management will periodically review.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The goals and targets are currently in the process of being finalized, and as a result, the assessment of performance will be documented in the upcoming years.								
Governance, leadership and oversight									

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements *(listed entity has flexibility regarding the placement of this disclosure)*

At HHIL, we acknowledge the vital role that Environmental, Social, and Governance (ESG) factors play in promoting sustainable business practices. In line with our commitment to responsible operations, we have incorporated ESG considerations into our strategy and daily activities. Our primary ESG challenges include lowering our carbon footprint and reducing our environmental impact. We have established ambitious goals to cut greenhouse gas emissions by investing in energy-efficient technologies and exploring the use of recycled materials. Social responsibility is central to our mission—we foster an inclusive workplace, prioritize employee well-being, and adhere to fair labor practices. Our governance policies uphold high ethical standards, transparency, and accountability. We actively engage with stakeholders, align with international standards, and strive for long-term sustainability.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The Board of Directors, led by the Chairman and Non-Executive Director, is the highest authority responsible for the implementation and oversight of Business Responsibility policies, ensuring alignment with the Company's sustainability commitments and long-term value creation. The Board, acting as trustees, sets strategic direction and monitors performance against defined goals. Oversight is supported by the Risk Management Committee, which supervises sustainability-related risks and ensures a robust framework for identification and mitigation of internal and external risks which reviews and monitors sustainability on a periodic basis. Operational implementation is driven by Business Unit Heads and Heads of Corporate Functions, who are responsible for executing policies within their respective domains and ensuring effective communication across the organization.
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Our Risk Management Committee at HHIL also oversees ESG and sustainability-related issues. The Committee is authorized to develop policies, execute strategies, and make all relevant decisions to guide the organization towards fair, compassionate, and responsible business practices.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Yes, it is standard procedure for the Company to review its policies as and when required. The effectiveness of the policies is examined during this assessment, and any necessary adjustments to the policies and processes are put into place.																	
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances																		

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

P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
No								

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

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Section C Principle-wise Performance Disclosure

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

PRINCIPLE 1 BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programme held	Topics / principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	3	1. Presentation on the recent amendments to SEBI (Prohibition of Insider Trading) Regulations, 2015. 2. Presentation on National Financial Reporting Authority 3. Presentation on Digital Personal Data Protection Act, 2023	100%
Key Managerial Personnel	3		100%
Employees other than BoD and KMPs	10	HHIL conducts several trainings, including Cybersecurity awareness, Ownership of processes, among other trainings.	100%
Workers	NA	-	NA

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

Monetary					
	NGRBC Principle	Name of regulatory/ enforcement agencies/ judicial institutions	Amount (in ₹)	Brief of Case	Has an Appeal been preferred? (Yes/No)
Penalty/ Fine					
Settlement			NIL		
Compounding Fee					

Non- Monetary					
	NGRBC Principle	Name of regulatory/ enforcement agencies/ judicial institutions	Amount (in ₹)	Brief of Case	Has an Appeal been preferred? (Yes/No)
Imprisonment			NIL		
Punishment					

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

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
NIL	

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

HHIL's Anti-Corruption and Anti-Bribery policy is encompassed within the Vigil Mechanism/Whistle-blower Policy, providing a formal channel for Company's Directors, employees, and external stakeholders to report unethical behavior, suspected fraud, or any violations of the Company's Code of Conduct. The Company upholds a firm stance against bribery and corruption as outlined in the Anti-Bribery and Anti-Corruption Policy, which enforces severe repercussions for anyone found guilty of unethical conduct. This policy applies to all employees throughout the Company, including its subsidiaries and joint ventures. Additional information on the policy can be found here

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

Particulars	FY 2025-26		FY 2024-25	
	Number	Remarks	Number	Remarks
Directors	NIL		NIL	
KMPs	NIL		NIL	
Employees	NIL		NIL	
Workers	NIL		NIL	

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

Particulars	FY 2025-26		FY 2024-25	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL		NIL	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL		NIL	

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

Not Applicable, since there were no fines, penalties, or action taken by regulators, law enforcement agencies or judicial institutions on cases of corruption and conflict of interest.

8. **Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:**

Particulars	FY 2025-26	FY 2024-25
Number of days of accounts payables	101.48	91.24

9. **Open-ness of business**

Parameter	Metrics		FY 2025-26	FY 2024-25
Concentration of purchases	a.	Purchase from trading houses as % of total purchases	NA	NA
	b.	Number of trading houses where purchases are made from		
	c.	Purchase from top 10 trading houses as % of total purchases from trading house		
Concentration of Sales	a.	Sales to dealers/ distributors as % of total Sales	61%	65%
	b.	Number of dealers/ distributors to whom sales are made.	547	956
	c.	Sales to top 10 dealers/ distributors as % of total sales to dealers/ distributors	24%	21%
Share of RPTs	a.	Purchases (Purchases from Related parties/ Total purchases)	As per note to accounts no. 47 in Standalone financial statements	
	b.	Sales (Sales to related parties/ Total Sales)		
	c.	Loans and advances (Loans and advances given to related parties/ Total loans and advances)		
	d.	Investments (Investments in related parties/ Total investments made)		

PRINCIPLE 2 BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential Indicators

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

Particulars	FY 2025-26	FY 2024-25	Details of improvements in environmental and social impacts
R&D	NIL	23%	None
Capex	NIL	9.7%	

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

At HHIL, we understand the significance of sustainable sourcing in today's evolving business environment. Although we currently lack specific procedures for sustainable sourcing, we are dedicated to actively developing policies and processes to establish a sustainable sourcing program.

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

Not Applicable

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

HHIL is currently working on establishing procedures for the safe reclamation of our products, aiming to design and develop a robust mechanism that will enable us to efficiently reclaim them, ensuring they are reused, recycled, or disposed of properly at the end of their lifecycle.

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

Yes, EPR is applicable to HHIL business activities. HHIL holds an importer EPR license. HHIL has aligned its waste collection plans with respect to EPR guidelines, which include the following components:

- Setting up collection infrastructure
- Awareness programmes
- Tie-ups with waste management agencies
- Reporting and compliance

PRINCIPLE 3 BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Essential Indicators

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

Category	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number I	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	251	251	100%	251	100%	NA	NA	251	100%	NIL	NIL
Female	9	9	100%	9	100%	9	100%	NA	NA	NIL	NIL
Total	**260**	**260**	**100%**	**260**	**100%**	**9**	**3.46%**	**251**	**96.54%**	**NIL**	**NIL**
Other than Permanent employees											
Male	189	189	100%	189	100%	NIL					
Female	22	22	100%	22	100%						
Total	**211**	**211**	**100%**	**211**	**100%**						

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

Category	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	Not Applicable										
Female											
Total											
Other than Permanent employees											
Male	Not Applicable										
Female											
Total											

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

	FY 2025-26	FY 2024-25
Cost incurred on well- being measures as a % of total revenue of the company	0.05%	0.13%

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

Benefits	FY 2025-26			FY 2024-25		
	No. of employees covered as a % of Total employees	No. of workers covered as a % of Total workers	Deducted and deposited with the authority (Y/ N/ N.A.)	No. of employees covered as a % of Total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	NA	Yes	100%	NA	Yes
Gratuity	100%	NA	Yes	100%	NA	Yes
ESI	0	NA	NA	0%	NA	NA

3. Accessibility of workplaces

Yes, HHIL's facilities are accessible to employees and workers with disabilities, in accordance with the Rights of Persons with Disabilities Act, 2016. We foster an inclusive workplace to support all employees, and to this end, we take all necessary measures to ensure our premises are equipped with amenities that enhance accessibility.

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

Yes, in accordance with HHIL's policy on Diversity and Equal opportunity, the Company is dedicated to ensuring and upholding equal prospects not only during the hiring process but also throughout the entire duration of employment, regardless of caste, creed, gender, race, religion, or disability. Our diversity and equal opportunity policy can be assessed here

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	80%	NA	
Female	100%	100%		
Total	**100%**	**83%**		

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

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Workers	Yes, HHIL has implemented a grievance redressal mechanism for its workforce to voice and address their concerns. There is a dedicated email channel available to all employees for raising any complaints or issues. Stakeholder concerns are handled with the utmost confidentiality. HHIL encourages open and constructive dialogue between employees and management, without fear of retaliation, and has established formal processes for employees to report grievances. All issues are addressed and resolved in a timely manner to achieve mutual satisfaction. Employees who believe they have faced discrimination at HHIL based on age, religion, sex, gender, color, national origin, sexual orientation, or physical impairment can submit a written complaint to their designated HR SPOC. The Human Resources team ensures that complaints are managed promptly and fairly, while maintaining strict confidentiality and sensitivity.
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

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

Category	FY 2025-26			FY 2024-25		
	Total Employees/ workers in respective category (A)	No of employees/ workers in respective category, who are part of association(s) or unions (B)	% (B/A)	Total Employees/ workers in respective category (C)	No of employees/ workers in respective category, who are part of association(s) or unions (D)	% (D/C)
Total Permanent Employees	Not applicable, as the Company has no recognized employee unions or associations.			Not applicable, as the company has no recognized employee unions or associations.		
Male						
Female						
Total Permanent Workers	None, as HHIL operates as a retailer, specializing in the sale of manufactured products only, and as part of our business model, we do not employ any permanent workers.			None, as HHIL operates as a retailer, specializing in the sale of manufactured products only, and as part of our business model, we do not employ any permanent workers.		
Male						
Female						

8. Details of trainings given to employees

Category	FY 2025-26					FY 2024-25				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)					
Employees										
Male	251	251	100%	108	43%	273	273	100%	202	74%
Female	9	9	100%	1	11%	11	11	100%	7	64%
Total	**260**	**260**	**100%**	**109**	**42%**	**284**	**284**	**100%**	**209**	**74%**
Workers										
Male	NA					NA				
Female										
Total										

9. Details of performance and career development reviews of employees and worker

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	251	251	100%	273	273	100%
Female	9	9	100%	11	11	100%
Total	**260**	**260**	**100%**	**284**	**284**	**100%**
Workers						
Male	NA			NA		
Female						
Total						

10. Health and safety management system

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

Yes, HHIL is dedicated to maintaining the highest health and safety standards throughout our operations. We have established a comprehensive health and safety system in all our offices nationwide. Each building is designed with safety in mind and is equipped with essential safety features, including fire detection systems, firefighting equipment, safe escape routes, designated assembly points, and emergency evacuation plans. Additionally, we conduct regular safety training for our workforce to foster a strong safety culture within the organization.

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

HHIL has identified potential work-related hazards and taken adequate steps related to mitigating those risks.

We have conducted a comprehensive Hazard Identification and Risk Assessment (HIRA) study to identify and assess risks associated with work-related hazards. HIRA process is followed to identify work-related hazards for all routine & non-routine activities. Based on the severity of risks, we take mitigation measures as per the hierarchy of risk controls such as engineering, administrative, and PPE controls, etc.

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

Yes, we have processes for employees to report work-related hazards.

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

Yes, HHIL is committed to creating an environment where employees' financial needs are addressed alongside their salaries. To support this, all employees are covered under either the Health Insurance Scheme offered by HHIL or the Employees State Insurance (ESI) scheme.

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

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

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

HHIL places the utmost importance on the health, safety, and well-being of its employees. To uphold this commitment, we have implemented an Environmental, Health, and Safety (EHS) management system that focuses on hazard identification and risk assessment, safety audits, training, safe operating procedures, and an EHS Manual to promote a safe and healthy workplace. Additionally, we have launched health and safety training programs supplemented by preventive and corrective measures. This proactive approach will help us meet all essential requirements in the future.

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

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending Resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0			0		
Health & Safety						

14. Assessments for the year

	FY 2025-26 % of your plants and offices that were assessed (by entity or statutory authorities or third parties)	FY 2024-25 % of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%	100%
Working Conditions	100%	100%

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

At HHIL, we are actively implementing measures to foster continuous improvement in our health and safety practices. While we have maintained a workplace free from safety-related incidents, we have enhanced our internal procedures to mitigate any potential risks, including:

- Procedures for safety incident management including incident monitoring, investigation, and reporting
- Safety-related training and awareness generation
- Emergency response and preparedness including improvements in fire safety measures

Leadership Indicators

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

Yes. HHIL has life insurance policy for all permanent employees.

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

At HHIL, all the statutory dues are deducted as per applicable law and deposited with authorities in stipulated time on monthly basis.

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

	Total no. of affected employees/ workers			No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment		
	FY 2025-26	FY 2024-25	FY 2023-24	FY 2025-26	FY 2024-25	FY 2023-24
Employees	0	0	0	0	0	0
Workers	NA	NA	NA	NA	NA	NA

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

No

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Essential Indicators

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

HHIL has a systematic and iterative system in place to identify stakeholders who have an interest in or may be impacted by its activities. Key stakeholders have been identified as below:

A. Internal stakeholders- individuals within the organization who are part of critical functions, including Employees and Board Members

B. External stakeholders- individuals outside the organization, including vendors, suppliers, investors, regulators, NGOs, local communities, amongst others.

Once all stakeholders were identified, they were prioritized based on their level of influence on the business and the impact that the organization's activities have on them. This process helped determine the most critical stakeholders with whom the organization needed to engage more deeply.

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

a

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
Board of Directors	No	Meetings, emails, and others	Quarterly & on a need basis	Business enhancements, Governance, Fair business practices
Employees	No	Email, notice board, intranet	Regularly & on a need basis	Employee engagement activities, training, awareness, and welfare programs for health, safety, and well-being, learning development and upskilling
Community	No	Community meetings, pamphlets	Regularly & on a need basis	Need assessment, Development Program, and impacts, and opportunities for improvement
Suppliers	No	Email, website	Regularly & on a need basis	Ethical practices, business expectation and growth. Query and Grievance Redressal Vendor satisfaction
Investors	No	Email, SMS, advertisements, website, newspaper	Regularly & on a need basis	Business updates, Queries, Business Performance – financial and non-financial, Events & Activations (campaigns & announcements)
Shareholders	No	Email, advertisements, website, newspaper	Quarterly & on a need basis	Annual General Meetings, Dividend updates, Business Performance, Sustainability announcements
Regulators	No	Email, correspondence, meetings	On a need basis	Discussions on Statutory and Regulatory compliances regulations and their amendments, inspections, and regulatory approvals
Bankers	No	Email, meetings	On a need basis	Discussion on Company Finance
Auditors	No	Email, meetings	Quarterly & on a need basis	Discussion on Company's financials, processes, and systems
Industrial Association	No	Email, Website, Seminars, Conferences	On a need basis	Industry concerns related to health, environment, safety, inter-company product transfer, etc. Collaboration for commercialization of Technologies / Products or Joint Research, providing product / technology components, Complaints and grievance redressal

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

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

	FY 2025-26			FY 2024-25		
Category	Total (A)	No. of Employees / workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Permanent	260	260	100%	284	284	100%
Other than permanent	211	211	100%	207	207	100%
Total Employees	**471**	**471**	**100%**	**491**	**491**	**100%**
Workers						
Permanent	-	-	-	NA	NA	NA
Other than permanent	-	-	-	6	6	100%
Total Workers	**-**	**-**	**-**	**6**	**6**	**100%**

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Permanent										
Male	251	-	-	251	100%	273	-	-	273	100%
Female	9	-	-	9	100%	11	-	-	11	100%
Other than Permanent										
Male	189	-	-	189	100%	189	-	-	189	100%
Female	22	-	-	22	100%	18	-	-	18	100%
Workers										
Permanent										
Male	NA					NA				
Female										
Other than Permanent										
Male	NA					6	6	100%	-	-
Female	NA					NA				

3. Details of remuneration/salary/wages

a. Median remuneration / wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	5	2,80,000	1	3,20,000
Key Managerial Personnel	1	1,48,41,734	1	1,37,52,471
Employees other than BoD and KMP	251	8,32,759	9	12,68,345

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

	FY 2025-26	FY 2024-25
Gross wages paid to females as a % of Total wages	7%	5%

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

Yes, all the issues pertaining to Human Rights are overseen by the respective HR head. The HR head oversees assessing reported concerns and ensuring that they are handled and corrected. They also suggest an appropriate resolution in consultation with Senior Management.

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

HHIL's Vigil Mechanism Policy establishes a framework for reporting and rectifying human rights violations. Additionally, an email address (shilsuggestion@hindware.co.in) is available for reporting grievances or complaints.

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

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

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

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

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

When addressing complaints within the grievance redressal system, every measure is taken to ensure a discreet investigation, aimed at preventing any adverse consequences. The entire process is conducted with the utmost confidentiality. To safeguard complainants from potential negative outcomes, the Company follows established procedures outlined in the grievance redressal process and adheres to the provisions of the POSH Act.

Through the grievance redressal mechanism, employees, workers, independent contractors, and suppliers can openly express concerns related to human rights without the fear of reprisal. All valid infractions are treated with gravity, and appropriate actions are taken accordingly. Depending on the severity of the issue, these actions may extend to terminating commercial agreements and employment contracts. HHIL's Vigil Mechanism Policy establishes a framework for reporting and rectifying human rights violations.

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

Yes, the Company's Human Rights Policy extends its applicability to encompass not only its business associates but also any other entities that engage directly with the Company as part of its business operations. This commitment underscores the Company's dedication to upholding fundamental human rights principles throughout its entire network of interactions and collaborations.

10. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	NIL
Forced/ Involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

No significant risks or concerns were identified based on the assessments conducted. Accordingly, no corrective actions were required or are currently underway.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

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

Parameter	Units	FY 2025-26	FY 2024-25
From renewable sources			
Total electricity consumption (A)	GJ	-	-
Total fuel consumption (B)	GJ	-	-
Energy consumption through other sources (C)	GJ	-	-
Total energy consumed from renewable sources (A+B+C)	GJ	**-**	**-**
From non-renewable sources			
Total electricity consumption (D)	GJ	481.68	698.53
Total fuel consumption	GJ	-	-
Energy consumption through other sources (F)	GJ	-	-
Total energy consumed from non-renewable sources (D+E+F)	GJ	**481.68**	**698.53**
Total energy consumed (A+B+C+D+E+F)	GJ	**481.68**	**698.53**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	GJ/ ₹ Crore	1.59	2.02
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	GJ/ Int. Dollar Crore	32.84	41.73
Energy intensity in terms of physical output		NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) – No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office and warehouse locations.

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

No, the entity does not have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

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

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	-	88
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (In kilolitres) (I + ii + iii + iv + v)	**-**	**88**
Total volume of water consumption (In kilolitres)	**-**	**88**
Water intensity per rupee of turnover (Total water consumption / Revenue from operations) (Kl/ ₹ Crores)	-	0.254
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP) (KL/ Int. Dollar in Crores)	-	5.262
Water intensity in terms of physical Output	NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office.

Note 3: Company moved premises in the previous reporting year, and water bill is part of building maintenance.

4. Provide the following details related to water discharged:

Parameter	FY 2025-26	FY 2024-25
(i) To Surface water	Our offices are situated in Leased offices which process all wastewater through STPs on premises. We are in the process of streamlining our water management systems to optimise the reuse and recovery of residual water waste prior to discharge.	Our offices are situated in Leased offices which process all wastewater through STPs on premises. We are in the process of streamlining our water management systems to optimise the reuse and recovery of residual water waste prior to discharge.
- No treatment		
- Treated through an STP on premises		
(ii) To Groundwater		
- No treatment		
- Treated through an STP on premises		
(iii) To Seawater		
- No treatment		
- Treated through an STP on premises		
(iv) Sent to third parties		
- No treatment		
- Treated through an STP on premises		
(v) Others		
- No treatment		
- Treated through an STP on premises		
Total water discharged (in kilolitres)		

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office

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

Currently, HHIL does not have a Zero Liquid Discharge (ZLD) system. However, we are in the process of developing and implementing the ZLD mechanism in the coming years.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx	μg/m^3	NA	NA
Sox	μg/m^3	NA	NA
Particulate matter (PM)	μg/m^3	NA	NA
Persistent organic pollutants (POP)	-	NA	NA
Volatile organic compounds (VOC)	-	NA	NA
Hazardous air pollutants (HAP)	-	NA	NA
Others – please Specify	-	NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office.

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

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF^6, NF_3, if available)	tCO_2e	-	-
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF^6, NF_3, if available)	tCO_2e	51.68	139.32
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	tCO_2e/₹Cr	0.17	0.402
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	tCO_2e/Int. Dollar Cr.	3.52	8.32
Total Scope 1 and Scope 2 emission intensity in terms of physical output		NA	NA

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) - No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office.

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

The company has implemented various measures to reduce greenhouse gas emissions, including replacing conventional lights with LEDs and transitioning to renewable energy sources such as solar panels. Additionally, plans are in place to expand these initiatives in the coming years.

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

Parameter	FY 2025-26	FY 2024-25
Total waste generated (in metric tonnes)		
Plastic waste **(A)**	34.92	14.89
E-waste **(B)**	-	-
Bio-medical waste **I**	-	-
Construction and demolition waste **(D)**	-	-
Battery waste **(E)**	-	-
Radioactive waste **(F)**	-	-
Other Hazardous waste. Please specify, if any. **(G)**	-	-
Other Non-hazardous waste generated **(H)**. Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	93.41	39.243
Total (A+B + C + D + E + F + G+ H) (MT)	**128.33**	**54.133**
Waste intensity per rupee of turnover (Total waste generated /Revenue from operations) (MT/ Crore)	0.424	0.157
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/ Revenue from operations adjusted for PPP)	8.75	3.236
Waste intensity in terms of physical output	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	128.33	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	**128.33**	**-**
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	54.133
Total	**-**	**54.133**

Note 1: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)- No

Note 2: The environmental disclosures made above report the impact of operations from our corporate office and warehouses.

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

HHIL operates as a retailer, specialising in the sale of manufactured products only, and thus, no hazardous or toxic chemicals are used in our business operations.

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

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
HHIL does not have any operations/offices in or around ecologically sensitive areas			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in FY 2026:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

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

Not Applicable

PRINCIPLE 7 BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations.

HHIL is affiliated with no trade and industry chambers/associations.

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	NA	NA

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of Authority	Brief of the case	Corrective action taken
There were no adverse orders from regulatory authorities hence, this question is not applicable.		

PRINCIPLE 8 BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (in ₹)
Not Applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

As a retail business, we do not have direct operations within or near communities. Hence, we do not have mechanisms in place to receive and redress the grievances of the community.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small Producers	61%	54%
Directly from within India	36%	20%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2025-26	FY 2024-25
Rural	0%	0%
Semi-urban	0%	0%
Urban	100%	100%
Metropolitan	0%	0%

Note: Categorization as per RBI Classification System – rural / semi-urban / urban / metropolitan

PRINCIPLE 9 BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

HHIL is committed to placing the customer at the heart of its value proposition. To facilitate easy communication, we have set up various channels, including online service requests, a central helpline, WhatsApp support, appbased interactions, and email. Additionally, we have implemented a structured data management system and service level agreements (SLA) to ensure that every inquiry is addressed within a specified timeframe.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage of total turnover
Environmental and social parameters relevant to the product	0%
Safe and responsible usage	100%
Recycling and/or safe disposal	0%

3. Number of consumer complaints in respect of the following:

	FY 2025-26		Remarks	FY 2024-25		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other	12,634	10	-	8,253	37*	-

*Note- All the pending complaints were resolved soon after year closure.

4. Details of instances of product recalls on account of safety issues:

There have been no product recalls in the reporting year.

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, HHIL has an internal robust cyber-security policy that addresses the rise of cyber threats and crimes organisations face today. This policy helps in protecting the Company from cyber threats, safeguarding sensitive data such as designs, patents, and customer and employee information.

The policy can be assessed at the Web-link: https://www.hindwarehomes.com/privacy-policy.php

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

NIL

7. Provide the following information relating to data breaches:

- Number of instances of data breaches - **NIL**
- Percentage of data breaches involving personally identifiable information of customers - **NIL**
- Impact, if any, of the data breaches - **NIL**

INDEPENDENT AUDITOR'S REPORT

To the Members of Hindware Home Innovation Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Standalone Financial Statements of Hindware Home Innovation Limited ("the Company"), which comprise the Standalone Balance Sheet as at 31 March 2026, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of the Material accounting policies and other explanatory information (herein after referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the year ended 31 March 2026. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of Key Audit Matter	How our audit addressed the key audit matters
Recognition of revenue (Refer to the accompanying notes 3.4 and 31 of the Standalone Financial Statements)	
The Company recognizes revenues when the control of goods and/or services are transferred to the customer at an amount that reflects the net consideration, which the Company expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Company considers the effects of applicable rebates and discounts (variable consideration). The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues. Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.	Our audit procedures included the following: • We read and evaluated the Company's revenue recognition policy and assessed its compliance in terms of Ind AS 115 'Revenue from contracts with customers'. • We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts. • We tested on sample basis sales transactions by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract. • We tested on a sample basis discount and rebates schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual discount and rebates recognized in respect of particular schemes do not exceed their approved amounts. • Selected sample of sales transactions made pre- and post-year end, agreed the period of revenue recognition to underlying documents and the terms of sale. • Performed analytical procedures on sales and sales return trend. • We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers; if any. We read and assessed the relevant disclosures made in the IND AS Standalone Financial Statements.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement therein, we are required to report that fact.

We have nothing to report in this regard.

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE 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, loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgments and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of Management use of the going concern basis of accounting in preparation of the Standalone Financial Statements 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 Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to

modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements for the financial year ended 31 March 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in 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, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules").

c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including other Comprehensive Income, the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Indian Accounting Standard) Rules, 2015 as amended.

e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the rules.

g) With respect to the adequacy of the internal financial controls with reference to financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statement.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i) The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its Standalone Financial Statements – Refer note no. 44 to the Standalone Financial Statements.

ii) The Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026.

iv) (a) The management has represented that to the best of its knowledge and belief, no funds (which are material either individually or in 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(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like 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 aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) above as required by rule 11(e) of Companies (Audit and Auditors) Rules 2014, as amended, contains any material mis-statement.

v) (a) The Company has not declared or paid dividend during the year, accordingly the provisions of section 123 of the Companies Act, 2013 are not applicable.

(b) The Board of Directors of the Company have not proposed any dividend for the financial year 2025-26.

vi) Based on our examination, which included test checks, the Company has a widely used ERP as its accounting software for maintaining its books of account during the year ended 31 March 2026, which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year except (a) at database level the audit trail was not enabled and (b) at application level, audit trail was not enabled for relevant financial tables. Further, the audit trail, to the extent maintained in the prior year has been preserved by the Company as per the Statutory requirements for record retention. During the course of audit, we did not come across any instance of audit trail feature being tempered with. Also refer note no. 60 to the Standalone Financial Statements.

i) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325
UDIN: 26509325NJITEV1878

Place: Gurugram
Date: 19 May 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date on the Standalone Financial Statements of Hindware Home Innovation Limited for the year ended 31 March 2026)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment (PPE), and relevant details of Right-of-use-Assets (ROU).

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) As per the physical verification program, certain Property, Plant and Equipment were physically verified during the year by the management according to the programme of periodical verification in phased manner. Accordingly, during the year, certain items have been physically verified which, in our opinion, provides for physical verification at reasonable intervals having regard to the size of the Company and the nature of its Property, Plant and Equipment. Based on information and records provided, no material discrepancies were noticed on such verification.

(c) The Company does not have any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), hence reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its PPE (including ROU) & Intangible Assets during the year.

(e) According to the information and explanations given to us and records provided, no proceedings have been initiated during the year or are pending against the Company as at 31 March 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) As per the physical verification program, the inventories of the Company were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. Discrepancies noticed were not of 10% or more in the aggregate for each class of inventories on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us and as per the records verified, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with the banks in lieu of the sanctioned working capital facility, which are in agreement with the books of account other than those as set out below:

(₹ in lakh)

Name of the Bank/financial institution	Working capital/Cash credit limit sanctioned (₹ in lakh)	Nature of current assets offered as security	Quarter ended	Amount disclosed as per Stock Statement	Amount as per books of accounts	Differences	Remarks if any
Standard Chartered Bank, The Hongkong and Shanghai Banking Corporation Limited, HDFC Bank Limited, Axis Bank Limited and The Federal Bank Limited.	26,900	Stock, trade receivables, advance to suppliers	30 June 2025	13,420	10,085	3,335	Difference inter-alia arise on factors, like: i. Regrouping/reclassification of ledger heads; ii. Line items on the date of submission of stock statement of each calendar month are subject to reconciliations and adjustments thereon; iii. Regrouping, settlements of sales schemes items in ledger, not considered for purpose of calculation in Stock Statement; iv. Information to the banks are provided based on provisional numbers.
			30 September 2025	9,081	8,921	160	
			31 December 2025	9,554	9,551	3	
			31 March 2026	8,368	8,526	158	

(Refer Note No-25)

(iii) (a) The Company has not provided any guarantee or security, or advances in the nature of loans, secured or unsecured, to any subsidiary, joint venture, firms, limited liability partnerships or any other parties during the year. During the year, the Company has granted loan to a subsidiary company. In respect of Loans given, details are as follows:

(₹ in lakh)

Particular		Amount
A.	**Aggregate amount of loan granted/ provided during the year**	
	Loan to Evok Homes Private Limited (Subsidiary)	104.60
B.	**Balance Outstanding as at Balance Sheet date in respect of above Case:**	
	Loan to Evok Homes Private Limited (Subsidiary)	104.60

(Refer Note No. 47)

(b) According to the information and explanations given to us and based on the audit procedures conducted by us in our opinion the terms and conditions under which such loan was granted and investment made during the year is not prejudicial to the Company's interest.

(c) In respect of Loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated. The repayments of principal amounts as per stipulation and receipts of interest are regular, except receipts of interest in respect of loan granted to Evok Homes Private Limited (Subsidiary).

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the Balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

(f) According to the information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans either repayable on demand or without specifying any terms or periods of repayment during the year. Hence, reporting under clause 3(iii) (f) is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 186 of the Companies Act, 2013 in respect of the loans and investments made and the Company has not provided any guarantees or security to the parties covered under Section 186 of the Act. The Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Section 185 of the Act.

(v) The Company has neither accepted any deposit from the public nor accepted any amounts which are deemed to be deposit within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the rules made thereunder, to the extent applicable. Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products and services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable to the Company.

(vii) (a) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues with the appropriate authorities to the extent applicable. There were no undisputed statutory dues payable in respect of goods and service tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues in arrears as at 31 March 2026 for a period of more than six months from the date they become payable.

(b) According to the records and information and explanations given to us, the details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31 March 2026 on account of disputes are given below:

Name of Statute	Nature of Due	Period	Amount (₹ in Lakh)	Forum where matter is pending
Finance Act 1994	Service Tax	2013-14	37.57	The Hon'ble Supreme court of India
Gujarat VAT Act	Gujarat VAT	2014-15	82.51	The Hon'ble Gujarat VAT Tribunal, Ahmedabad
Gujarat GST Act, 2017	Goods and Service tax	2020-21	1.98	Deputy Commissioner (Appeal-II), Ahmedabad
Haryana GST Act, 2017	Goods and Service tax	2017-18	1,911.69	1st Appellate Authority
Karnataka GST Act, 2017	Goods and Service tax	2018-19	10.00	Joint Commissioner (Appeals), BMTC Building, 2nd Floor, Shanthinagar, Bangalore -560027
Maharashtra GST Act, 2017	Goods and Service tax	2017-18	50.62	1st Appellate Authority
Gujarat GST Act, 2017	Goods and Service tax	2018-19	34.52	Joint Commissioner of State Tax (Appeal-1), Ahmedabad
Telangana GST Act, 2017	Goods and Service tax	2018-19	14.71	Deputy Commissioner of State Tax
Punjab GST Act, 2017	Goods and Service tax	2019-20	41.98	Excise & Taxation Officer-State Tax
Haryana GST Act, 2017	Goods and Service tax	2019-20	6.48	Superintendent of Central Tax
Telangana GST Act, 2017	Goods and Service tax	2020-21	2.42	Deputy Commissioner of State Tax
Haryana GST Act, 2017	Goods and Service tax	2018-19	0.12	Excise & Taxation Officer-State Tax
CGST Act, 2017	Goods and Service tax	2019-20 to 2022-23	0.89	Assistant Commissioner of Central Tax*
CGST Act, 2017	Goods and Service tax	2018-19	1.30	Assistant Commissioner of Central Tax*
Bihar GST Act, 2017	Goods and Service tax	2019-20 to 2022-23	11.77	Superintendent of Central Tax*
Karnataka GST Act, 2017	Goods and Service tax	2019-20 to 2022-23	0.65	Superintendent of Central Tax
Entry Tax-Haryana VAT	Entry Tax	2015-16 to 2017-18	55.85	Excise & Taxation Officer

*Appeal filled subsequent to 31 March 2026

(viii) As per the information and explanations and records provided, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) As per the information and explanations and records provided, in our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) As per the information and explanations and records provided, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief and information and records provided, in our opinion, the Company has not availed term loan during the year. Hence reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) On an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the Standalone Financial Statements of the Company and based on the representations of the Company, we report that the Company has neither taken any funds from any entity or person during the year nor it has raised funds through issue of shares or borrowings on account of or to meet the obligations of its subsidiaries or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint venture.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) Based on the audit procedures performed and on the basis of information and explanations provided by the management, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) According to the information and explanations and records made available by the Company and audit procedures performed, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable Indian Accounting Standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered the internal audit reports issued to the Company during the year and till date in determining the nature, timing and extent of our audit procedures.

(xv) On the basis of records made available to us and according to information and explanations given to us, the Company has not entered into non-cash transactions with the directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) As per the information and representations provided, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable to the Company. As per the explanations provided and based on the information, the Group does not have any Core Investment Company (CIC) as part of the group and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

(xvii) The Company has incurred cash losses of ₹ 715.36 lakh during the financial year covered by our audit and ₹ 4,113.64 lakh in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company and/or certificate with respect to meeting financial obligations by the Company as and when they fall due. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325

Place: Gurugram
Date: 19 May 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

OPINION

We have audited the internal financial controls with reference to standalone financial statements of Hindware Home Innovation Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Director of the Company 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

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to standalone financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Standalone Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2026, 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.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325

Place: Gurugram
Date: 19 May 2026

Standalone Balance Sheet

as at 31 March 2026

(₹ in lakh)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	4a	1,551.67	2,836.03
(b) Right of use assets	4a	2,885.12	3,402.98
(c) Capital work-in-progress	4b	33.11	189.09
(d) Other intangible assets	5a	40.84	39.39
(e) Other intangible assets under development	5b	-	7.60
(f) Financial assets			
(i) Investments	6	3,466.98	7,417.58
(ii) Loans	7	9,800.00	9,800.00
(iii) Other financial assets	8	152.89	247.10
(g) Income-tax assets (net)	39(d)	194.90	195.99
(h) Deferred tax assets (net)	23	6,562.76	5,112.39
(i) Other non-current assets	9	41.04	138.89
Total non-current assets		**24,729.31**	**29,387.04**
2 Current assets			
(a) Inventories	10	7,440.93	9,056.26
(b) Financial assets			
(i) Investments	11	521.39	-
(ii) Trade receivables	12	4,803.46	9,079.93
(iii) Cash and cash equivalents	13	707.19	510.20
(iv) Bank balances other than (iii) above	14	13.29	13.42
(v) Loans	15	-	-
(vi) Other financial assets	16	247.99	400.93
(c) Other current assets	17	2,812.45	1,771.29
Total current assets		**16,546.70**	**20,832.03**
3 Group of assets classified as held for sale	54	320.00	347.97
Total assets		**41,596.01**	**50,567.04**
EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	18	1,672.93	1,672.93
(b) Other equity	19	20,665.06	27,740.52
Total equity		**22,337.99**	**29,413.45**
2 Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	20	2,556.60	3,439.48
(ii) Other financial liabilities	21	271.93	346.02
(b) Provisions	22	126.14	162.09
(c) Other non-current liabilities	24	88.01	74.18
Total non-current liabilities		**3,042.68**	**4,021.77**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	25	1,953.83	820.49
(ii) Lease liabilities	26	448.97	536.74
(iii) Trade payables	27		
- Due to micro and small enterprise		2,258.51	1,550.83
- Due to others		2,652.80	4,122.13
(iv) Other financial liabilities	28	6,248.71	6,718.82
(b) Other current liabilities	29	1,549.00	1,288.06
(c) Provisions	30	289.62	303.18
(d) Liabilities associated with the group of assets classified as held for sale	54	813.90	1,791.57
Total current liabilities		**16,215.34**	**17,131.82**
Total liabilities		**19,258.02**	**21,153.59**
Total equity and liabilities		**41,596.01**	**50,567.04**

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.: 301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 19 May 2026

Place: Gurugram
Date: 19 May 2026

Standalone Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in lakh)

	Particulars	Note	For the year ended 31 March 2026	For the year ended 31 March 2025
Continuing Operations				
	Income			
I	Revenue from operations	31	31,702.29	35,235.05
II	Other income	32	2,718.60	2,338.47
III	**Total income**		**34,420.89**	**37,573.52**
IV	**Expenses**			
	Purchases of stock-in-trade	33	17,533.81	21,079.19
	Changes in inventories of stock-in-trade	34	1,052.28	1,940.31
	Employee benefits expense	35	4,941.37	5,711.25
	Finance costs	36	589.42	1,524.92
	Depreciation and amortisation expense	37	1,055.78	1,733.03
	Other expenses	38	9,352.55	10,565.59
	Total expenses		**34,525.21**	**42,554.29**
V	**Profit/(Loss) before exceptional items and tax**		**(104.32)**	**(4,980.77)**
VI	**Exceptional items**	58	(8,415.68)	(611.51)
VII	**Profit/(Loss) before tax from continuing operations**		**(8,520.00)**	**(5,592.28)**
VIII	**Tax expense**	39		
	(1) Current tax		-	-
	(2) MAT credit (entitlement)/adjustment		-	-
	(3) Earlier year income tax		(0.28)	(13.05)
	(4) Deferred tax		(1,448.23)	(1,556.87)
	Total tax expense		**(1,448.51)**	**(1,569.92)**
IX	**Profit/(Loss) for the year from continuing operations**		**(7,071.49)**	**(4,022.36)**
	Discontinued operations			
X	**Profit/(Loss) before tax from discontinued operations**	54	**20.50**	**95.86**
XI	**Tax expenses of discontinued operations**	39	**7.16**	**33.50**
XII	**Profit/(Loss) for the year from discontinued operations (X-XI)**		**13.34**	**62.36**
XIII	**Profit/(Loss) for the year**		**(7,058.15)**	**(3,960.00)**
XIV	**Other comprehensive income**			
	Other comprehensive income - Continuing operations			
	(i) Items that will not be reclassified to profit and loss			
	Remeasurements of the defined benefit plan		(26.61)	62.24
	(ii) Income-tax relating to these items		9.30	(21.75)
	Other comprehensive income - Discontinuing operations			
	(i) Items that will not be reclassified to profit and loss			
	Remeasurements of the defined benefit plan		-	-
	(ii) Income-tax relating to these items		-	-
	Other comprehensive income (net of tax)		**(17.31)**	**40.49**
XV	**Total comprehensive income for the year**		**(7,075.46)**	**(3,919.51)**
XVI	**Earnings per equity share (of ₹ 2/- each):**			
	Basic and diluted - Continuing operations	42	(8.46)	(5.17)
	Basic and diluted - Discontinued operations		0.02	0.08
	Basic and diluted - Continuing operations and Discontinued operations		(8.44)	(5.09)

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.: 301051E/E300284

Shyamal Kumar
Partner
M. No. 509325
Place: Gurugram
Date: 19 May 2026

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 19 May 2026

Standalone Statement of Cash Flows

for the year ended 31 March 2026

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit/(Loss) before tax as per statement of profit and loss from:-		
- **Continuing Operations**	(8,520.00)	(5,592.28)
- **Discontinued Operations**	20.50	95.86
Profit/(Loss) before tax including discontinued operations	**(8,499.50)**	**(5,496.42)**
Adjustments for:		
Finance costs	619.67	1,693.80
Dividend income	(49.10)	(490.00)
Interest income	(924.17)	(337.43)
Gain on disposal of property, plant and equipment	(6.53)	(15.86)
Loss on disposal of property, plant and equipment	55.19	5.58
Bad debts written off	98.13	668.99
Exceptional Items	8,415.68	611.51
Sundry balances and liabilities/provision no longer required, written back	(1,234.47)	(913.06)
Provision for expected credit loss	137.03	334.24
Provision for doubtful advances/loans	185.46	31.07
Lease concession/liabilities written back	(608.18)	(420.52)
Gain arising on financials instruments designated as at FVTPL	(1.41)	(0.18)
Depreciation and amortisation expenses	1,055.78	1,756.35
Net foreign exchange (gain)/loss	5.11	(1.48)
Transaction cost related to Right Issue	-	32.33
	(751.31)	**(2,541.08)**
Movements in working capital:		
(Increase)/decrease in trade and other receivables	1,841.52	427.85
(Increase)/decrease in inventories	1,080.71	2,238.63
(Increase)/decrease in other assets	(1,139.84)	1,507.74
Increase/(decrease) in trade and other liabilities	(327.20)	(692.77)
Increase/(decrease) in provisions	(64.53)	(15.95)
	1,390.66	**3,465.50**
Cash generated from/(used in) operations	**639.35**	**924.42**
Income taxes paid	(205.14)	(109.54)
Income tax refund	206.89	320.38
Net cash generated from/(used in) operating activities	**641.10**	**1,135.26**
Cash flows from investing activities:		
Payment to acquire financial assets	(519.98)	(500.37)
Proceeds on sale of financial assets	-	500.55
Investment in Joint Venture	-	(1,700.00)
Interest received	915.21	318.92
Investment in Subsidiary	-	(102.00)
Loan given to Subsidiary	(104.60)	(9,800.00)
Dividend income	49.10	490.00
Payments for property, plant and equipment	(442.53)	(600.46)
Proceeds from disposal of property, plant and equipment	51.88	83.84
Movement in other bank balances	0.12	(2.83)
Net cash generated from/(used in) investing activities	**(50.80)**	**(11,312.35)**

Standalone Statement of Cash Flows

for the year ended 31 March 2026

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from financing activities:		
Repayment of borrowings	-	(825.00)
Loan from Subsidiary	-	1,500.00
Repayment of loan to Subsidiary	-	(6,000.00)
Movement in short term borrowings (net)	361.43	(7,484.88)
Principal payment of lease liability	(319.80)	(519.35)
Interest on lease liability	(214.15)	(428.71)
Proceeds from issuance of equity share capital under rights issue	-	24,969.92
Transaction cost related to right issue	-	(88.25)
Dividends paid	(0.12)	(286.36)
Interest paid	(220.37)	(1,197.22)
Net Cash generated from/(used in) financing activities	**(393.01)**	**9,640.15**
Net increase/(decrease) in cash and cash equivalents:	**197.29**	**(536.94)**
Cash and cash equivalents at the beginning of the year - Continued Operations	510.20	1,060.98
Cash and cash equivalents at the beginning of the year - Discontinued Operations	13.84	-
Less: Cash and cash equivalent classified as asset held for sale	14.14	13.84
Cash and cash equivalents at the end of the year	**707.19**	**510.20**

The movement in liabilities from financing activities:

(₹ in lakh)

Particulars	As at 31 March 2025	Cashflows	Non-cashflow changes		As at 31 March 2026^
			Foreign exchange	Other	
Long term borrowings	-	-	-	-	-
Short term borrowings	1,595.56	361.43	-	-	1,956.99
Total liabilities from financing activities	**1,595.56**	**361.43**	**-**	**-**	**1956.99**

(₹ in lakh)

Particulars	As at 31 March 2024	Cashflows	Non-cashflow changes		As at 31 March 2025^
			Foreign exchange	Other	
Long term borrowings	5,325.00	(5,325.00)	-	-	-
Short term borrowings	9,080.44	(7,484.88)	-	-	1,595.56
Total liabilities from financing activities	**14,405.44**	**(12,809.88)**	**-**	**-**	**1,595.56**

^Including discontinued operations

The accompanying notes form an integral part of the standalone financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.: 301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325
Place: Gurugram
Date: 19 May 2026

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 19 May 2026

Standalone Statement of Changes in Equity

for the year ended 31 March 2026

A. EQUITY SHARE CAPITAL

Particulars	Number of shares	₹ in lakh
Issued and paid up capital		
Balance as at 1 April 2024	**7,22,96,395**	**1,445.93**
Changes in equity share capital during the year*	1,13,49,962	227.00
Balance as at 31 March 2025	**8,36,46,357**	**1,672.93**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2026	**8,36,46,357**	**1,672.93**

B. OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus				Other Comprehensive Income	Total
	Securities Premium Account	Capital Reserve	General Reserve	Retained Earnings	Actuarial gain/ (loss)	
Balance as at 1 April 2024	**3,325.92**	**10.00**	**1,125.22**	**2,729.80**	**71.28**	**7,262.22**
Profit/(Loss) for the year	-	-	-	(3,960.00)	-	(3,960.00)
Other comprehensive income for the year (net of tax)	-	-	-	-	40.49	40.49
Total comprehensive income for the year	**-**	**-**	**-**	**(3,960.00)**	**40.49**	**(3,919.51)**
Right Issue of Equity Shares (refer note 56)*	24,742.92	-	-	-	-	24,742.92
Expenses incurred on rights issue of equity shares	(55.92)	-	-	-	-	(55.92)
Dividend paid	-	-	-	(289.19)	-	(289.19)
Balance as at 31 March 2025	**28,012.92**	**10.00**	**1,125.22**	**(1,519.39)**	**111.77**	**27,740.52**
Profit/(Loss) for the year	-	-	-	(7,058.15)	-	(7,058.15)
Other comprehensive income for the year (net of tax)	-	-	-	-	(17.31)	(17.31)
Total comprehensive income for the year	**-**	**-**	**-**	**(7,058.15)**	**(17.31)**	**(7,075.46)**
Balance as at 31 March 2026	**28,012.92**	**10.00**	**1,125.22**	**(8,577.54)**	**94.46**	**20,665.06**

*The Committee of Directors (Rights Issue) at its meeting held on 18 October 2024, has inter alia considered and approved the rights issue of 1,13,49,962 fully paid-up Equity Shares of Rights issue price of ₹220 per equity share [including a premium of ₹ 218 per Equity Share] on Rights basis to the eligible equity shareholders in the ratio of 119 rights equity shares for every 758 equity shares held by the eligible equity shareholder for amount aggregating up to ₹24,969.92 lakh. Further, 1,13,49,962 equity shares were allotted by the Company on 28 November 2024.

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.: 301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325
Place: Gurugram
Date: 19 May 2026

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 19 May 2026

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

NOTE 1 CORPORATE INFORMATION

Hindware Home Innovation Limited (the 'Company') is a public limited company incorporated in India under the Companies Act 2013. The registered office of the Company is situated in Kolkata and the corporate office is in Gurugram. The Company is into the business of selling and trading of Consumer products and Retail business. The equity shares of the Company is listed at National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

These standalone financial statements were approved and authorized for issue in accordance with the resolution of the Company's Board of Directors on 19 May 2026.

NOTE 2 APPLICATION OF NEW AND REVISED INDIAN ACCOUNTING STANDARD ("IND AS")

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the standalone financial statements are authorized have been considered in preparing these standalone financial statements.

2.1 Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. 1 April 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 1 April 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. 1 April 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has provided additional disclosures about its supplier finance arrangement.

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. The Company has determined that this does not have any impact in its financial statements.

NOTE 3 MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION

3.1 Statement of compliance with Indian Accounting Standards (Ind AS)

The standalone financial statements of the Company have been prepared in accordance with Ind AS notified by the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. Accordingly, the standalone financial statements for the year ended 31 March 2026 are prepared complying applicable Ind AS.

3.2 Historical cost convention

These standalone financial statements have been prepared on a historical cost convention except where certain financial assets and liabilities have been measured at fair value.

3.3 Business combinations

Business combinations involving entities under common control are accounted for using the pooling of interest method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments required to harmonise accounting policies. Any excess or shortfall of the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

3.4 Revenue recognition

Revenue from contracts with customers is recognized on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods or services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. Revenue is recognized net of sales reductions such as discounts and sales incentives granted. This variable consideration is estimated based on the expected value of outflow.

Sale of products

Revenue from the sale of products is recognized when the Company has transferred control of the goods to the buyer and the buyer obtains the benefits from the goods, the potential cash flows and the amount of revenue (the transaction price) can be measured reliably, and it is probable that the Company will collect the consideration to which it is entitled to in exchange for the goods.

Sales-related warranties associated with the goods are integral to sales price and cannot be purchased separately, hence they serve as an assurance that the products sold comply with agreed-upon specifications. Accordingly, the Company accounts for warranties in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

Rendering of services

Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered.

Interest and dividends

Interest income and expenses are reported on an accrual basis using the effective interest method. Dividends are recognised at the time the right to receive payment is established.

3.5 Leases

The Company's lease asset classes primarily consist of leases for Land and Buildings. The Company assesses whether a contract is or contains a lease, at inception of a 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:

(i) the contract involves the use of an identified asset

(ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and

(iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. 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.

A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

3.6 Foreign currency transactions and translations

Initial recognition

The Company's standalone financial statements are presented in INR, which is also the Company's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Treatment of exchange difference

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

3.7 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale.

All other borrowing costs are expensed in the period in which they are incurred and reported in finance cost.

3.8 Employee benefits

Employee benefits include provident fund, pension fund, gratuity and compensated absences.

Defined contribution plans

The Company's contribution to provident fund and pension fund is considered as defined contribution plan and is charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employees. The Company has no legal or constructive obligation to pay contribution in addition to its fixed contribution.

Defined benefit plans

For defined benefit plans in the form of gratuity, the cost of providing benefits is determined using 'the Projected Unit Credit method', with actuarial valuations being carried out at each Balance Sheet date. Re-measurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

(b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are allowed to carried forward over a period in excess of 12 months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date out of which the obligations are expected to be settled.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

3.9 Taxation

Tax expense recognised in the statement of profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current tax

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the standalone financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement".

The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period. The MAT Credit Entitlement is disclosed under the head 'Deferred tax assets (net)'.

Deferred tax

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

Deferred tax liabilities are generally recognised in full, although Ind AS 12, Income Taxes, specifies limited exemptions.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in the statement of profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

3.10 Operating cycle

Based on the nature of products/activities of the Company and the normal time between purchase of raw materials and their realisation in cash or cash equivalents, the Company has determined its operation cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3.11 Operating expenses

Operating expenses are recognised in statement of profit or loss upon utilisation of the service or as incurred. Expenditure for warranties is recognised when the Company incurs an obligation, which is usually when the related goods are sold.

3.12 (a) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any. Property, plant and equipment are stated at their original cost including freight, duties, taxes and other incidental expenses relating to acquisition and installation.

The carrying amount of assets, including those assets that are not yet available for use, are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, recoverable amount of asset is determined. An impairment loss is recognised in the statement of profit and loss whenever the carrying amount of an asset exceeds its recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined if no impairment loss had been recognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

(b) Intangible assets

Intangible Assets are recognised, if the future economic benefits attributable to the assets are expected to flow to the Company and cost of the asset can be measured reliably. All other expenditure is expensed as incurred. The same are amortised over the expected duration of benefits. Such intangible assets are measured at cost less any accumulated amortisation and impairment losses, if any and are amortised over their respective individual estimated useful life on straight line method. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period and adjusted prospectively, if appropriate

(c) Capital work-in-progress

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment. Capital work-in-progress includes capital inventory.

3.13 Depreciation and amortisation

Depreciation is charged on a pro-rata basis on the straight line method at rates prescribed in Schedule II to the Companies Act, 2013 and is charged to the statement of profit and loss. Freehold land is not depreciated.

The estimated useful life of the items of property, plant and equipment are as follows:

Asset class	Useful life
Property, plant and equipment	
Plant and machinery	7.5 – 10 years*
Furniture and fixtures	2-10 years^
Office equipment	upto 5 years
Computer	3-6 years
Vehicles	8 years**
Intangible assets	
Software	6 years

*Moulds are parts of consumer products business of the Company, included in plant and machinery, are depreciated over a life of 10 years, which is different from life prescribed in schedule II of the Act, based on independent chartered engineer certificate

**Vehicles are being depreciated using written down value method as per life of 8 years mentioned in Schedule II of the Act

^Wooden pallets are parts of consumer products business of the Company, included in furniture and fixtures, are depreciated over a life of upto 5 years which is lesser than life prescribed in schedule II of the Act, depending on the actual use of the asset.

3.14 Impairment of property, plant and equipment and Intangible assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable and impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less costs of disposal and value in use. 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). If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost and the same is accordingly reversed in the statement of profit and loss.

3.15 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition. Cash and cash equivalent are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

3.16 Cash flow statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3.17 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Costs of inventories are determined on weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

3.18 Provisions and contingencies

A provision is recognised in the standalone financial statements where there exists a present obligation as a result of a past event, the amount of which can be reliably estimated, and it is probable that an outflow of resources would be necessitated in order to settle the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes unless the outflow of resources is considered to be remote. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

3.19 Equity, reserves and dividend payments

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Retained earnings include current and prior period retained profits. All transactions with owners of the Company are recorded separately within equity.

Dividend payable to equity shareholders are included in other liabilities when the dividends have been approved in a general meeting prior to the reporting date.

3.20 Earnings per share

Basic earnings or loss per share are 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. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings or loss 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.

3.21 Fair value measurement

The Company measures financial instruments such as investments in mutual funds, investment in certain equity shares etc. at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability at the measurement date.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

3.22 Financial instruments

I. Financial assets

a. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in 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, which are not at fair value through profit and loss, are added to fair value on initial recognition. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit and loss. However, trade receivable that do not contain a significant financing component are measured at transaction price

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

b. Subsequent measurement

(i) Financial assets carried at amortised cost

A financial asset is subsequently 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.

(ii) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income 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.

(iii) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through statement of profit and loss.

c. Impairment of financial assets

(i) The Company assesses on a forward looking basis the expected credit losses (ECL) associated with its assets measured at amortised cost and assets measured at fair value through other comprehensive income. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 40 details how the Company determines whether there has been a significant increase in credit risk.

(ii) Investments in subsidiaries, associates and joint ventures are carried at cost/deemed cost applied on transition to Ind AS, less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and an impairment provision is recognised, if required immediately to its recoverable amount, being the higher of value in use or fair value less costs to sell. On disposal of such investments, difference between the net disposal proceeds and carrying amount is recognised in the statement of profit and loss.

d. De-recognition of financial assets

A financial asset is derecognised when:

- The Company has transferred the right to receive cash flows from the financial assets or
- Retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity transfers the financial asset, it evaluates the extent to which it retains the risk and rewards of the ownership of the financial assets. If the entity transfers substantially all the risks and rewards of ownership of the financial asset, the entity shall derecognise the financial asset and recognise separately as assets or liabilities any rights and obligations created or retained in the transfer. If the entity retains substantially all the risks and rewards of ownership of the financial asset, the entity shall continue to recognise the financial asset.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of the ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial assets. Where the Company retains control of the financial assets, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

II. Financial liabilities

a. Initial recognition and subsequent measurement

All financial liabilities are recognized initially at fair value and in case of borrowings and payables, net of directly attributable cost.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments. Changes in the amortised value of liability are recorded as finance cost.

III. Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may vary from actual realization on future date.

IV. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

3.23 Derivative financial instruments

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps and cross currency swaps.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the statement of profit and loss depends on the nature of the hedging relationship and the nature of the hedged item.

3.24 Significant accounting judgements, estimates and assumptions

The preparation of the Company's standalone financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(i) Estimation of defined benefit obligation

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Material accounting policies and other explanatory information to the standalone financial statements

for the year ended 31 March 2026

(ii) Estimation of current tax and deferred tax

Management judgment is required for the calculation of provision for income - taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to adjustment to the amounts reported in the standalone financial statements.

(iii) Useful lives of depreciable assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technological obsolescence that may change the utility of certain property, plant and equipment.

(iv) Impairment of trade receivables

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is recognised based on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

(v) Fair value measurement

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date (refer note 40).

(vi) Impairment of Goodwill

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash-generating unit or groups of cash-generating units which are benefitting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes.

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

Notes

forming part of Standalone Financial Statements

NOTE 4a PROPERTY, PLANT AND EQUIPMENT

(₹ in lakh)

Description of assets	Leasehold improvements	Right of use - Building	Plant and equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Gross block								
Balance as at 01 April 2024	**936.25**	**7,148.83**	**3,775.24**	**344.32**	**2,031.29**	**680.66**	**244.74**	**15,161.33**
Additions - Continuing operations	-	1,538.05	177.13	0.31	194.87	64.07	73.41	2,047.84
Additions - Assets held for sale	-	-	-	-	-	-	-	-
Disposals/adjustment - Continuing operations	-	(2,576.03)	-	(1.61)	-	(67.44)	(110.29)	(2,755.37)
Adjustments due to Discontinued Operations	(163.52)	(884.95)	(7.75)	(63.14)	(307.89)	(88.95)	(20.51)	(1,536.71)
Balance as at 31 March 2025	**772.73**	**5,225.90**	**3,944.62**	**279.88**	**1,918.27**	**588.34**	**187.35**	**12,917.09**
Additions - Continuing operations	218.02	1,849.16	14.15	2.04	456.73	41.09	49.19	2,630.38
Additions - Assets held for sale	-	-	-	-	-	-	-	-
Disposals/adjustment - Continuing operations	(128.51)	(3,638.21)	-	-	(8.14)	(19.56)	(62.46)	(3,856.88)
Adjustments due to Discontinued Operations	-	-	-	-	-	-	-	-
Balance as at 31 March 2026	**862.24**	**3,436.85**	**3,958.77**	**281.92**	**2,366.86**	**609.87**	**174.08**	**11,690.59**
II. Accumulated depreciation								
Balance as at 01 April 2024	**755.27**	**2,832.43**	**1,579.77**	**266.85**	**1,361.54**	**546.18**	**93.35**	**7,435.39**
Depreciation charge for the year - continuing operations	38.10	719.29	384.22	30.93	412.70	97.28	46.51	1,729.03
Depreciation charge for the year - discontinued operations	-	23.32	-	-	-	-	-	23.32
Disposals/adjustment - Continuing operations	-	(1,161.10)	-	(1.26)	-	(53.70)	(65.15)	(1,281.21)
Adjustments due to Discontinued Operations	(163.52)	(591.02)	(7.75)	(63.14)	(307.89)	(87.41)	(7.72)	(1,228.45)
Balance as at 31 March 2025	**629.85**	**1,822.92**	**1,956.24**	**233.38**	**1,466.35**	**502.35**	**66.99**	**6,678.08**
Depreciation charge for the year - continuing operations	20.28	446.85	169.29	16.16	304.22	57.13	37.21	1,051.14
Depreciation charge for the year - discontinued operations	-	-	-	-	-	-	-	-
Disposals/adjustment - Continuing operations	(74.39)	(1,718.04)	-	-	(7.13)	(16.31)	(20.29)	(1,836.16)
Impairment (refer note 58)	80.50	-	1,187.42	18.62	71.56	2.64	-	1,360.74
Adjustments due to Discontinued Operations	-	-	-	-	-	-	-	-
Balance as at 31 March 2026	**656.24**	**551.73**	**3,312.95**	**268.16**	**1,835.00**	**545.81**	**83.91**	**7,253.80**
Net block (I-II)								
Balance as at 31 March 2026	**206.00**	**2,885.12**	**645.82**	**13.76**	**531.86**	**64.06**	**90.17**	**4,436.79**
Balance as at 31 March 2025	**142.88**	**3,402.98**	**1,988.38**	**46.50**	**451.92**	**85.99**	**120.36**	**6,239.01**

Notes

forming part of Standalone Financial Statements

NOTE 4b CAPITAL WORK-IN-PROGRESS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Capital work-in-progress	33.11	189.09
	33.11	**189.09**

(i) Details and Ageing of CWIP

As at 31 March 2026

(₹ in lakh)

Particulars	Amount for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Project in progress	33.11	-	-	-	**33.11**

As at 31 March 2025

(₹ in lakh)

Particulars	Amount for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Project in progress	175.20	13.89	-	-	**189.09**

(ii) The expected completion of projects whose completion is over due/delayed is as follows:

(₹ in lakh)

Particulars	As at 31 March 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Other Miscelleneous Projects	-	-	-	-	-
Total	-	-	-	-	-

(₹ in lakh)

Particulars	As at 31 March 2025				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Other Miscelleneous Projects	13.89	-	-	-	**13.89**
Total	**13.89**	-	-	-	**13.89**

There are no projects which are over-run as at 31 March 2026 as well as 31 March 2025.

NOTE 5a OTHER INTANGIBLE ASSETS

(₹ in lakh)

Description of assets	Computer software	Total
I. Gross block		
Balance as at 01 April 2024	**375.56**	**375.56**
Additions - Continuing operations	0.96	0.96
Additions - Assets held for sale	-	-
Disposals/adjustment - Continuing operations	-	-
Adjustments due to Discontinued Operations	(91.54)	(91.54)
Balance as at 31 March 2025	**284.98**	**284.98**
Additions - Continuing operations	8.40	8.40

Notes

forming part of Standalone Financial Statements

NOTE 5a OTHER INTANGIBLE ASSETS (CONTD.)

(₹ in lakh)

Description of assets	Computer software	Total
Additions - Assets held for sale	-	-
Disposals/adjustment - Continuing operations	-	-
Adjustments due to Discontinued Operations	-	-
Balance as at 31 March 2026	**293.38**	**293.38**
II. Accumulated amortisation		
Balance as at 01 April 2024	**333.13**	**333.13**
Amortisation charge for the year - continuing operations	4.00	4.00
Amortisation charge for the year - discontinued operations	-	-
Disposals/adjustment - Continuing operations	-	-
Adjustments due to Discontinued Operations	(91.54)	(91.54)
Balance as at 31 March 2025	**245.59**	**245.59**
Amortisation charge for the year - continuing operations	4.64	4.64
Amortisation charge for the year - discontinued operations	-	-
Disposals/adjustment - Continuing operations	-	-
Impairment (refer note 58)	2.31	2.31
Adjustments due to Discontinued Operations	-	-
Balance as at 31 March 2026	**252.54**	**252.54**
Net block (I-II)		
Balance as at 31 March 2026	**40.84**	**40.84**
Balance as at 31 March 2025	**39.39**	**39.39**

NOTE 5b OTHER INTANGIBLE ASSETS UNDER DEVELOPMENT

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Other intangible assets under development	-	7.60
	-	**7.60**

(i) Details and ageing of other intangible assets under development

As at 31 March 2026

(₹ in lakh)

Particulars	Amount for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	-	-	-	-	**-**

As at 31 March 2025

(₹ in lakh)

Particulars	Amount for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	-	7.60	-	-	**7.60**

Notes

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NOTE 5b OTHER INTANGIBLE ASSETS UNDER DEVELOPMENT (CONTD.)

(ii) The expected completion of projects whose completion is over due/delayed is as follows:

(₹ in lakh)

Particulars	As at 31 March 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Miscelleneous Projects	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

(₹ in lakh)

Particulars	As at 31 March 2025				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Miscelleneous Projects	7.60	-	-	-	**7.60**
Total	7.60	-	-	-	**7.60**

There are no projects which are over-run as at 31 March 2026 as well as 31 March 2025.

NOTE 6 NON-CURRENT FINANCIAL ASSETS - INVESTMENTS

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number	₹ in lakh	Number	₹ in lakh
(A) Investments carried at Amortised cost				
I) Investment in Subsidiaries				
(i) Investment in equity shares fully paid-up				
Unquoted investments (fully paid-up) (at cost)				
Evok Homes Private Limited (face value ₹ 10 each)	76,80,000	712.72	76,80,000	712.72
Less : Provision for impairment of investments		(712.72)		(712.72)
Hindware Limited (face value ₹ 2 each)	4,90,00,000	10.00	4,90,00,000	10.00
HHIL Limited (face value ₹ 2 each) (refer note 57)	50,00,000	100.00	50,00,000	100.00
(ii) Investment in equity shares partly paid-up				
Unquoted investments (partly paid-up) (at cost)				
Hindware Limited (face value ₹ 2 each, ₹ 1 paid-up)	2,00,000	2.00	2,00,000	2.00
(iii) Investment in equity component of debt instruments				
Evok Homes Private Limited		128.56		128.56
Less : Provision for impairment of Preference share		(128.56)		(128.56)
II) Investment in Joint Ventures				
(i) Investment in equity shares fully paid-up				
Hintastica Private Limited (face value ₹ 10 each)	5,48,787	7,886.34	5,48,787	7,886.34
Less : Provision for impairment of investments (refer note 58)		(4,531.36)		(611.51)
Deemed equity contribution#		0.00		30.75
Total investments		**3,466.98**		**7,417.58**

#Fair value of letter of guarantee given for the Hintastica Private Limited (refer note 28)

Notes

forming part of Standalone Financial Statements

NOTE 6 NON-CURRENT FINANCIAL ASSETS - INVESTMENTS (CONTD.)

(₹ in lakh)

Other disclosures	As at 31 March 2026	As at 31 March 2025
Aggregate amount of unquoted investments	8,839.62	8,870.37
Aggregate amount of diminution of investments	5,372.64	1,452.79

NOTE 7 NON-CURRENT FINANCIAL ASSETS - LOANS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good, unless stated otherwise)		
Loans to related parties (refer note 47)	9,931.80	9,922.62
Less: Provision for Preference loan component	(131.80)	(122.62)
	9,800.00	**9,800.00**

NOTE 8 NON-CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good)		
Security deposits	152.89	247.10
	152.89	**247.10**

NOTE 9 OTHER NON-CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good)		
Capital advances	25.02	123.00
Balances with government authorities*	16.02	15.89
	41.04	**138.89**

*Deposits against demand under dispute/legal case

NOTE 10 INVENTORIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(At cost or net realisable value, whichever is lower)		
Stock-in-trade	7,311.17	8,930.41
Packing material	129.76	125.85
	7,440.93	**9,056.26**

Refer note 25 for information on inventory hypothecated as security by the Company.

Refer note 58 for Impairment of inventory for discontinued product categories.

Notes

forming part of Standalone Financial Statements

NOTE 11 CURRENT INVESTMENTS

(₹ in lakh)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Units	Amount	Units	Amount
Investments carried at fair value through profit and loss (FVTPL)				
Investments in mutual fund - Quoted				
Axis Overnight Fund Direct Growth	36,570	521.39	-	-
		521.39		**-**
Other disclosures				
Aggregate book value of quoted investments		521.39		-
Aggregate amount of market value of quoted investments		521.39		-

NOTE 12 TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Trade Receivables considered good - Secured	149.67	224.78
(ii) Trade Receivables considered good - Unsecured*	4,653.79	8,855.15
(iii) Trade Receivables - credit impaired	4,684.07	2,409.42
Total	**9,487.53**	**11,489.35**
Less: Provision for expected credit loss	4,684.07	2,409.42
	4,803.46	**9,079.93**

*including of Evok Homes Private Limited ₹ 25.51 lakh (previous year ₹ 25.51 lakh), AGI Greenpac Limited ₹ 1.38 lakh (previous year ₹ 0.32 lakh), Hindware Limited ₹ 16.46 lakh (previous year Nil)

As at 31 March 2026

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not due	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	1,305.68	2,823.06	371.89	231.87	3.03	-	4,735.53
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	539.21	467.31	652.72	1,659.24
(iv) Disputed Trade Receivables– considered good	-	0.34	67.59	-	-	-	67.93
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	331.57	346.69	2,346.57	3,024.83
Total	**1,305.68**	**2,823.40**	**439.48**	**1,102.65**	**817.03**	**2,999.29**	**9,487.53**
Total Provision (iii+vi)	**-**	**-**	**-**	**870.78**	**814.00**	**2,999.29**	**4,684.07**

Notes

forming part of Standalone Financial Statements

NOTE 12 TRADE RECEIVABLES (CONTD.)

As at 31 March 2025

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not due	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	2,504.87	3,656.81	760.26	494.74	531.72	-	7,948.40
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	54.67	172.80	350.99	578.46
(iv) Disputed Trade Receivables– considered good	-	0.08	212.11	306.61	612.73	-	1,131.53
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	34.07	204.24	1,592.65	1,830.96
Total	**2,504.87**	**3,656.89**	**972.37**	**890.09**	**1,521.49**	**1,943.64**	**11,489.35**
Total Provision (iii+vi)	**-**	**-**	**-**	**88.74**	**377.04**	**1,943.64**	**2,409.42**

Movement in the allowance for provision for expected credit loss

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	**2,409.42**	**2,604.04**
Expected credit losses provided for during the year (refer note 38)	136.74	277.70
Expected credit losses provided as exceptional items during the year (refer note 58)	2,497.49	-
Amounts written back/written off during the year	(359.58)	-
Less:- Amount pertaining to discontinued business included in opening	(0.00)	(472.32)
	4,684.07	**2,409.42**

Trade receivables are hypothecated against the borrowings obtained by the Company as referred in note 25

NOTE 13 CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks	678.23	488.44
Remittance in transit	28.96	21.76
	707.19	**510.20**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

Notes

forming part of Standalone Financial Statements

NOTE 14 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Earmarked balances with banks		
Unpaid dividends accounts*	13.29	13.42
	13.29	**13.42**

*Not due for deposit in investor education and protection fund

NOTE 15 CURRENT FINANCIAL ASSETS - LOANS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good, unless stated otherwise)		
Loan to related party (refer note 47)	104.60	-
Less: Provision for impairment of loan to related party	(104.60)	-
	-	**-**

NOTE 16 CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good)		
Other financial assets		
Other receivable*	249.65	400.93
Less: Provision for impairment of other receivables	(1.66)	-
	247.99	**400.93**

*Includes receivable from Hintastica Private Limited ₹247.88 lakh (previous year ₹400.70 lakh), Evok Homes Private Limited Nil (previous year ₹0.23 lakh)

NOTE 17 OTHER CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good, unless stated otherwise)		
Prepaid expenses	75.21	109.95
Balances with government authorities	957.11	981.43
Others		
- Advance to suppliers	1,357.40	208.92
Considered doubtful	137.72	56.87
Less: Provision for doubtful advances against supplies	(137.72)	(56.87)
- Employee advances	5.24	6.39
- Other current assets*	417.49	464.60
	2,812.45	**1,771.29**

*includes receivable from HHIL Limited Nil (previous year ₹ 9.00 lakh)

Notes
forming part of Standalone Financial Statements

NOTE 18 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	(₹ in lakh)	No. of shares	(₹ in lakh)
Authorised:				
Equity shares of ₹ 2 each	15,00,00,000	3,000.00	15,00,00,000	3,000.00
Issued:				
Equity shares of ₹ 2 each	8,36,46,357	1,672.93	8,36,46,357	1,672.93
Subscribed and fully paid:				
Equity shares of ₹ 2 each	8,36,46,357	1,672.93	8,36,46,357	1,672.93
	8,36,46,357	**1,672.93**	**8,36,46,357**	**1,672.93**

(a) Reconciliation of share outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number	(₹ in lakh)	Number	(₹ in lakh)
Equity shares outstanding at the beginning of the year	8,36,46,357	1,672.93	7,22,96,395	1,445.93
Add: Issue of shares during the year (refer note 56)	-	-	1,13,49,962	227.00
Equity shares outstanding at the end of the year	**8,36,46,357**	**1,672.93**	**8,36,46,357**	**1,672.93**

(b) Statement of changes in promoters stake

Shares held by promoters^ at the end of the year

S. No.	Promoter name	As at 31 March 2026		As at 31 March 2025		% Change during the year
		No. of shares	% of holding	No. of shares	% of holding	
1	Sandip Somany	73,21,210	8.75%	73,21,210	8.75%	0.00%
2	Sumita Somany	1,90,735	0.23%	1,90,735	0.23%	0.00%
3	Divya Somany	1,74,047	0.21%	1,74,047	0.21%	0.00%
4	Sandip Somany HUF	1,13,531	0.14%	1,13,531	0.14%	0.00%
5	Shashvat Somany	90,325	0.11%	90,325	0.11%	0.00%
6	Somany Impresa Limited	3,62,27,771	43.31%	3,62,27,771	43.31%	0.00%
7	Matterhorn Trust	119	0.00%	119	0.00%	0.00%
Total		**4,41,17,738**	**52.74%**	**4,41,17,738**	**52.74%**	

^Promoter here means promoter as defined in the Companies Act, 2013.

(c) Terms and rights attached to equity shares

The Company has issued only one class of equity shares having par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after settling of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes
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NOTE 18 EQUITY SHARE CAPITAL (CONTD.)

(d) List of shareholders holding more than 5% of the equity share capital of the Company as at:*

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% of holding	No. of shares	% of holding
Somany Impresa Limited	3,62,27,771	43.31%	3,62,27,771	43.31%
Sandip Somany	73,21,210	8.75%	73,21,210	8.75%

*Information is furnished as per shareholder register as at the year end.

(e) There are no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and bought back during the last 5 years.

NOTE 19 OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus				Other Comprehensive Income	Total
	Securities premium account	Capital reserve	General reserve	Retained earnings	Actuarial gain/ (loss)	
Balance as at 01 April 2024	**3,325.92**	**10.00**	**1,125.22**	**2,729.80**	**71.28**	**7,262.22**
Profit for the year	-	-	-	(3,960.00)	-	(3,960.00)
Other comprehensive income for the year (net of tax)	-	-	-	-	40.49	40.49
Total comprehensive income for the year	**-**	**-**	**-**	**(3,960.00)**	**40.49**	**(3,919.51)**
Right Issue of Equity Shares (refer note 56)	24,742.92	-	-	-	-	24,742.92
Expenses incurred on rights issue of equity shares (refer note 56)	(55.92)	-	-	-	-	(55.92)
Dividend paid	-	-	-	(289.19)	-	(289.19)
Balance as at 31 March 2025	**28,012.92**	**10.00**	**1,125.22**	**(1,519.39)**	**111.77**	**27,740.52**
Profit for the year	-	-	-	(7,058.15)	-	(7,058.15)
Other comprehensive income for the year (net of tax)	-	-	-	-	(17.31)	(17.31)
Total comprehensive income for the year	**-**	**-**	**-**	**(7,058.15)**	**(17.31)**	**(7,075.46)**
Balance as at 31 March 2026	**28,012.92**	**10.00**	**1,125.22**	**(8,577.54)**	**94.46**	**20,665.06**

Nature and purpose of other reserves:

1. Capital reserve is created on cancellation of equity shares consequent to the Scheme of Arrangement approved by the National Company Law Tribunal.
2. Securities premium account is used to record the premium on issue of shares. The same is utilised in accordance with the provisions of the Act.
3. General reserves was created by transferring certain amount out of profits at the time of distribution of dividend in the past.

Notes

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NOTE 20 NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Lease liabilities (refer note 49)	2,556.60	3,439.48
	2,556.60	**3,439.48**

NOTE 21 NON-CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Trade deposits	271.93	346.02
	271.93	**346.02**

NOTE 22 NON-CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Long-term employee benefits		
Provision for compensated absences (refer note 41)	116.09	152.07
Provision for long service award	10.05	10.02
	126.14	**162.09**

NOTE 23 DEFERRED TAX ASSETS (NET)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax asset arising on account of		
Business losses	2,888.92	2,706.08
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	1,126.97	811.27
Expected credit loss/impairment of financial assets	1,762.06	1,062.68
Provision for employee benefits	51.07	37.37
MAT credit entitlement	175.48	175.48
Others	558.26	319.51
	6,562.76	**5,112.39**
Deferred tax liabilities	-	-
Deferred tax assets (net)	**6,562.76**	**5,112.39**

Notes

forming part of Standalone Financial Statements

NOTE 23 DEFERRED TAX ASSETS (NET) (CONTD.)

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2025	Recognised in statement of profit and loss*	Recognised in other comprehensive income*	As at 31 March 2026
Deferred tax asset arising on account of				
Business losses	2,706.08	182.84	-	2,888.92
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	811.27	315.70	-	1,126.97
Expected credit loss/impairment of financial assets	1,062.68	699.38	-	1,762.06
Provision for employee benefits	37.37	4.40	9.30	51.07
Others	319.51	238.75	-	558.26
Sub-total	**4,936.91**	**1,441.07**	**9.30**	**6,387.28**
Net deferred tax assets	**4,936.91**	**1,441.07**	**9.30**	**6,387.28**

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2024	Recognised in statement of profit and loss*	Recognised in other comprehensive income*	As at 31 March 2025
Deferred tax asset arising on account of				
Business losses	969.97	1,736.11	-	2,706.08
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	778.68	32.59	-	811.27
Expected credit loss/impairment of financial assets	1,178.13	(115.45)	-	1,062.68
Provision for employee benefits	55.86	3.26	(21.75)	37.37
Others	452.65	(133.14)	-	319.51
Sub-total	**3,435.29**	**1,523.37**	**(21.75)**	**4,936.91**
Net deferred tax assets	**3,435.29**	**1,523.37**	**(21.75)**	**4,936.91**

*including discontinued operations

The Company has deferred tax assets ("DTA") comprising of deductible temporary differences, brought forward losses and unabsorbed depreciation under tax laws. The management has reasonable certainity and is confident about the realisation of DTA, therefore DTA has been recognised to the extent it is considered probable that future taxable profits will be available.

Notes
forming part of Standalone Financial Statements

NOTE 23 DEFERRED TAX ASSETS (NET) (CONTD.)

MAT credit movement

(₹ in lakh)

Particulars	Amount
MAT credit entitlement as on 01 April 2024	**175.48**
MAT credit recognised	-
MAT credit adjustment/reversal	-
MAT credit utilization	-
MAT credit entitlement as on 31 March 2025	**175.48**
MAT credit recognised	-
MAT credit adjustment/reversal	-
MAT credit utilization	-
MAT credit entitlement as on 31 March 2026	**175.48**

NOTE 24 OTHER NON-CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Employee related payables	88.01	74.18
	88.01	**74.18**

NOTE 25 CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Secured borrowings		
From banks		
Cash credit - loans repayable on demand	38.57	-
Working capital demand loan	1,915.26	820.49
	1,953.83	**820.49**
Current maturities of long-term borrowings	-	-
	1,953.83	**820.49**

Short term loan facilities:

a) The interest rate for the above short term borrowings ranges from REPO + 187 BPS to 1 month MCLR.

b) Working capital and Cash credit facilities are secured by hypothecation of inventories, finished, semi-finished goods and receivables of the Company. The Working capital facilities and Cash credit facilities are repayable on demand.

Notes

forming part of Standalone Financial Statements

c) The Company has been sanctioned a working capital limit in excess of ₹ 5 crore, in aggregate, at points of time during the year, from bank on the basis of security of current assets. The quarterly returns/statements filed by the Company with the bank, are generally in agreement with the books of accounts other than those as set out below :

(₹ in lakh)

Name of the Bank/financial institution	Working capital/ Cash credit limit sanctioned	Nature of current assets offered as security	Quarter ended	Amount disclosed as per Stock Statement	Amount as per books of accounts	Differences	Remarks if any
Standard Chartered Bank, The Hongkong and Shanghai Banking Corporation Limited, HDFC Bank Limited, Axis Bank Limited and The Federal Bank Limited.	26,900	Stock, trade receivables, advance to suppliers	30 June 2025	13,420	10,085	3,335	Difference inter-alia arise on factors, like: i. Regrouping/reclassification of ledger heads; ii. Line items on the date of submission of stock statement of each calendar month are subject to reconciliation's and adjustments thereon; iii. Regrouping, settlements of sales schemes items in ledger, not considered for purpose of calculation in Stock Statement iv. Information to the banks are provided based on provisional numbers.
			30 September 2025	9,081	8,921	160	
			31 December 2025	9,554	9,551	3	
			31 March 2026	8,368	8,526	(158)	

NOTE 26 CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Lease liabilities (refer note 49)	448.97	536.74
	448.97	**536.74**

NOTE 27 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
- Dues to micro and small enterprises	2,258.51	1,550.83
- Dues to other than micro and small enterprises	2,652.80	4,122.13
	4,911.31	**5,672.96**

As at 31 March 2026

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i Micro and small enterprises**	53.41	2,058.38	74.07	25.62	20.52	26.51	2,258.51
ii Others	920.68	1,605.15	105.87	4.19	14.47	2.44	2,652.80
iii Disputed-MSME	-	-	-	-	-	-	-
iv Disputed-Others	-	-	-	-	-	-	-
Total							**4,911.31**

Notes

forming part of Standalone Financial Statements

NOTE 27 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES (CONTD.)

As at 31 March 2025

(₹ in lakh)

Particulars		Outstanding for following period from due date of payment						Total
		Unbilled	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i	Micro and small enterprises**	71.80	1,207.61	192.70	42.80	23.11	12.81	1,550.83
ii	Others	231.76	3,802.26	51.17	22.43	9.62	4.89	4,122.13
iii	Disputed-MSME	-	-	-	-	-	-	-
iv	Disputed-Others	-	-	-	-	-	-	-
	Total							**5,672.96**

**As per supply terms

Disclosure under MSME Act, 2006 (as certified by the management)

Dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006 to the extent identified and information available with the Company pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006.

(₹ in lakh)

Particulars	As at 31 March 2026^	As at 31 March 2025^
Principal amount overdue and remaining unpaid to any supplier*	1,405.16	718.38
Interest due thereon remaining unpaid to any supplier	17.58	19.20
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the year	166.05	458.56
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	162.14	278.03
Interest accrued and remaining unpaid	406.75	393.07

*Includes dues of Micro and Small Enterprises included within other financial liabilities.

^Including discontinued operations.

NOTE 28 CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Interest accrued but not due on borrowings	7.54	2.13
Unclaimed dividend ^	13.29	13.42
Security deposits/Retention money	15.97	2.47
Others		
Employee related payables	810.39	1,004.38
Towards capital creditors	275.46	189.93
Financial obligation towards letter of guarantee (refer note 6)	0.00	30.75
Gratuity payable (net of obligation)	124.63	8.16
Other payables#	5,001.43	5,467.58
	6,248.71	**6,718.82**

^Not due for deposit in Investors Education and Protection Fund

#Including of Hindware Limited of ₹114.03 lakh (previous year ₹139.11 lakh), AGI Greenpac Limited of ₹19.16 lakh (previous year ₹3.81 lakh)

Notes

forming part of Standalone Financial Statements

NOTE 29 OTHER CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Advances received from customers	641.32	194.67
Payable towards statutory dues	890.03	1,082.73
Other payable	17.65	10.66
	1,549.00	**1,288.06**

NOTE 30 CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Provision for compensated absences (refer note 41)	3.44	17.11
Provision for Long service award	1.37	1.26
Provision for warranty	284.81	284.81
	289.62	**303.18**
Movement in the warranty provisions		
Balance as at the beginning of year	284.81	284.81
Additional provisions recognised (included in Other expenses)	-	-
Balance as at the end of year	**284.81**	**284.81**

Warranty claims:

The provision for warranty claims represent the present value of best estimate of the future outflow of economic benefits that will be required under the Company obligations for warranties under the local sale of goods. The estimate has been made based on historical warranty trends and may vary as a result of new materials, services or other events. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on warranty period of certain products up to 2 years.

NOTE 31 REVENUE FROM OPERATIONS

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
i) Revenue from operations		
Sale of goods	30,194.70	34,641.49
Revenue from rendering of services	104.17	10.70
Other operating revenue @	1,403.42	582.86
	31,702.29	**35,235.05**
Segment wise revenue information		
Consumer products	31,806.97	35,653.50
Total	**31,806.97**	**35,653.50**
Less:- Revenue from discontinued operations	(104.68)	(418.45)
Total revenue from operations	**31,702.29**	**35,235.05**

Notes

forming part of Standalone Financial Statements

NOTE 31 REVENUE FROM OPERATIONS (CONTD.)

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
ii) Unsatisfied Performance Obligation		
Aggregated amount of Transaction Price allocated to the contracts that are fully or partially unsatisfied at the end of the reporting period		
Sale of goods	641.32	194.67
iii) Reconciliation of contract price vis a vis revenue recognised in profit and loss statement is as follows:-		
Contract Price		
a) Sale of goods	36,708.31	42,438.61
b) Revenue from rendering of services	104.17	10.70
c) Other operating revenue	1,403.42	582.86
Adjustment:-		
Discount/Rebate	6,513.61	7,797.12
Revenue recognised in the statement of profit and loss account	**31,702.29**	**35,235.05**
@ Other operating revenues comprise of:		
Sundry balances and liabilities no longer required, written back	1,173.21	424.63
Insurance claims received	208.75	151.15
Miscellaneous receipts	21.46	7.08
	1,403.42	**582.86**

NOTE 32 OTHER INCOME

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on financial assets	924.17	337.01
Rental income	103.29	126.44
Profit on current investments (net)	1.41	0.18
Profit on sale of property, plant and equipment	6.53	13.30
Management fee	797.12	816.24
Dividend income	49.10	490.00
Miscellaneous income	824.73	527.79
Gain on foreign exchange fluctuations	12.25	27.51
	2,718.60	**2,338.47**

NOTE 33 PURCHASES OF STOCK-IN-TRADE

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Consumer appliances and others	17,533.81	21,079.19
	17,533.81	**21,079.19**

Notes

forming part of Standalone Financial Statements

NOTE 34 CHANGES IN INVENTORIES OF STOCK-IN-TRADE

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventories at the end of the year:		
Stock-in-trade	7,311.17	8,930.41
Adjustment on account of discontinued operations-Stock-in-trade	-	-
	7,311.17	**8,930.41**
Inventories at the beginning of the year:		
Stock-in-trade	8,930.41	11,159.45
Adjustment on account of discontinued operations-Stock-in-trade	-	(288.73)
	8,930.41	**10,870.72**
Less: Provision for discontinued product categories (refer note 58)	566.96	-
Changes in inventories of stock-in-trade	**1,052.28**	**1,940.31**

NOTE 35 EMPLOYEE BENEFITS EXPENSE

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages and bonus	4,333.45	4,995.70
Contribution to provident funds and other funds	236.60	259.99
Staff welfare expenses	371.32	455.56
	4,941.37	**5,711.25**

NOTE 36 FINANCE COSTS

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on financial liabilities	357.30	1,080.27
Interest on lease liability (refer note 49)	214.15	425.09
Other finance cost	17.97	19.56
	589.42	**1,524.92**

NOTE 37 DEPRECIATION AND AMORTISATION

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation and amortisation of property, plant and equipments (refer note 4a)	604.29	1,009.74
Amortisation of other intangible assets (refer note 5a)	4.64	4.00
Depreciation on right of use - building (refer note 4a)	446.85	719.29
	1,055.78	**1,733.03**

Notes

forming part of Standalone Financial Statements

NOTE 38 OTHER EXPENSES

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Power and fuel	11.09	17.52
Consumption of packing material	348.05	229.37
Repairs and maintenance:		
Others	114.50	100.92
Rent (including lease rental)	477.93	39.81
Rates and taxes	8.15	2.65
Directors sitting fees	16.95	29.65
Insurance	244.23	211.91
Travelling and conveyance	544.43	676.00
Advertisement and publicity	2,109.83	2,240.90
Transportation and forwarding	2,724.01	3,390.01
Sales promotion expenses*	173.50	435.06
Other selling expenses	394.29	427.19
Provision for expected credit loss (refer note 12)	136.74	277.70
Provision for doubtful advances/debts	80.85	25.36
Bad debts written off**	42.18	668.99
Loss on sale of property, plant and equipment	55.19	5.58
Provision for impairment of loans and other receivables	115.44	-
Management Fees	849.72	749.46
Legal and professional expenses	427.43	470.76
Miscellaneous expenses	478.04	566.75
	9,352.55	**10,565.59**

*Including of warranty expenses

**Net of withdrawal from provision for expected credit loss ₹359.58 lakh (previous year nil) (refer note 12)

NOTE 39 CURRENT TAX AND DEFERRED TAX

(a) Income tax expense through profit and loss

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax:		
Current income tax charge (including Minimum alternate tax) from continuing operations	-	-
Current income tax charge (including Minimum alternate tax) from discontinued operations	-	-
MAT credit (entitlement)/adjustment	-	-
Earlier year income tax	(0.28)	(13.05)
	(0.28)	**(13.05)**
Deferred tax:		
In respect of current year origination and reversal of temporary differences from continuing operations	(1,448.23)	(1,556.87)
In respect of current year origination and reversal of temporary differences from discontinued operations	7.16	33.50
Total tax expense recognised in profit and loss account	**(1,441.35)**	**(1,536.42)**

Notes

forming part of Standalone Financial Statements

NOTE 39 CURRENT TAX AND DEFERRED TAX(CONTD.)

(b) Income tax on other comprehensive income

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Deferred Tax		
Re-measurement of defined benefit obligations - continuing operations	9.30	(21.75)
Re-measurement of defined benefit obligations - discontinued operations	-	-
	9.30	**(21.75)**

(c) Numerical reconciliation between average effective tax rate and applicable tax rate :

The major components of tax expense and the reconciliation of the expected tax expense based on the domestic effective tax rate of the Company at 34.944% (31 March 2025: 34.944%) and the reported tax expense in the statement of profit and loss are as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit/(Loss) before tax from continuing operations	**(8,520.00)**	**(5,592.28)**
Profit/(Loss) before tax from discontinued operations	**20.50**	**95.86**
Domestic tax rate for the Company	34.944%	34.944%
Income tax of the Company at given tax rate	(2,970.06)	(1,920.67)
Tax effect of :		
- Non-deductible expenses	62.80	108.86
Deferred tax assest not recognised on impairment loss on investment in HPL	1,369.76	213.69
Earlier year income tax	(0.28)	(13.05)
Others	96.43	74.75
Income-tax recognised in statement of profit and loss	**(1,441.35)**	**(1,536.42)**

(d) Income tax assets/(liabilities) (net)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Income tax assets/(liabilities) (net)	194.90	195.99
	194.90	**195.99**

(e) There is no change in statutory enacted income-tax rate during the financial year.

NOTE 40 FINANCIAL INSTRUMENTS AND RISK REVIEW

Capital management

The Company manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balance. The capital structure consists of debt which includes the borrowings as disclosed in note 25 and net off cash and cash equivalents as disclosed in note 13 and equity attributable to equity holders of the Company, comprising issued share capital, reserves and retained earnings as disclosed in the Statement of changes in equity. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the Company attributable to equity holders of the Company. The Company is not subject to externally imposed capital requirements. The Board reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Audit Committee and the Board of Directors.

Notes

forming part of Standalone Financial Statements

NOTE 40 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

The following table summarises the capital of the Company

(₹ in lakh)

Particulars	Notes	As at 31 March 2026	As at 31 March 2025
Equity	18, 19	22,337.99	29,413.45
Liquid assets (cash and cash equivalent and current investments) (a)*	11, 13	1,228.58	510.20
Current borrowings*	25	1,953.83	820.49
Non-current borrowings*		-	-
Current maturities of non current borrowings*	25	-	-
Total debt (b)		**1,953.83**	**820.49**
Net debt [c = (b) - (a)]		**725.25**	**310.29**
Total capital (equity+net debt)		**23,063.24**	**29,723.74**
Gearing ratio			
Debt to equity		9%	3%
Net debt to equity ratio		3%	1%

Categories of financial instruments

Categories of financial assets/(liabilities)

(₹ in lakh)

Particulars	Notes	As at 31 March 2026			As at 31 March 2025		
		Carrying value	Gain/(loss) to income	Gain/(loss) to equity	Carrying value	Gain/(loss) to income	Gain/(loss) to equity
Trade receivable	12	4,803.46	-	-	9,079.93	-	-
Loans	7	9,800.00	-	-	9,800.00	-	-
Other financial assets	8, 16	400.88	-	-	648.03	-	-
Cash and bank balances	13, 14	720.48	-	-	523.62	-	-
Investments	6, 11	3,988.37	1.41	-	7,386.83	-	-
Financial assets		**19,713.19**	**1.41**	**-**	**27,438.41**	**-**	**-**
Deemed equity contribution towards letter of guarantee	6	0.00	-	-	30.75	-	-
Total financial assets		**19,713.19**	**1.41**	**-**	**27,469.16**	**-**	**-**
Financial liabilities							
Financial liabilities measured at amortised cost							
Current payables	25, 26, 27, 28	13,562.82	-	-	13,749.01	-	-
Non-current payables	20, 21	2,828.53	-	-	3,785.50	-	-
Financial liabilities measured at amortised cost		**16,391.35**	**-**	**-**	**17,534.51**	**-**	**-**

*excluding discontinued operations

Financial risk management objective

The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The Company is not engaged in speculative treasury activities but seeks to manage risk and optimise interest and commodity pricing through proven financial instruments.

The use of any derivative is approved by the management, which provide guidelines on the acceptable levels of interest rate risk, credit risk, foreign exchange risk and liquidity risk and the range of hedging requirement against these risks.

Notes

forming part of Standalone Financial Statements

NOTE 40 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to financial loss. The Company is exposed to credit risk for receivables, cash and cash equivalents, short term investments, financial guarantee and derivative financial instruments.

Cash and cash equivalents and short term investments

The Company considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. Generally the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant deposit balances other than those required for its day to day operations.

Trade receivables

The Company extends credits to customer in normal course of the business. The Company considers the factors such as credit track record in the market of each customer and past dealings for extension of credit to the customer. The Company monitors the payment track record of each customer and outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located at several jurisdiction and industries and operate in large independent markets. The Company also takes advances and security deposits from customers which mitigate the credit risk to an extent.

The average credit period taken on sales of goods is 30 to 90 days. Generally, no interest has been charged on the receivables. Allowances against doubtful debts are recognised against trade receivables based on estimated irrecoverable amounts determined by reference to past default experience of the counterparty and an analysis of the counterparty's current financial position.

Before accepting any new customer, the Company uses an internal credit system to assess the potential customer's credit quality and defines credit limits by customer. Limits attributed to customers are reviewed periodically. There is one customer who represent more than 10 per cent of total net revenue from operations.

Expected credit loss

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

Ageing	Expected credit loss (%)
Not due for payment	0
Up to 6 months	0
From 6 months to 1 year	0
From 1 year to 3 years	10 to 100
More than 3 years	100

Ageing of past due trade receivables

(₹ in lakh)

Period	As at 31 March 2026	As at 31 March 2025
Not due for payment	1,305.68	2,504.87
Up to 6 months	2,823.40	3,656.89
From 6 months to 1 year	439.48	972.37
From 1 year to 3 years	1,919.68	2,411.58
More than 3 years	2,999.29	1,943.64

Notes

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NOTE 40 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Ageing of impaired trade receivables

(₹ in lakh)

Period	As at 31 March 2026	As at 31 March 2025
Up to 6 months*	-	-
From 6 months to 1 year*	-	-
From 1 year to 3 years	1,684.78	465.78
More than 3 years	2,999.29	1,943.64

*Based upon lifetime expected credit loss

Liquidity risk

Liquidity risk reflects the risk that the Company will have insufficient resources to meet its financial liabilities as they fall due.

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities so that it does not breach borrowing limits.

The table below provides undiscounted cash flows towards non-derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet date to the contractual maturity date and, where applicable, their effective interest rates.

(₹ in lakh)

Particulars	As at 31 March 2026				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - loans	25	1,953.83	-	-	1,953.83
Current payables	26, 27, 28	11,846.22	-	-	11,846.22
Non-current payables	20, 21	-	2,618.74	792.46	3,411.20
Total		**13,800.05**	**2,618.74**	**792.46**	**17,211.25**

(₹ in lakh)

Particulars	As at 31 March 2025				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - loans	25	820.49	-	-	820.49
Current payables	26, 27, 28	13,253.14	-	-	13,253.14
Non-current payables	20, 21	-	3,525.93	1,113.68	4,639.61
Total		**14,073.63**	**3,525.93**	**1,113.68**	**18,713.24**

Notes

forming part of Standalone Financial Statements

NOTE 40 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Market risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk, including:

Forward foreign exchange contract to hedge the exchange rate risk arising on the export of its products.

Currency risk

The Company undertakes various transactions denominated in foreign currencies, consequently, exposure to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts.

The Company transacts business primarily in Indian Rupee, USD, EUR. The Company has foreign currency payables and receivables and is therefore, exposed to foreign exchange risk. 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 adopted a policy of selective hedging based on risk perception of the management.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(in lakh)

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Receivables	USD	-	0.74
Payables	USD	1.53	2.32
	EUR	0.00	0.00

(in ₹)

Currency rate	As at 31 March 2026	As at 31 March 2025
USD	94.6543	85.5814
EUR	109.0064	92.3246

Of the above foreign currency exposures, following exposures are not hedged:

(in lakh)

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Receivables	USD	-	0.74
Payables	USD	1.53	2.32
	EUR	0.00	0.00

Notes

forming part of Standalone Financial Statements

NOTE 40 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Sensitivity analysis

The following table demonstrates the sensitivity of profit and equity in USD and EUR to the Indian Rupee with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities is given below:

(₹ in lakh)

Currency	Change in currency exchange rate	Effect on profit before tax 31 March 2026	Effect on profit before tax 31 March 2025
USD	5%	(7.23)	(6.76)
	-5%	7.23	6.76
EUR	5%	(0.00)	(0.00)
	-5%	0.00	0.00

This is mainly attributable to the exposure outstanding on foreign currency receivables and payables in the Company at the end of each reporting period.

Interest rate risk

The Company's exposure to the risk of changes in market interest rates relates primarily to long term debts. Its objective in managing its interest rate risk is to ensure that it always maintain sufficient head room to cover interest payment from anticipated cash flows which is regularly reviewed by the board/nominated committee as well.

The following table demonstrates the sensitivity in the interest rate with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the interest rates is given below :

(₹ in lakh)

Particulars	Change in interest rate	Effect on profit before tax 31 March 2026	Effect on profit before tax 31 March 2025
Long term borrowings	+0.5%	-	-
	-0.5%	-	-

Commodity risk

The Company is exposed to the movement in the price of traded goods in the domestic and international markets. The Company has in place policies to manage exposure of fluctuation in the prices of traded goods. The Company enter into contracts for procurement traded goods, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

Fair valuation techniques and inputs used

(₹ in lakh)

Financial assets	Fair value		Fair value hierarchy	Valuation technique and key input
	As at 31 March 2026	As at 31 March 2025		
Deemed equity contribution towards letter of guarantee	0.00	30.75	3	Option pricing method of income approach

Notes

forming part of Standalone Financial Statements

NOTE 41 EMPLOYEE BENEFITS

A. Defined contribution plan

The Company operates defined contribution retirement benefit plans for all employees. The Provident Fund contributions are made to Regional Provident Fund, the Company has no further obligations beyond its monthly contributions.

The Company's contribution to Provident Fund and Superannuation Fund aggregating to ₹ 168.42 lakh (previous year ₹ 197.76 lakh) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

B. Defined benefit plans

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per The Code on Social Security, 2020 or the Company Scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity Scheme administered by the Birla Sun Life Insurance Company Limited.

Details of the Company's defined benefit plans are as follows:

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2026	31 March 2025
Current service cost	66.32	54.69
Net interest expense/(income)	(0.76)	(0.47)
Past service cost (refer note 58)	53.30	-
Components of defined benefit costs recognised in profit and loss	**118.86**	**54.22**
Net actuarial (gain)/loss	17.45	(57.83)
Expected return on plan assets excluding interest income	9.16	(4.41)
Components of defined benefit costs recognised in other comprehensive income	**26.61**	**(62.24)**
I. Net asset/(liability) recognised in the balance sheet as at 31 March		
1. Present value of defined benefit obligation	341.68	224.51
2. Fair value of plan assets	217.06	216.35
3. Deficit	124.62	8.16
4. Current portion of the above	124.62	8.16
II. Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	224.51	279.06
2. Expenses recognised in the statements of profit and loss		
- Current service cost	66.32	54.69
- Interest expense	16.07	16.95
- Past service cost (refer note 58)	53.30	-
3. Recognised in other comprehensive income		
Remeasurement (gains)/losses		
- Actuarial (gain)/loss arising from experience adjustments	53.98	(59.29)
- Actuarial (gain)/loss arising from financial assumption	(36.54)	1.46
- Actuarial (gain)/loss arising from demographic assumption	-	-
4. Benefit payments	(35.96)	(68.36)
Present value of defined benefit obligation at the end of the year	**341.68**	**224.51**

NOTE 41 EMPLOYEE BENEFITS (CONTD.)

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2026	31 March 2025
III. Change in fair value of assets		
1. Fair value of plan assets at the beginning of the year	216.35	251.63
2. Recognised in the statement of profit and loss		
- Expected return on plan assets	16.83	17.42
3. Recognised in other comprehensive income		
- Actual return on plan assets in excess of the expected return	(9.16)	4.41
4. Contributions by employer (including benefit payments recoverable)	29.00	11.25
5. Benefit payments	(35.96)	(68.36)
Fair value of plan assets at the end of the year	**217.06**	**216.35**

IV. The major categories of plan assets

The Company made annual contribution to the Birla Sun Life Insurance Company Limited ('BSL') of an amount advised by the BSL. The Company was informed by BSL that the planned assets are held in growth/fixed interest bonds.

V. Actuarial assumptions

Particulars	As at 31 March 2026	As at 31 March 2025
1. Discount rate	7.78%	6.92%
2. Expected rate of increase in compensation level	6.50%	6.50%
3. Expected rate of return on plan assets	7.78%	6.92%
4. Attrition rate	1.00%	1.00%
5. Mortality table	IIAM 2012-2015 Ultimate	IIAM 2012-2015
6. Superannuation age	58	58

VI. Sensitivity analysis

(₹ in lakh)

Particulars	31 March 2026		31 March 2025	
	Change in assumption	Effect on gratuity obligation	Change in assumption	Effect on gratuity obligation
Discount rate	0.50%	(19.02)	0.50%	(14.02)
	-0.50%	20.62	-0.50%	15.28
Expected rate of increase in compensation level	0.50%	20.71	0.50%	15.22
	-0.50%	(19.26)	-0.50%	(14.10)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the balance sheet.

Notes

forming part of Standalone Financial Statements

NOTE 41 EMPLOYEE BENEFITS (CONTD.)

VII. Experience adjustments

(₹ in lakh)

Particulars	Year ended				
	2025-26	2024-25	2023-24	2022-23	2021-22
1. Defined benefit obligation	341.68	224.51	279.06	280.67	202.92
2. Fair value of plan assets	217.06	216.35	251.63	199.02	164.23
3. Surplus/(deficit)	(124.62)	(8.16)	(27.43)	(81.65)	(38.69)
4. Experience adjustment on plan liabilities gain/(loss)	(53.98)	59.29	16.35	1.47	9.43

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

C. Other long-term benefits - Compensated absences (unfunded)

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amounts recognised in the balance sheet		
Non-current (refer note 22)	116.09	152.07
Current (refer note 30)	3.44	17.11
	119.53	**169.18**
Amounts recognised in the statement of profit and loss		
Current service cost	37.22	46.37
Interest cost	11.83	13.08
Past service cost (refer note 58)	15.01	-
Actuarial loss/(gain)	(29.51)	47.63
Total included in employee benefits expense	**34.55**	**107.08**
Reconciliation of opening and closing balances of benefit obligations		
Change in benefit obligation		
Defined benefit obligation at the beginning of the year	169.18	181.22
Interest cost	11.83	13.08
Current service cost	37.22	46.37
Past service cost (refer note 58)	15.01	-
Benefits paid	(84.20)	(119.12)
Actuarial loss/(gain)	(29.51)	47.63
Defined benefit obligation at the end of the year	**119.53**	**169.18**

The average duration of remaining working life at the end of the reporting period is 19.95 years (previous year 19.93 years)

Notes
forming part of Standalone Financial Statements

NOTE 42 EARNINGS PER SHARE

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit/(loss) for the year from continuing operations (₹ in lakh)	(7,071.49)	(4,022.36)
Profit/(loss) for the year from discontinued operations (₹ in lakh)	13.34	62.36
Profit/(loss) for the year including discontinued operations (₹ in lakh)	(7,058.15)	(3,960.00)
Weighted average number of equity shares (nos.)	8,36,46,357	7,77,60,518
Nominal value per share (₹)	2.00	2.00
Earnings per share - basic and diluted - Continuing Operations (₹)	(8.46)	(5.17)
Earnings per share - basic and diluted - Discontinued Operations (₹)	0.02	0.08
Earnings per share - basic and diluted - Continuing and Discontinued Operations (₹)	(8.44)	(5.09)

The Company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earnings per share of the Company remain the same.

NOTE 43 SEGMENT INFORMATION

Segment information, as required under Ind AS 108 "Operating Segment", has been provided in the consolidated financial statements of the Company and therefore, no separate disclosure on segment information is given in these standalone financial statements.

NOTE 44 CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
a) Demands raised by the service-tax authorities and sales-tax authorities against which appeals have been filed	226.13	180.11
b) Claims against the Company not acknowledged as debts	340.39	258.88
c) Demands raised by goods and service tax authorities against which appeals have been filed	2,354.94	2,451.07

NOTE 45 CAPITAL AND OTHER COMMITMENTS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Commitments relating to contracts remaining to be executed on capital account and other commitments not provided for	81.38	42.09
Uncalled liability on partly paid equity shares	902.00	902.00

NOTE 46 PAYMENT TO STATUTORY AUDITORS (EXCLUDING GOODS AND SERVICE TAX)

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
As auditors	15.66	15.66
For taxation matter	3.21	2.57
Other services	12.21	20.55
Reimbursement of expenses	2.16	2.09
	33.24	**40.87**

Notes

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NOTE 47 RELATED PARTY TRANSACTIONS

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24 "Related Party Disclosures" name of the related party, related party relationship, transactions and outstanding balances including commitments where control exist and with whom transactions have taken place during the reported period are as follows:

List of related parties

Relationship	Name of related party
Key Management Personnel (KMP)	**Executives/Key Managerial Personnel**
	Mr. Naveen Malik (Chief Executive Officer and Chief Financial Officer), appointed as Chief Executive Officer w.e.f. 28 May 2024
	Ms. Payal M Puri (Company Secretary)
	Non-Executive Directors
	Mr. Sandip Somany - Chairman (Non-Executive Non-Independent Director)
	Mr. Girdhari Lal Sultania (Non-Executive Non Independent Director) (ceased w.e.f. 05 March 2026)
	Mr. Ram Babu Kabra (Non-Executive Non Independent Director) (appointed w.e.f. 04 March 2026)
	Mr. Ashok Jaipuria (Independent Director)
	Dr. Nand Gopal Khaitan (Independent Director)
	Mr. Salil Kumar Bhandari (Independent Director)
	Ms. Anisha Motwani (Independent Director) (ceased w.e.f. 10 February 2025)
	Ms. Sonali Dutta (Independent Director) (appointed w.e.f. 12 November 2024)
Relatives of Key management personnel*	Mrs. Sumita Somany
	Mr. Shashvat Somany
	Ms. Divya Somany
Entities with significant influence of Key Management Personnel*	Sandip Somany HUF
	Somany Impresa Limited
	Matterhorn Trust
	Khaitan & Co., LLP
Subsidiaries	Evok Homes Private Limited
	Hindware Limited
	HHIL Limited (w.e.f. 04 March 2025)
Step down subsidiaries	Halis International Limited, Mauritius (Subsidiary of Hindware Limited)
	Queo Bathroom Innovations Limited, UK (Subsidiary of Halis International Limited)
	Truflo Pipes Limited (Subsidiary of Hindware Limited)
Joint venture	Hintastica Private Limited
Others	AGI Greenpac Limited
Post employment benefit plan	SHIL Employee gratuity fund

*where there are transactions during current year and/or previous year

NOTE 47 RELATED PARTY TRANSACTIONS (CONTD.)

The following transactions were carried out with related parties in the ordinary course of business and on arm's length basis.

(₹ in lakh)

Particulars	Subsidiaries		Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/balances with the Company	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Transactions during the year ^						
1. Sale/Sale return of goods to/from						
Evok Homes Private Limited	-	9.92	-	-	-	-
Hindware Limited	14.26	7.11	-	-	-	-
Hintastica Private Limited	-	-	0.19	-	-	-
AGI Greenpac Limited	-	-	-	-	1.08	1.72
2. Purchase of goods/services from						
Evok Homes Private Limited	-	28.64	-	-	-	-
Khaitan & Co., LLP	-	-	-	-	0.21	-
3. Purchase of Property plant and equipment from						
Hindware Limited	1.09	0.05	-	-	-	-
4. Sale of Property plant and equipment to						
Hindware Limited	-	2.78	-	-	-	-
5. Investment made in						
Equity shares of Hintastica Private Limited	-	-	-	1,700.00	-	-
Equity shares of HHIL Limited	-	100.00	-	-	-	-
6. Reimbursement of expenses received from						
Evok Homes Private Limited	0.27	0.25	-	-	-	-
Hintastica Private Limited	-	-	0.23	1.66	-	-
HHIL Limited	-	9.00	-	-	-	-
7. Reimbursement of expenses paid to						
Hindware Limited	132.86	-	-	-	-	-
AGI Greenpac Limited	-	-	-	-	1.14	2.70
8. Payment for Management support services						
Hindware Limited	666.72	749.46	-	-	-	-
AGI Greenpac Limited	-	-	-	-	183.00	-
9. Management fees received from						
Hintastica Private Limited	-	-	797.12	816.24	-	-
10. Rent received from						
Hintastica Private Limited	-	-	103.29	126.44	-	-
11. Rent paid to						
Hindware Limited	100.99	13.58	-	-	-	-
12. Loan received from						
Hindware Limited	-	1,500.00	-	-	-	-
13. Interest paid/provided for loan taken						
Hindware Limited	-	378.21	-	-	-	-

Notes

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NOTE 47 RELATED PARTY TRANSACTIONS (CONTD.)

(₹ in lakh)

Particulars	Subsidiaries		Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/balances with the Company	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
14. Interest on loan given						
Evok Homes Private Limited	11.03	8.52	-	-	-	-
15. Contribution made to						
SHIL Employee gratuity fund	-	-	-	-	29.00	11.25
16. Royalty received from						
Hintastica Private Limited	-	-	19.86	29.43	-	-
17. Repayment of loan to						
Hindware Limited	-	6,000.00	-	-	-	-
18. Loan given to						
Hindware Limited	-	9,800.00	-	-	-	-
Evok Homes Private Limited	104.60	-	-	-	-	-
Hintastica Private Limited	-	-	500.00	-	-	-
19. Repayment of loan from						
Hintastica Private Limited	-	-	500.00	-	-	-
20. Interest received for loan given						
Hindware Limited	885.46	303.47	-	-	-	-
Hintastica Private Limited	-	-	7.27	-	-	-
21. Corporate guarantee cancelled						
Hintastica Private Limited	-	-	4,450.00	-	-	-
22. Proceeds from right issue of equity shares received from						
Sandip Somany	-	-	-	-	-	2,454.05
Sumita Somany	-	-	-	-	-	65.42
Divya Somany	-	-	-	-	-	59.70
Sandip Somany HUF	-	-	-	-	-	38.94
Shashvat Somany	-	-	-	-	-	30.98
Somany Impresa Limited	-	-	-	-	-	12,425.17
Matterhorn Trust	-	-	-	-	-	0.04
Balances outstanding at the end of the year						
Evok Homes Private Limited - Receivable						
Loan component of redeemable preference shares	131.80	122.62	-	-	-	-
Less:- Impairment	(131.80)	(122.62)	-	-	-	-
Loan given	104.60	-	-	-	-	-
Less:- Impairment	(104.60)	-	-	-	-	-
Other receivable	8.60	7.18	-	-	-	-
Less:- Impairment	(1.66)	-	-	-	-	-
Hindware Limited - Payable						
Other payable	97.57	139.11	-	-	-	-
Hindware Limited - Receivable						
Loan	9,800.00	9,800.00	-	-	-	-

Notes

forming part of Standalone Financial Statements

NOTE 47 RELATED PARTY TRANSACTIONS (CONTD.)

(₹ in lakh)

Particulars	Subsidiaries		Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions/balances with the Company	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Hintastica Private Limited - Receivable						
Corporate Guarantee outstanding*	-	-	2,500.00	6,950.00	-	-
Other receivable	-	-	247.38	400.20	-	-
HHIL Limited - Receivable	-	9.00	-	-	-	-
AGI Greenpac Limited - Payable	-	-	-	-	17.78	3.49

*The Company has given corporate guarantee of ₹2,500.00 lakh (previous year ₹6,950.00 lakh) to bank for loan taken by its joint venture (Hintastica Private Limited), against which loan outstanding Nil (previous year ₹10,308.11 lakh) as on 31 March 2026.

The remuneration with members of key management personnel during the year were as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Short-term employee benefits#	293.43	272.39
Post-employment benefits		
- Defined contribution plan$	9.46	8.81
- Defined benefit plan*	-	-
- Other long-term benefits*	-	-
Total	**302.89**	**281.20**

#Including bonus, sitting fee, commission on accrual basis and value of perquisites.

$ including provident fund, leave encashment paid and any other benefit.

*As the liability for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, amounts accrued pertaining to key managerial personnel are not included above.

Disclosure pursuant to Regulation 34(3) read with Schedule V, part A, Clause 2(2A) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015

Promoter/promoter group companies holding more than 10% of equity share capital of the Company:

AGI Greenpac Limited

(₹ in lakh)

Particulars	Nature of Transaction	For the year ended 31 March 2026	For the year ended 31 March 2025
Transaction during the year	Sale of goods	1.08	1.72
	Management support services	183.00	-
	Reimbursement of expense paid	1.14	2.70
Outstanding balance as the end of the year - Payable		**17.78**	**3.49**

^Excluding goods and services tax, wherever applicable

Notes

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NOTE 48 CORPORATE SOCIAL RESPONSIBILITY

In the absence of average net profit calculated under section 198 of the Companies Act, 2013 during the immediately preceding three years there is no obligation to spend on CSR activities under section 135 of Companies Act, 2013.

NOTE 49 LEASES

The Company recorded the lease liability at the present value of the future lease payments discounted at the incremental borrowing rate and the right of use asset.

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

Break-up of current and non-current lease liabilities for the year ended:

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	448.97	536.74
Non-current lease liabilities	2,556.60	3,439.48
Total	**3,005.57**	**3,976.22**

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning	**3,976.22**	**5,100.20**
Addition	1,817.54	1,480.18
Finance cost accrued during the period*	214.15	428.71
Deletions/adjustments*	(2,468.39)	(2,084.81)
Payment of lease liabilities*	(533.95)	(948.06)
Balance at the end	**3,005.57**	**3,976.22**

*including discontinued operations

Details regarding the contractual maturities of lease liabilities on undiscounted basis for the year ended:

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Less than one year	686.20	861.36
One to five years	2,618.74	3,525.93
More than five years	520.53	767.66
Total	**3,825.47**	**5,154.95**

Rental expense recorded for short-term leases was ₹477.93 lakh (previous year ₹39.81 lakh) for the year ended 31 March 2026.

Notes

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NOTE 50 FINANCIAL INSTRUMENT BY CATEGORY

(₹ in lakh)

Particulars	As at 31 March 2026*			As at 31 March 2025*		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
Non-current financial assets						
Investments	-	-	3,466.98	-	-	7,417.58
Loans	-	-	9,800.00	-	-	9,800.00
Other financial assets	-	-	152.89	-	-	247.10
Current financial assets						
Investments	-	521.39	-	-	-	-
Trade receivable	-	-	4,803.46	-	-	9,079.93
Cash and cash equivalents	-	-	707.19	-	-	510.20
Bank balances other than cash and cash equivalents	-	-	13.29	-	-	13.42
Other financial assets	-	-	247.99	-	-	400.93
Total financial assets	**-**	**521.39**	**19,191.80**	**-**	**-**	**27,469.16**
Non-current financial liabilities						
Lease Liabilities	-	-	2,556.60	-	-	3,439.48
Other financial liabilities	-	-	271.93	-	-	346.02
Current financial liabilities						
Current borrowings	-	-	1,953.83	-	-	820.49
Lease Liabilities	-	-	448.97	-	-	536.74
Trade payables	-	-	4,911.31	-	-	5,672.96
Other financial liabilities	-	-	6,248.71	-	-	6,718.82
Total financial liabilities	**-**	**-**	**16,391.35**	**-**	**-**	**17,534.51**

*excluding discontinued operations

NOTE 51 DISCLOSURE UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013

(₹ in lakh)

Particulars	HHIL Limited (Wholly owned subsidiary)	Hindware Limited (Subsidiary)	Evok Homes Private Limited (Wholly owned subsidiary)	Hintastica Private Limited (Joint venture)	HHIL Limited (Wholly owned subsidiary)	Hindware Limited (Subsidiary)	Evok Homes Private Limited (Wholly owned subsidiary)	Hintastica Private Limited (Joint venture)
	As at 31 March 2026				As at 31 March 2025			
Guarantee								
Guarantees given as at the beginning of the financial year	-	-	-	6,950.00	-	-	-	6,950.00
Guarantees given during the financial year	-	-	-	-	-	-	-	-
Guarantee closed during the year	-	-	-	(4,450.00)	-	-	-	-

NOTE 51 DISCLOSURE UNDER SECTION 186(4) OF THE COMPANIES ACT, 2013 (CONTD.)

(₹ in lakh)

Particulars	HHIL Limited (Wholly owned subsidiary)	Hindware Limited (Subsidiary)	Evok Homes Private Limited (Wholly owned subsidiary)	Hintastica Private Limited (Joint venture)	HHIL Limited (Wholly owned subsidiary)	Hindware Limited (Subsidiary)	Evok Homes Private Limited (Wholly owned subsidiary)	Hintastica Private Limited (Joint venture)
	As at 31 March 2026				As at 31 March 2025			
Guarantees given as at the end of the financial year	-	-	-	2,500.00	-	-	-	6,950.00
Investments								
Investments at the beginning of the financial year	100.00	12.00	-	7,274.83	-	10.00	-	6,186.34
Additions during the financial year	-	-	-	-	100.00	2.00	-	1,700.00
Provision for diminution in the value of investments during the year	-	-	-	(3,919.85)	-	-	-	(611.51)
Investment at the end of the financial year	100.00	12.00	-	3,354.98	100.00	12.00	-	7,274.83
Loans and advances								
Loans at the beginning of the financial year	-	9,800.00	-	-	-	-	-	-
Additions during the financial year	-	-	104.60	-	-	9,800.00	-	-
Provision for diminution in the value of loans and advances during the year	-	-	(104.60)	-	-	-	-	-
Loans at the end of the financial year	-	9,800.00	-	-	-	9,800.00	-	-

NOTE 52 DISCLOSURE OF STRUCK OFF COMPANIES

(₹ in lakh)

S.No.	Name of Struck-off company	Nature of transaction with struck-off company	Balance as on 31 March 2026	Balance as on 31 March 2025	Relationship with the struck-off company
1	Excel Rasayan Pvt Ltd	Purchase of goods	0.74	0.63	Vendor

Details of struck off entities holding equity shares in the Company

S.No.	Name of Struck-off company	No. of shares held	Paid-up value as at 31 March 2026 (in ₹)	Paid-up value as at 31 March 2025 (in ₹)
No shareholders are struck - off as on 31 March 2026/31 March 2025				

Notes

forming part of Standalone Financial Statements

NOTE 53 RATIOS DISCLOSURE

Particulars		Year ended 31 March 2026*	Year ended 31 March 2025*	Variance	Remarks
(i)	**Current Ratio (times)**	1.07	1.36	-21%	-
	Total Current assets/Total current liabilities				
(ii)	**Total Debts to Equity Ratio (times)**	0.09	0.03	214%	Due to increase in current borrowing
	((Non-current borrowings + Current Borrowings)/Net worth*)				
	*Net worth = Equity Share Capital + Securities premium account + Capital reserve + General reserve + Retained earnings + Actuarial gain/(loss)				
(iii)	**Debt Service Coverage Ratio (times)**	-6.05	-0.09	6647%	Due to increase in loss
	(Profit after Tax + Depreciation + Interest on loan +loss/(gain) on sale of Property Plant and Equipment)/(Interest on loan + principal scheduled repayment of loan + lease repayment)				
(iv)	**Return on Equity (%)**	-27.33%	-21.10%	-30%	Due to increase in loss
	(Profit for the year/Net worth*)				
	*Net worth = Equity Share Capital + Securities premium account + Capital reserve + General reserve + Retained earnings + Actuarial gain/(loss)				
(v)	**Inventory Turnover (times)**	2.30	2.28	1%	-
	(Cost of goods sold/Average Inventories)				
(vi)	**Trade Receivables Turnover (times)**	4.36	3.56	23%	-
	(Net Sales/Average Trade receivables)				
(vii)	**Trade Payables Turnover (times)**	3.38	3.38	0%	-
	(Total Purchases/Average Trade payables)				
(viii)	**Net Capital Turnover (times)**	9.13	12.45	-27%	Due to decrease in sale and increase in working capital
	(Net Sales/Average Working Capital)				
(ix)	**Net Profit Ratio (%)**	-23.34%	-11.61%	-101%	Due to increase in loss
	(Profit for the year/Net Sales)				
(x)	**Return on Capital Employed (%)**	-32.70%	-13.47%	-143%	Due to increase in loss
	(Earnings before interest and tax/Capital employed*)				
	*Capital employed = Net worth + Borrowings + Deferred tax liability - Intangible assets				
(xi)	**Return on Investment (%)**	5.71%	13.75%	-58%	Due to changes in the volume and holding period of short-term fund deployments
	(Profit on sale of Investments + Profit on fair valuation of Investments carried at FVTPL)/(Weighted average investments carried at FVTPL)				

*excluding discontinued operations

Notes

forming part of Standalone Financial Statements

NOTE 54 DISCONTINUED OPERATIONS

The Board of Directors in its meeting held on 28 May 2024 had decided to discontinue the Retail Business (the 'RB') the approval for sale/liquidation of assets of RB, the preliminary financial impact of same was recognized in the quarter and year ended 31 March 2024 and in subsequent quarters as and when occurred. The Company is continuing the process of sale/ liquidation of assets of RB and any further impact if any, will be accounted for in the respective period as and when occurred/ assessed. The assets and liabilities of Retail business have been disclosed as held for sale and disclosed separately in the Balance Sheet as "Group of assets classified as held for sale " and "Liabilities associated with the group of assets classified as held for sale" respectively.

Results of Retail Business for the year are presented below

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Income		
Revenue from operations	104.68	418.45
Other income	60.43	475.72
Total income	**165.11**	**894.17**
Expenses		
Purchases of stock-in-trade	4.25	27.53
Changes in inventories of finished goods, stock-in-trade and work-in-progress	27.99	259.93
Employee benefits expense	2.29	103.18
Finance costs	30.25	168.88
Depreciation and amortisation expense	-	23.32
Other expenses	79.83	215.47
Total expenses	**144.61**	**798.31**
Profit/(Loss) before tax	**20.50**	**95.86**

Major Class of assets and liabilities of Retail Business are as follows

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current assets		
(a) Financial assets		
(i) Other financial assets	-	12.76
(b) Income-tax assets (net)	-	0.39
(c) Other non-current assets	290.46	286.76
Total non-current assets	**290.46**	**299.91**
Current assets		
(a) Inventories	0.81	33.14
(b) Financial assets		
(i) Cash and cash equivalents	14.14	13.84
(c) Other current assets	14.59	1.08
Total current assets	**29.54**	**48.06**
Total assets	**320.00**	**347.97**

Notes
forming part of Standalone Financial Statements

NOTE 54 DISCONTINUED OPERATIONS (CONTD.)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Liabilities		
Non-current liabilities		
(a) Financial liabilities		
(i) Other financial liabilities	2.49	27.66
Total non-current liabilities	**2.49**	**27.66**
Current liabilities		
(a) Financial liabilities		
(i) Borrowings	3.16	775.07
(ii) Trade payables		
- Due to micro and small enterprise	122.01	118.32
- Due to others*	49.66	123.12
(iii) Other financial liabilities	630.85	730.43
(b) Other current liabilities	5.73	16.97
Total current liabilities	**811.41**	**1,763.91**
Total liabilities	**813.90**	**1,791.57**
Net asset/(liabilities)	**(493.90)**	**(1,443.60)**

*Including of Evok Homes Private Limited of ₹18.56 lakh (previous year ₹18.56 lakh), Hintastica Private Limited of ₹ 0.50 lakh (previous year ₹ 0.50 lakh)

Net Cash flow attributable to Retail business are as follows :

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Net cash used in operating activities (A)	(126.75)	(789.57)
Net cash generated from investing activities (B)	-	19.16
Net cash generated from financing activities (C)	127.05	774.91
Net (Decrease)/Increase in cash and cash equivalents (A+B+C)	**0.30**	**4.50**
Cash and cash equivalents at the beginning of the year	13.84	9.34
Cash and cash equivalents at the end of the year	**14.14**	**13.84**

NOTE 55 GST

The annual return of GST for FY 2025-26 is under process of filing with statutory authorities. The management believes that there will not be any material impact over financial statements after financial submission/filing. The date of filing of GST returns are 31 December 2026.

NOTE 56 RIGHT ISSUE OF EQUITY SHARES

a) The Committee of Directors (Rights Issue) at its meeting held on 18 October 2024, has inter alia considered and approved the rights issue of 1,13,49,962 fully paid-up Equity Shares of Rights issue price of ₹220 per equity share [including a premium of ₹ 218 per Equity Share] on Rights basis to the eligible equity shareholders in the ratio of 119 rights equity shares for every 758 equity shares held by the eligible equity shareholder for amount aggregating up to ₹24,969.92 lakh.

b) Proceeds from the rights issue have been utilised in the following manner:

Notes
forming part of Standalone Financial Statements

NOTE 56 RIGHT ISSUE OF EQUITY SHARES (CONTD.)

(₹ in lakh)

Particulars	Planned	Actual
1. Repayment of certain borrowings availed by the company	15,114.00	15,114.00
2. Lending of fresh loan to subsidiary company	9,800.00	9,800.00
3. Issue related expenses*	55.92	88.25
Total	**24,969.92**	**25,002.25**

*As per the Object of the issue as mentioned in the letter of offer, difference between the estimated Issue related expenses and actual expenses incurred, resulting shortfall has been adjusted from the internal accruals.

There has been no variation or deviation in the utilization of the funds raised by the Company as stated in the Letter of Offer

c) Issue related expenses :

(₹ in lakh)

Particulars	Issue related expenses
Debited to Securities premium	55.92
Debited to statement of profit and loss account	32.33
	88.25

NOTE 57

The Company had incorporated a wholly owned subsidiary by the name of "HHIL Limited" on 4 March 2025 and subscribed for 50,00,000 equity shares of ₹ 2 each of HHIL Limited during the year ended 31 March 2025.

NOTE 58 EXCEPTIONAL ITEM

a) Based on an independent valuation report, the Company restated its investment in Hintastica Private Limited ("HPL") recognizing an impairment loss under "Exceptional Items" amounting to ₹ 3,919.86 lakh in the Standalone financial statements (previous year ₹611.51 lakh).

b) To optimise focus on its core kitchen appliance segment, the Board of Directors, on 12th August 2025, had approved the discontinuation of several high-loss product categories, including air purifiers, water purifiers, furniture fittings, ceiling and other fans, and air coolers (except those sold through the e-commerce channel). This exit resulted in a net exceptional charge of ₹ 4,427.50 lakh on standalone basis, comprising of ₹ 1,363.05 lakh due to impairment of property, plant and equipments and intangible assets, ₹2,497.49 lakh due to expected credit loss on trade receivables and ₹ 566.96 lakh due to provision for inventory.

c) Following the notification of the four Labour Codes on 21 November 2025, the Company has assessed the financial impact based on draft Central Rules and ICAI guidance. Consequently, an incremental liability of ₹ 68.32 lakh on standalone basis, towards employee benefit obligations (Gratuity and Compensated Absences) has been recognized as an "Exceptional Item" for the year ended 31 March 2026. The Company will further evaluate and record necessary adjustments as and when the final Central and State Rules are notified and further clarifications are issued by the Government.

Notes

forming part of Standalone Financial Statements

NOTE 59 SCHEME OF ARRANGEMENT

On 27 March 2025, the Board approved a Composite Scheme of Arrangement (the "Scheme") involving the Company ("Demerged Company/Remaining Transferor Company"), Hindware Limited ("Transferee Company") and HHIL Limited ("Resulting Company"). The Scheme provides for the demerger of the Consumer Products Business of the Demerged Company and the amalgamation of the Remaining Transferor Company with and into Transferee Company with an Appointed Date of 1 April 2025. The Company has received approval from BSE Limited and the National Stock Exchange of India Limited (together, "the stock exchanges"). The Scheme received requisite approval from the unsecured creditors and equity shareholders of the Company, as well as the unsecured creditors of the Transferee Company, during their respective NCLT convened meetings held on 7 March 2026. The Scheme is subject to such other necessary approvals as may be required and sanction thereof by the NCLT.

NOTE 60 AUDIT TRAIL

The Company has a widely used ERP as its accounting software for maintaining its books of account during the year ended 31 March 2026, which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year except (a) at database level the audit trail was not been enabled, (b) at application level, audit trail was not enabled for relevant financial tables. Further the audit trail, to the extent maintained in the prior year has been preserved by the Company as per the Statutory requirements for record retention. Further, audit trail feature hasn't been tempered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

The Company has enabled the audit trail (edit logs) functionality in its accounting software. However, the audit trail at application level is not enabled for all relevant financial transactions and direct changes made at the underlying database level, due to the direct impact of increase space utilization and the associated costs.

NOTE 61 OTHER DISCLOSURES

(a) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(b) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(c) There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (a) repayable on demand; or (b) without specifying any terms or period of repayment.

(d) The Company has complied with the requirements of 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.

(e) The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 to 1988) and Rules made thereunder.

Notes

forming part of Standalone Financial Statements

(f) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender or government or any government authority.

(g) Utilisation of borrowed funds and share premium.

I. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

II. The Company has 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:

(i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(h) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

NOTE 62 Previous period figures have been regrouped/re-arranged wherever considered necessary to confirm to the current year's classification.

As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.: 301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date: 19 May 2026

Place: Gurugram
Date: 19 May 2026

Independent Auditor's Report

To the Members of Hindware Home Innovation Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying Consolidated Financial Statements of Hindware Home Innovation Limited ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its joint venture, which comprise the Consolidated Balance Sheet as at 31 March 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, 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 Indian Accounting Standards prescribed under section 133 of the Act read with the 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 and its joint venture as at 31 March 2026, their consolidated loss including other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in Other Matters section below, other than the unaudited financial statements/ financial information of two companies as certified by the management and referred to in and financial information not available as referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

We draw attention to note no. 56 of the Consolidated Financial Statements wherein as stated, the auditors of a subsidiary company i.e. Evok Homes Private Limited ("EVOK"), without qualifying their audit opinion have invited attention related to material uncertainty of going concern of EVOK.

EVOK has discontinued its business operations. On its standalone basis, liabilities are in excess of its assets by ₹ 555.38 lakh and its net worth is negative as on 31 March 2026. The Holding Company has fully provided its investments of ₹ 841.28 lakh in EVOK and recognized a provision for impairment against outstanding loans and other receivables amounting to ₹ 238.06 lakh. The financial statements of EVOK have been prepared on going concern by the management, basis continue support from the Holding Company, as stated in the said note.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of Key Audit Matter	How our audit addressed the key audit matters
Recognition of revenue (Refer to the accompanying notes 36 of the Consolidated Financial Statements)	
The Group recognizes revenues when the control of goods and/ or services are transferred to the customer at an amount that reflects the net consideration, which the Group expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Company considers the effects of applicable rebates and discounts (variable consideration).	Our audit procedures included the following: • We read and evaluated the Group revenue recognition policy and assessed its compliance in terms of Ind AS 115 'Revenue from contracts with customers'. • We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts.

Description of Key Audit Matter	How our audit addressed the key audit matters
The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues. Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.	We performed test for a sample of sales transactions by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract. • We tested on a sample basis rebates and discount schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual rebates and discounts recognized in respect of particular schemes do not exceed their approved amounts. • We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers. We read and assessed the relevant disclosures made in the Consolidated Financial Statements.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT'S 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 statement of changes in equity and consolidated cash flows of the Group and its joint venture in accordance with Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and its joint venture are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint venture 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 Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and its joint venture are responsible for assessing the ability of the Group and its joint venture 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 Group and its joint venture 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 and its joint venture are also responsible for overseeing the financial reporting process of the Group and its joint venture.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding company, subsidiary companies and joint venture incorporated in India (based on the auditor's report of respective companies), has adequate internal financial controls system 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 ability of the Group and its joint venture to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint venture to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Holding company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

1. The Consolidated Financial Statements includes the audited financial statements of three subsidiaries, whose financial statements/financial information reflect total assets of ₹ 114.12 lakh as at 31 March 2026, total revenue of ₹ 16.33 lakh, total net profit / (loss) after tax of (₹ 17.15 lakh), total comprehensive income of (₹ 17.15 lakh) for year ended 31 March 2026 and net cash outflow of ₹ 22.49 lakh for the period from 01 April 2025 to 31 March 2026, as considered in the Consolidated Financial Statement. This financial statements/financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the Consolidated Financial Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors and the procedures performed by us are as stated in paragraph above.

2. We did not audit the financial statement of two foreign subsidiary whose unaudited financial statements reflect total assets of ₹ 16.10 lakh as at 31 March 2026, total revenue of ₹ Nil, total net profit / (loss) after tax of (₹ 14.70 lakh), total comprehensive income of (₹ 17.10 lakh) for the year ended 31 March 2026 and net cash outflow of ₹ 0.01 lakh for the period from 01 April 2025 to 31 March 2026, as considered in the Consolidated Financial Statement. The unaudited financial statement and other information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been certified by the management. The Company's management has converted the unaudited financial statements and other information of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is solely based on the conversion adjustments prepared and certified by the management of the Company. In our opinion and according to the information and explanations given to us by the Board of Director these financial statements are not material to the Group.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure "A", a statement on the matter specified in paragraph 3(xxi) of CARO 2020.

2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the report of the other auditors except for the matters stated in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit & Auditors) Rules, 2014 ("Rules").

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.

   d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015 as amended.

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2026 taken on record by the Board of Directors of the Holding Company and its subsidiaries and its joint venture incorporated in India and the reports of the statutory auditors of its subsidiary companies and its joint venture incorporated in India, none of the directors of the Holding Company and its subsidiary companies and its joint venture incorporated in India is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 2(h)(vi) below on reporting under Rule 11(g) of the rules.

g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" which is based on the auditor's reports of the Holding Company and its subsidiary companies and its joint venture incorporated in India.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

(i) The Consolidated Financial Statements disclose impact of pending litigations on the consolidated financial position of the Group and its joint venture – Refer note no. 50 of the Consolidated Financial Statements.

(ii) Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary and its joint venture companies incorporated in India.

(iv)

(a) The respective management of the Holding Company and its subsidiaries and its joint venture which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in 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 Holding Company or any of such subsidiaries or joint venture to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries or joint venture ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Management of the Holding Company and its subsidiaries and its joint venture which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the Holding Company or any of such subsidiaries or joint venture from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries or joint venture shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries and its joint venture which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) above as required by Rule 11(e) of Companies (Audit & Auditors) Rules, 2014, as amended, contains any material mis-statement.

(v) The dividend declared and paid during the year by one of the subsidiary company incorporated in India, is in compliance with Section 123 of the Companies Act 2013. The Board of Directors of one of the subsidiary company has proposed dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Companies Act 2013.

(vi) Based on our examination which included test checks, and that performed by the respective auditors of its subsidiaries and its joint venture which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company, its subsidiaries and its joint venture have widely used ERP as their accounting software for maintaining its books of accounts which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the said software except :

(a) in case of Holding Company, a subsidiary and a joint venture incorporated in India, as assessed by us (i) the audit trail was not enabled at database level and (ii) the audit trail was not enabled for relevant financial tables at application level; and

(b) in case of three subsidiaries incorporated in India, as communicated by the auditor of such subsidiaries (i) the audit trail was not enabled at database level and (ii) the audit trail was not enabled for relevant financial tables at application level.

Further the Audit Trail maintained in the prior year has been preserved by the Group and its joint venture as per the Statutory requirements for record retention. During the course of performing our procedures, we and the respective auditors of such subsidiaries and joint venture, did not notice any instance of the audit trail feature being tempered with for the period the audit trail feature was enabled.

i) With respect to the other matter to be included in the Auditors' report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and according to the information and explanation given to us, the remuneration paid by the Holding Company to its directors during the year and its subsidiaries and its joint venture which are incorporated in India is in accordance with the provisions of Section 197 of the Act.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325
UDIN: 26509325OLHWEN2222

Place: Gurugram
Date: 19 May 2026

Annexure "A" to Independent Auditor's Report

Referred to in of the Independent Auditor's Report of even date to the members of Hindware Home Innovation Limited on the Consolidated Financial Statements as of and for the year ended 31 March 2026. As required by paragraph 3(xxi) of the CARO 2020, we report that the auditors of the following companies have given qualification or adverse remarks in their CARO report on the Standalone Financial Statements of the respective companies included in the Consolidated Financial Statements of the Holding Company:

No.	Name of the Company	CIN	Nature of relationship	Clause Number of CARO report with qualification or adverse remark
1.	Hindware Home Innovation Limited	L74999WB2017PLC222970	Holding Company	ii(b), iii(c), vii(b), xvii
2.	Hindware Limited	U74999WB2017PLC223307	Subsidiary	i(c), ii(b), vii(a), vii(b)
3.	Truflo Pipes Limited	U25205WB2022PLC254788	Subsidiary	xvii
4.	Evok Homes Private Limited	U51109WB2005PTC106307	Subsidiary	xvii
5.	Hintastica Private Limited	U31909WB2019PTC234717	Joint venture	ii(b), vii(a), vii(b), xvii

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325

Place: Gurugram
Date: 19 May 2026

Annexure – "B" to the Auditor's Report

(Referred to in paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

In conjunction with our Audit of Consolidated Financial Statements of Hindware Home Innovation Limited (hereinafter referred as to as "Holding Company") as of and for the year ended 31 March 2026, we have audited internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its Joint venture, which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding Company, its subsidiary companies and its joint venture which are companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies and its joint venture, which are companies incorporated in India, based on our audit.

We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of the 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 Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company, its subsidiary companies, and its joint venture, which are companies incorporated in India.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A Company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to consolidated financial statements includes those policies and procedures that 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; 3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Consolidated Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors, as referred to in Other Matters paragraph below the Holding Company, its subsidiary companies and its joint venture, which are companies incorporated in India, have maintained, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at 31 March 2026, based on the internal control over financial reporting criteria established by the Holding 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.

OTHER MATTERS

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to three subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies.

Our opinion is not modified in respect of this matter.

For **LODHA & CO LLP**
Chartered Accountants
Firm Registration No: 301051E/E300284

Shyamal Kumar
Partner
Membership No. 509325

Place: Gurugram
Date: 19 May 2026

Consolidated Balance Sheet

as at 31 March 2026

(₹ in lakh)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	4	83,922.86	69,834.53
(b) Right-of-use Asset	4	15,431.66	17,181.10
(c) Capital work-in-progress	5	9,349.79	20,852.58
(d) Goodwill	6	191.00	191.00
(e) Other intangible assets	7	339.96	337.20
(f) Other intangible assets under development	8	4.48	30.23
(g) Financial assets			
(i) Investments	9	3,356.18	7,306.79
(ii) Other financial assets	10	1,235.37	1,206.95
(h) Income-tax assets (net)	11	237.19	195.98
(i) Deferred tax assets (net)	12	8,658.54	7,075.64
(j) Other non-current assets	13	637.70	1,754.15
Total non-current assets		**1,23,364.73**	**1,25,966.15**
2 Current assets			
(a) Inventories	14	61,394.99	60,072.42
(b) Financial assets			
(i) Investments	15	521.39	-
(ii) Trade receivables	16	41,951.76	50,776.76
(iii) Cash and cash equivalents	17	3,328.35	2,488.79
(iv) Bank balances other than (iii) above	18	13.29	36.76
(v) Other financial assets	19	553.38	1,576.36
(c) Other current assets	20	13,726.62	11,506.96
Total current assets		**1,21,489.78**	**1,26,458.05**
Group of assets classified as held for sale	58	323.46	349.61
Total assets		**2,45,177.97**	**2,52,773.81**
EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	21	1,672.93	1,672.93
(b) Other equity	22	72,016.39	76,034.45
Equity attributable to the equity holders of the parent		**73,689.32**	**77,707.38**
(c) Non-controlling interest	22	947.87	905.43
Total equity		**74,637.19**	**78,612.81**
2 Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	23	25,310.43	35,482.60
(ii) Lease liabilities	24	12,550.66	14,361.59
(iii) Other financial liabilities	25	5,260.10	5,574.15
(b) Provisions	26	1,328.11	1,472.16
(c) Other non-current liabilities	27	458.40	421.72
Total non-current liabilities		**44,907.70**	**57,312.22**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	28	45,563.42	36,506.06
(ii) Lease liabilities	29	2,201.69	2,564.49
(iii) Acceptances	30	10,902.84	6,253.84
(iv) Trade payables	31		
- Due to micro and small enterprise		10,395.30	4,657.64
- Due to others		22,304.67	29,746.37
(v) Other financial liabilities	32	24,393.94	25,155.53
(b) Other current liabilities	33	8,376.98	8,921.48
(c) Provisions	34	385.08	494.74
(d) Income-tax liabilities (net)	35	-	367.01
(e) Liabilities associated with the group of assets classified as held for sale	58	1,109.16	2,181.62
Total current liabilities		**1,25,633.08**	**1,16,848.78**
Total liabilities		**1,70,540.78**	**1,74,161.00**
Total equity and liabilities		**2,45,177.97**	**2,52,773.81**

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Shyamal Kumar
Partner
M. No. 509325

Place: Gurugram
Date : 19 May 2026

Ram Babu Kabra
Director
DIN: 00021886

Payal M Puri
Company Secretary
ACS No.: 16068

Sandip Somany
Chairman
DIN: 00053597

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date : 19 May 2026

Consolidated Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in lakh)

	Particulars	Note	For the year ended 31 March 2026	For the year ended 31 March 2025
CONTINUING OPERATIONS				
I	**Income**			
	Revenue from operations	36	2,51,028.09	2,52,299.16
	Other income	37	3,494.71	4,052.86
	Total income		**2,54,522.80**	**2,56,352.02**
II	**Expenses**			
	Cost of materials consumed	38	71,553.15	70,445.10
	Purchases of stock-in-trade	39	71,797.91	68,773.10
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	40	(6,146.08)	1,787.68
	Employee benefits expense	41	40,619.35	42,648.11
	Finance costs	42	7,039.65	8,913.54
	Depreciation and amortisation expense	43	11,748.61	12,252.55
	Other expenses	44	53,446.77	54,343.12
	Total expenses		**2,50,059.36**	**2,59,163.20**
III	**Profit/(Loss) before exceptional items and tax**		**4,463.44**	**(2,811.18)**
IV	Exceptional item	45	(5,258.26)	(2,960.03)
V	**Profit/ (Loss) before tax from continuing operations**		**(794.82)**	**(5,771.21)**
VI	**Tax expense of continuing operations**	46		
	(1) Current tax (including MAT)		1,261.66	974.31
	(2) Earlier year income tax		(112.43)	174.92
	(3) Deferred tax		(1,569.68)	(1,833.39)
	Total tax expense		**(420.45)**	**(684.16)**
VII	**Profit/ (Loss) after tax from continuing operations**		**(374.37)**	**(5,087.05)**
VIII	Profit/(loss) from Joint venture	47	(3,556.38)	(1,789.17)
IX	**Profit/ (Loss) for the year from continuing operations**		**(3,930.75)**	**(6,876.22)**
DISCONTINUED OPERATIONS				
X	Profit/(Loss) before tax from discontinued operations		12.86	107.75
XI	Tax expenses of discontinued operations		7.11	32.32
XII	**Profit/(Loss) for the year from discontinued operations**		**5.75**	**75.43**
XIII	**Profit/(Loss) for the year**		**(3,925.00)**	**(6,800.79)**
XIV	**Other comprehensive income**			
	Continuing operations			
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plan		(70.69)	174.29
	(b) Income-tax relating to these items		20.39	(49.95)
	(ii) Items that will be reclassified to profit or loss			
	Exchange difference on translation of foreign operations		(2.39)	(0.37)
	(iii) Share in other comprehensive income of joint venture (net of tax)		2.42	2.02
	Other comprehensive income, net of tax from Continuing Opertaions		**(50.27)**	**125.99**
	Discontinued operations			
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plan		-	-
	(b) Income-tax relating to these items		-	-
	Other comprehensive income, net of tax from Discontinued Operations		**-**	**-**
	Total other comprehensive income / (loss) for the year (net of tax)		**(50.27)**	**125.99**
XV	**Total comprehensive income for the year**		**(3,975.27)**	**(6,674.80)**
XVI	**Profit/(Loss) for the year attriburable to**		**(3,925.00)**	**(6,800.79)**
	a) Owner of the company		(3,968.29)	(6,828.93)
	b) Non-controlling interests		43.29	28.14
XVII	**Other comprehensive income for the year attriburable to**		**(50.27)**	**125.99**
	a) Owner of the company		(49.77)	124.89
	b) Non-controlling interests		(0.50)	1.10
XVIII	**Total comprehensive income for the year attributable to**		**(3,975.27)**	**(6,674.80)**
	a) Owner of the company		(4,018.06)	(6,704.04)
	b) Non-controlling interests		42.79	29.24
XIX	**Earnings per equity share (of ₹ 2/- each):**	48		
	Basic and diluted - Continuing operations		(4.75)	(8.88)
	Basic and diluted - Dsicontinued operations		0.01	0.10
	Basic and diluted - Continuing operations and Discontinued operations		(4.74)	(8.78)

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date : 19 May 2026

Place: Gurugram
Date : 19 May 2026

Consolidated Statement of Cash Flows

for the year ended 31 March 2026

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit/ (Loss) before tax and after Exceptional Items *		
- Continuing Operations	(4,351.20)	(7,560.38)
- Discontinued Operations	12.86	107.75
Adjustments for:		
Exceptional item (refer note 45)	5,258.26	2,960.03
Finance costs	7,087.14	9,102.53
Interest income	(93.83)	(93.57)
Gain on disposal of property, plant and equipment	(53.36)	(97.88)
Loss on disposal of property, plant and equipment	132.45	17.02
Net loss/(gain) arising on current investments	(1.41)	(0.18)
Sundry balances and liabilities / provisions no longer required, written back	(3,152.82)	(1,918.23)
Provision for expected credit loss	908.11	1,108.70
Provision for doubtful advances/Loans	114.00	75.99
Bad debts written off	111.63	669.51
Depreciation and amortisation expenses	11,748.61	12,275.87
Lease concession / liability written back	(818.96)	(641.80)
Share of (profit)/ loss of joint venture	3,556.38	1,789.17
Net foreign exchange loss/(gain)	216.50	(26.73)
Transaction cost related to rights issue	-	32.33
	20,674.36	**17,800.13**
Movements in working capital:		
(Increase)/decrease in trade and other receivables	6,296.62	(7,527.08)
(Increase)/decrease in inventories	(647.77)	(1,169.43)
(Increase)/decrease in other assets	(2,242.35)	1,063.98
Increase/(decrease) in trade and other liabilities	(1,025.30)	9,304.43
Increase/(decrease) in acceptances	4,649.00	-
Increase/(decrease) in provisions	(353.74)	76.96
	6,676.46	**1,748.86**
Cash generated from operations	**27,350.82**	**19,548.99**
Income taxes paid	(1,764.61)	(754.92)
Income taxes refund	207.57	414.50
Net cash generated by operating activities	**25,793.78**	**19,208.57**
Cash flows from investing activities:		
Payments to acquire financial assets	(519.98)	(501.28)
Proceeds from sale of financial assets	-	501.46
Investment in joint venture	-	(1,700.00)
Payment for acquisition of non-controlling interest stake of subsidiary	-	(2.00)
Interest received	85.27	47.92
Payments for property, plant and equipment	(12,751.23)	(20,223.45)
Proceeds from disposal of property, plant and equipment	231.60	423.43
Movement in other bank balances	23.46	(2.83)
Net cash used in investing activities	**(12,930.88)**	**(21,456.75)**

Consolidated Statement of Cash Flows

for the year ended 31 March 2026

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from financing activities:		
Proceeds from issuance of Share Capital under Right Issue	-	24,969.92
Transaction cost related to Rights Issue	-	(88.25)
Proceeds from borrowings	4,718.16	16,422.94
Repayment of borrowings	(13,410.78)	(12,291.41)
Movement in short term borrowings (net)	6,805.90	(15,037.37)
Principal payment of lease liability	(2,335.47)	(2,484.01)
Interest on lease liability	(1,107.60)	(1,349.28)
Dividends paid	(0.47)	(290.86)
Interest paid	(6,690.95)	(8,021.45)
Net cash generated/used in financing activities	**(12,021.21)**	**1,830.23**
Net increase/ decrease in cash and cash equivalents:	**841.69**	**(417.95)**
Cash and cash equivalents at the beginning of the year - Continued Operations	2,488.79	2,922.10
Foreign currency translation gain/(loss) on consolidation	0.01	0.00
Add: Cash and cash equivalents at the beginning of the year - Discontinued Operations	15.36	-
Less: Cash and cash equivalent classified as asset held for sale	17.50	15.36
Cash and cash equivalents at the end of the year	**3,328.35**	**2,488.79**

* Including share in profit / (loss) from joint venture

The movement in liabilities from financing activities:

(₹ in lakh)

Particulars	As at 31 March 2025	Cashflows	Non-cash flow changes - Other		As at 31 March 2026^
			Foreign exchange	Other	
Long term borrowings	48,893.38	(8,692.62)	-	-	40,200.76
Short term borrowings	23,870.35	6,805.90	-	-	30,676.25
Total liabilities from financing activities	**72,763.73**	**(1,886.72)**	**-**	**-**	**70,877.01**

(₹ in lakh)

Particulars	As at 31 March 2024	Cashflows	Non-cash flow changes - Other		As at 31 March 2025^
			Foreign exchange	Other	
Long term borrowings	44,761.85	4,131.53	-	-	48,893.38
Short term borrowings	38,907.72	(15,037.37)	-	-	23,870.35
Total liabilities from financing activities	**83,669.57**	**(10,905.84)**	**-**	**-**	**72,763.73**

^ Including discontinued operations

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325
Place: Gurugram
Date : 19 May 2026

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date : 19 May 2026

Consolidated Statement of Changes in Equity

for the year ended 31 March 2026

(A) EQUITY SHARE CAPITAL

(₹ in lakh)

Particulars	Number of shares	Amount
Issued and paid up capital		
Balance as at 1 April 2024	**7,22,96,395**	**1,445.93**
Changes in equity share capital during the year**	1,13,49,962	227.00
Balance as at 31 March 2025	**8,36,46,357**	**1,672.93**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2026	**8,36,46,357**	**1,672.93**

(B) OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus				Other comprehensive income		Total Attributable to owners of the Parent	Attributable to Non - Controlling Interests	Total
	Capital reserve	Securities premium reserve	General reserve	Retained earnings	Actuarial gain / (loss)	Foreign currency translation reserve			
Balance as at 1 April 2024	**49.88**	**7,185.89**	**2,425.20**	**48,463.39**	**167.34**	**45.43**	**58,337.13**	**886.24**	**59,223.37**
Profit/(loss) for the year	-	-	-	(6,828.93)	-	-	(6,828.93)	28.14	(6,800.79)
Other comprehensive income for the year (net of tax)	-	-	-	-	125.26	(0.37)	124.89	1.10	125.99
Payment of dividend	-	-	-	(289.19)	-	-	(289.19)	(4.50)	(293.69)
Adjustments for change in ownership interests*	-	0.21	0.10	3.23	0.01	0.00	3.55	(5.55)	(2.00)
Right Issue of Equity Shares **	-	24,742.92	-	-	-	-	24,742.92	-	24,742.92
Expenses incurred on rights issue of equity shares	-	(55.92)	-	-	-	-	(55.92)	-	(55.92)
Balance as at 31 March 2025	**49.88**	**31,873.10**	**2,425.30**	**41,348.50**	**292.61**	**45.06**	**76,034.45**	**905.43**	**76,939.88**
Profit for the period	-	-	-	(3,968.29)	-	-	(3,968.29)	43.29	(3,925.00)
Other comprehensive income for the year (net of tax)	-	-	-	-	(47.38)	(2.39)	(49.77)	(0.50)	(50.27)
Payment of dividend	-	-	-	-	-	-	-	(0.35)	(0.35)
Balance as at 31 March 2026	**49.88**	**31,873.10**	**2,425.30**	**37,380.21**	**245.23**	**42.67**	**72,016.39**	**947.87**	**72,964.26**

* During the previous year, Company has acquired 2,00,000 equity share (partly paid) face value of ₹2/- each and ₹1/- paid up of Hindware Limited issued to one of the eligible employee (none of them being the promoters or part of the promoters group) of Hindware Limited. Consequently, the adjustment has been carried out.

** The Committee of Directors (Rights Issue) at its meeting held on 18 October 2024, has inter alia considered and approved the rights issue of 1,13,49,962 fully paid-up Equity Shares of Rights issue price of ₹220 per equity share (including a premium of ₹ 218 per Equity Share) on Rights basis to the eligible equity shareholders in the ratio of 119 rights equity shares for every 758 equity shares held by the eligible equity shareholder for amount aggregating up to ₹24,969.92 lakh. Further, 1,13,49,962 equity shares were allotted by the Company on 28 November 2024.

The accompanying notes form an integral part of the Consolidated financial statements.
As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325
Place: Gurugram
Date : 19 May 2026

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date : 19 May 2026

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2026

NOTE 1

A) Corporate information

Hindware Home Innovation Limited (the 'Parent Company') is a public limited company incorporated in India under the Companies Act, 2013. The registered office of the Parent Company is situated in Kolkata and the corporate office is in Gurugram. The Group is into the business of manufacturing, selling and trading of building products, consumer products and retail business. The equity shares of the parent Company is listed at National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

The consolidated financial statements include the consolidated balance sheet, consolidated statement of profit and loss, consolidated cash flow statement and consolidated statement of changes in equity of the Parent Company, its under mentioned subsidiaries (hereinafter referred as the 'Group') and joint venture-

Subsidiary Companies	Date of shareholding/ membership	Country of incorporation	% of shareholding
Evok Homes Private Limited	1 April 2018	India	100%
Hindware Limited	1 April 2018	India	98.6%
Halis International Limited	1 April 2018	Mauritius	98.6%
Queo Bathroom Innovations Limited *(subsidiary of Halis International Limited)*	1 April 2018	United Kingdom (UK)	98.6%
Truflo Pipes Limited	17 June 2022	India	98.6%
HHIL Limited	4 March 2025	India	100%

Joint Venture Company	Date of shareholding/ membership	Country of incorporation	% of shareholding
Hintastica Private Limited*	14 November 2019	India	50%

* w.e.f. 20 May 2021, the company has become Joint Venture of the Group

B) Statement of compliance with Indian Accounting Standards (Ind AS)

The consolidated financial statements of the Group have been prepared in accordance with Ind AS notified by the Companies (Indian Accounting Standards) Rules, 2015 (as amended). Accordingly, the Group's financial statements for the year ended 31 March 2026 are prepared complying in material aspects with applicable Ind AS.

The consolidated financial statement of the Group as at and for the year ended 31 March 2026 were approved and authorised by the Board of Directors on 19 May 2026.

C) Application of new and revised Indian Accounting Standard ("Ind AS")

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements are authorized have been considered in preparing these financial statements.

D) Recent Accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. 1st April 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. 1st April 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2026

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. 1st April 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has provided additional disclosures about its supplier finance arrangement (refer note 30).

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. The Company has determined that this does not have any impact in its financial statements.

NOTE 2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation of Consolidated Financial Statements

These financial statements are the Consolidated Financial Statements of the Group prepared in accordance with Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

These Consolidated Financial Statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below.

The Consolidated Financial Statements (CFS) comprises the Financial Statements of Hindware Home Innovation Limited ("the Company"), its Subsidiaries (herein after referred together as "the Group") and Joint Venture. The CFS of the Group have been prepared in accordance with the Indian Accounting Standards on "Consolidated Financial Statements" (Ind AS 110), "Joint Arrangements" (Ind AS 111), "Disclosure of Interest in Other Entities" (Ind AS 112), "Investment in Associates and Joint Ventures" (Ind AS 28) notified under Section 133 of the Companies Act 2013.

2.2 Principles of Consolidation

(i) Subsidiaries

Control is gained when the Parent Company:

- Has power over the investee
- Is exposed or has rights to variable return from its involvement with the investee, and
- Has the ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Parent Company has less than a majority of the voting or similar rights of an investee, the Parent Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Parent Company's voting rights and potential voting rights
- The size of the Parent Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Parent Company gains control until the date the Parent Company ceases to control the subsidiary.

(ii) Joint Venture / Equity Accounted Investees

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether joint control exists are similar to those necessary to determine control over the subsidiaries.

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2026

(iii) Loss of Control

When the Group loses control over a subsidiary, it de-recognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in the Statement of Profit and Loss.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company, i.e., year ended on 31 March.

2.3 Consolidation procedure:

Subsidiaries

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

b) Offset (eliminate) the carrying amount of the Parent's investment in each subsidiary and the Parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements.

d) Non-controlling interest represents that part of the total comprehensive income and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the Holding Company

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Joint Venture

The Group's investments in its joint ventures are accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment.

Unrealised gains resulting from the transaction between the Group and joint venture are eliminated to the extent of the interest in the joint venture, and deferred tax is made on the same.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of a joint venture' in the Statement of Profit and Loss.

NOTE 3 MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION

The material accounting policies to prepare consolidated financial statements are in uniformity with the standalone financial statements of the Company. Following are the additional policies specifically considered for preparation of consolidated financial statements:

3.1 Business combinations

Business combinations are accounted for using the acquisition method. At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose, the liabilities assumed

Material accounting policies and other explanatory information to the Consolidated financial statements

for the year ended 31 March 2026

include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration. However, deferred tax asset or liability and any liability or asset relating to employee benefit arrangements arising from a business combination are measured and recognized in accordance with the requirements of Ind AS 12, 'Income Taxes' and Ind AS 19, 'Employee Benefits', respectively. Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded as a gain in other comprehensive income and accumulated in equity as capital reserve. The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the Statement of Profit and Loss in the period in which they are incurred.

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and the control is not transitory. The transactions between entities under common control are specifically covered by Ind AS 103. Such transactions are accounted for using the pooling-of-interest method. The assets and liabilities of the acquired entity are recognised at their carrying amounts of the parent entity's consolidated financial statements with the exception of certain income tax and deferred tax assets. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies. The components of equity of the acquired companies are added to the same components within the Group's equity. The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to other equity and is presented separately from other capital reserves.

3.2 Foreign currency transactions and translations

Initial recognition

The Group's consolidated financial statements are presented in ₹, which is also the Group's functional currency. Transactions in foreign currencies are recorded on initial recognition in the functional currency at the exchange rates prevailing on the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Group, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Treatment of exchange difference

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Group's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

3.3 Taxation

Deferred tax

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Parent Company's/its subsidiary's forecast of future opening results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

Deferred tax liabilities are generally recognised in full, although Ind AS 12, Income Taxes, specifies limited exemptions.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in the statement of profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of land) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

3.4 Segment reporting

The Company's operating businesses are organized and managed separately according to the nature of products manufactured and services provided, with each segment representing a strategic business unit that offers different products and as reviewed by the Chief operating decision maker of the Company. (refer note 53).

NOTE 4 PROPERTY, PLANT AND EQUIPMENT

(₹ in lakh)

Description of assets	Land-Freehold	Right of use - Land	Buildings	Leasehold improvements	Right of use - Building	Plant and equipment	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Gross block											
Balance as at 1 April 2024	**8,910.02**	**2,576.84**	**11,288.70**	**1,957.17**	**27,535.93**	**48,854.29**	**1,301.32**	**16,582.20**	**2,345.82**	**2,538.21**	**1,23,890.50**
Additions - Continuing operations	-	-	438.87	613.08	2,152.17	3,742.51	328.43	3,144.63	365.24	501.34	11,286.27
Disposals/adjustment - Continuing operations	-	-	-	-	(5,935.66)	(86.73)	(9.48)	(1.25)	(216.37)	(606.10)	(6,855.59)
Adjustment due to Discontinued operations	-	-	-	(163.52)	(884.95)	(7.75)	(63.14)	(307.89)	(96.19)	(20.51)	(1,543.95)
Balance as at 31 March 2025	**8,910.02**	**2,576.84**	**11,727.57**	**2,406.73**	**22,867.49**	**52,502.32**	**1,557.13**	**19,417.69**	**2,398.50**	**2,412.94**	**1,26,777.23**
Additions - Continuing operations	111.85	-	10,347.21	341.11	3,854.03	10,616.75	165.41	2,378.65	384.78	327.51	28,527.30
Disposals/adjustment - Continuing operations	-	-	-	(128.51)	(5,708.62)	-	(20.14)	(311.53)	(173.04)	(389.12)	(6,730.96)
Balance as at 31 March 2026	**9,021.87**	**2,576.84**	**22,074.78**	**2,619.33**	**21,012.90**	**63,119.07**	**1,702.40**	**21,484.81**	**2,610.24**	**2,351.33**	**1,48,573.57**
II. Accumulated depreciation											
Balance as at 1 April 2024	**-**	**58.56**	**584.84**	**909.18**	**8,825.74**	**9,321.13**	**902.28**	**9,001.43**	**1,640.53**	**1,303.46**	**32,547.15**
Depreciation charge for the year - Continuing operations	-	29.28	328.74	172.63	3,084.34	4,114.84	211.76	3,429.88	399.96	414.07	12,185.50
Depreciation charge for the year - Discontinued operations	-	-	-	-	23.32	-	-	-	-	-	23.32
Disposals/adjustment - Continuing operations	-	-	-	-	(3,166.99)	(33.08)	(6.79)	(1.09)	(176.31)	(374.42)	(3,758.68)
Adjustment due to Discontinued operations	-	-	-	(163.52)	(591.02)	(7.75)	(63.14)	(307.89)	(94.65)	(7.72)	(1,235.69)
Balance as at 31 March 2025	**-**	**87.84**	**913.58**	**918.29**	**8,175.39**	**13,395.14**	**1,044.11**	**12,122.33**	**1,769.53**	**1,335.39**	**39,761.60**
Depreciation charge for the year - Continuing operations	-	29.28	410.41	227.56	2,726.84	4,262.25	198.74	3,095.53	354.86	364.16	11,669.63
Disposals/adjustment - Continuing operations	-	-	-	(74.39)	(2,861.27)	-	(14.01)	(235.80)	(151.51)	(235.94)	(3,572.92)
Impairment (refer note 45)	-	-	-	80.50	-	1,187.42	18.62	71.56	2.64	-	1,360.74
Balance as at 31 March 2026	**-**	**117.12**	**1,323.99**	**1,151.96**	**8,040.96**	**18,844.81**	**1,247.46**	**15,053.62**	**1,975.52**	**1,463.61**	**49,219.05**
Net block (I-II)											
Balance as at 31 March 2026	**9,021.87**	**2,459.72**	**20,750.79**	**1,467.37**	**12,971.94**	**44,274.26**	**454.94**	**6,431.19**	**634.72**	**887.72**	**99,354.52**
Balance as at 31 March 2025	**8,910.02**	**2,489.00**	**10,813.99**	**1,488.44**	**14,692.10**	**39,107.18**	**513.02**	**7,295.36**	**628.97**	**1,077.55**	**87,015.63**

1. Refer note 23 for details of property, plant and equipment hypothecated as security by the Company.

2. Land having carrying value of ₹109.42 lakhs (previous year ₹109.42 lakhs), mutation is pending in the name of the Group (refer note 66)

3. Borrowings cost have been capitalised during the year ₹653.88 lakhs (previous year ₹488.98 lakhs)

Notes

forming part of the Consolidated Financial Statements

NOTE 5 CAPITAL WORK-IN-PROGRESS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Capital work in progress^	9,349.79	20,852.58
	9,349.79	**20,852.58**

^Details of pre-operative expenditure incurred during construction period :-

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	**831.04**	**124.31**
Add:		
Raw Material	2,764.78	49.15
Stores and spares consumed	38.71	0.36
Power and fuel	215.71	2.99
Travelling and Conveyance	35.44	23.41
Employee benefits expense	696.99	177.40
Finance costs	653.88	488.98
Rates and taxes	6.52	3.38
Repair and mainteneance	6.01	0.80
Miscellaneous expenses	94.73	1.42
Sub Total (A)	**5,343.81**	**872.20**
Less:		
Sales	2,156.28	40.97
Other Income	1.59	0.19
Finished Goods	1,209.43	-
Sub Total (B)	**3,367.30**	**41.16**
Total (A-B)	**1,976.51**	**831.04**
Less: Allocated to property, plant and equipments capitalised during the year	**(1,976.51)**	**-**
Total	**-**	**831.04**

i) Details and Ageing of CWIP is as follows:

As at 31 March 2026

(₹ in lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	1,512.09	7,837.70	-	-	**9,349.79**

As at 31 March 2025

(₹ in lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	16,949.53	3,829.73	73.32	-	**20,852.58**

Notes

forming part of the Consolidated Financial Statements

NOTE 5 CAPITAL WORK-IN-PROGRESS (CONTD.)

(ii) The expected completion of projects whose completion is over due is as follows: *

(₹ in lakh)

Particulars	As at 31 March 2026				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Pipes- Fire Sprinkler	1,481.85	-	-	-	1,481.85
BPD - CNC Machine	95.16	-	-	-	95.16
BPD - CNC Machine	277.00	-	-	-	277.00
Other Miscellaneous projects	37.20	-	-	-	37.20
Total	**1,891.21**	**-**	**-**	**-**	**1,891.21**

(₹ in lakh)

Particulars	As at 31 March 2025				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Pipes - Roorkee Project	10,218.25	-	-	-	10,218.25
Pipes - PTMT Project	888.97	-	-	-	888.97
Pipes - Fire Sprinkler	1,891.50	-	-	-	1,891.50
BPD - Single Piece - Batteries	1,033.67	-	-	-	1,033.67
BPD - Solar Heating System	141.62	-	-	-	141.62
BPD - Storage Shed	83.73	-	-	-	83.73
Other Miscellaneous projects	225.08	-	-	-	225.08
Total	**14,482.82**	**-**	**-**	**-**	**14,482.82**

* Projects are in final stage of completion

NOTE 6 GOODWILL

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Goodwill	191.00	191.00
	191.00	**191.00**

Reconciliation of the carrying amount of goodwill at the beginning and end of the reporting year

(₹ in lakh)

Particulars	Amount
Balance as at 1 April 2024	**191.00**
Impairment for the year	-
Balance as at 31 March 2025	**191.00**
Impairment for the year	-
Balance as at 31 March 2026	**191.00**

The Group tests goodwill annually for impairment, or more frequently if there are indications that goodwill might be impaired.

The recoverable amounts of the cash generating units ("CGU") is determined from value in use calculation. The key assumptions for the value in use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the year. These assumptions have been determined in light of the economic environment which has resulted in more conservative estimates about the future. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGU. Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

Notes

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NOTE 6 GOODWILL (CONTD.)

The Group has conducted a sensitivity analysis on the impairment test of CGU carrying value. Change in the discount rate and growth rate by +/- 1% points would not impact in carrying value of goodwill (with other factors remains constant).

Value in use has been determined by discounting the future cash flows generated from the continuing use of the unit. The calculation of the value in use is based on the following key assumptions :

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Discount rate	15.68%	13.73%
Terminal value of growth rate	4%	4%

The estimated recoverable amount of goodwill is not lower than the carrying amount at year end , consequently the group has not provided for any impairment loss.

NOTE 7 OTHER INTANGIBLE ASSETS

(₹ in lakh)

Description of assets	Trade mark	Computer software	Total
I. Gross Block			
Balance as at 1 April 2024	**36.15**	**1,177.70**	**1,213.85**
Additions - Continuing operations	-	185.29	185.29
Disposals/adjustment - Continuing operations	-	-	-
Adjustment due to Discontinued operations	-	(131.83)	(131.83)
Balance as at 31 March 2025	**36.15**	**1,231.16**	**1,267.31**
Additions - Continuing operations	-	84.05	84.05
Disposals/adjustment - Continuing operations	-	-	-
Balance as at 31 March 2026	**36.15**	**1,315.21**	**1,351.36**
II. Accumulated amortisation			
Balance as at 1 April 2024	**11.74**	**983.15**	**994.89**
Amortisation charge for the year - Continuing Operations	4.20	62.85	67.05
Disposals/adjustment - Continuing operations	-	-	-
Adjustment due to Discontinued operations	-	(131.83)	(131.83)
Balance as at 31 March 2025	**15.94**	**914.17**	**930.11**
Amortisation charge for the year - Continuing Operations	4.61	74.37	78.98
Disposals/adjustment - Continuing operations	-	-	-
Impairment (refer note 45)	-	2.31	2.31
Balance as at 31 March 2026	**20.55**	**990.85**	**1,011.40**
Net block (I-II)			
Balance as at 31 March 2026	**15.60**	**324.36**	**339.96**
Balance as at 31 March 2025	**20.21**	**316.99**	**337.20**

Notes

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NOTE 8 OTHER INTANGIBLES ASSETS UNDER DEVELOPMENT

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Other intangible assets under development	4.48	30.23
	4.48	**30.23**

(i) Details and Ageing of other intangibles assets under development

As at 31 March 2026

(₹ in lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	4.48	-	-	-	**4.48**

As at 31 March 2025

(₹ in lakh)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Projects in progress	3.54	26.69	-	-	**30.23**

(ii) The expected completion of projects whose completion is over due is as follows:

(₹ in lakh)

Particulars	As at 31 March 2026				Total
	less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Miscellaneous projects	-	-	-	-	**-**

(₹ in lakh)

Particulars	As at 31 March 2025				Total
	less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
Miscellaneous projects	7.60	-	-	-	**7.60**

There are no projects which are over-run as at 31 March 2026 as well as 31 March 2025

Notes

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NOTE 9 NON CURRENT INVESTMENTS

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number	₹ in lakh	Number	₹ in lakh
(A) Deemed equity contribution				
Deemed equity contribution#		0.00		30.75
Total (A)		**0.00**		**30.75**
(B) Investment in unquoted equity shares (fully paid up) Measured at Cost				
Investment in Others				
Neycer India Limited (face value ₹10 each)	125	0.01	125	0.01
Water Management & Plumbing Skill Council (face value ₹10 each)	10,000	1.00	10,000	1.00
Total (B)		**1.01**		**1.01**
(C) Investment in other unquoted instruments Measured at Cost				
National Savings Certificates*		0.20		0.20
Total (C)		**0.20**		**0.20**
(D) Investment in unquoted equity shares (fully paid up) Measured Using Equity Method:				
Investment in Joint Venture				
Hintastica Private Limited (face value ₹ 10 each)	5,48,787	6,680.90	5,48,787	10,234.86
Less: Provision for impairment (refer note 45)		(3,325.93)		(2,960.03)
Total (D)		**3,354.97**		**7,274.83**
Total investments (A+B+C+D)		**3,356.18**		**7,306.79**
Other disclosures				
Aggregate amount of unquoted investments		6,682.11		10,266.82
Aggregate amount of diminution of investments		3,325.93		2,960.03

Fair value of letter of guarantee given for the Hintastica Private Limited

* Deposited with Government authorities

NOTE 10 NON-CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good, unless stated otherwise)		
Security deposits	1,235.37	1,206.95
	1,235.37	**1,206.95**

NOTE 11 INCOME-TAX ASSETS (NET)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Advance income-tax (net)	237.19	195.98
	237.19	**195.98**

Notes

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NOTE 12 DEFERRED TAX (NET)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax asset arising on account of		
Business losses	2,888.92	2,706.08
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	811.83	678.94
Expected credit loss / impairment of financial assets	3,427.37	2,525.64
Provision for employee benefits	231.66	259.47
MAT Credit entitlement	175.48	175.48
Others	1,123.28	730.03
Deferred tax assets (net)	**8,658.54**	**7,075.64**

Deferred tax assets (net) in relation to:

(₹ in lakh)

Particulars	As at 1 April 2025	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2026
Deferred tax asset arising on account of				
Business losses	2,706.08	182.84	-	2,888.92
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	678.94	132.89	-	811.83
Expected credit loss / impairment of financial assets	2,525.64	901.73	-	3,427.37
Provision for employee benefits	259.47	(48.20)	20.39	231.66
Others	730.03	393.25	-	1,123.28
Net deferred tax assets	**6,900.16**	**1,562.51**	**20.39**	**8,483.06**

(₹ in lakh)

Particulars	As at 1 April 2024	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31 March 2025
Deferred tax asset arising on account of				
Business losses	969.97	1,736.11	-	2,706.08
Difference between book balance and tax balance of property, plant and equipment and right of use asset (net of lease liability)	655.80	23.14	-	678.94
Expected credit loss / impairment of financial assets	2,459.94	65.70	-	2,525.64
Provision for employee benefits	284.07	25.35	(49.95)	259.47
Others	780.44	(50.41)	-	730.03
Net deferred tax assets	**5,150.22**	**1,799.89**	**(49.95)**	**6,900.16**

Notes
forming part of the Consolidated Financial Statements

NOTE 12 DEFERRED TAX (NET) (CONTD.)

MAT Credit Entitlement Movement

(₹ in lakh)

Particulars	Amount
MAT credit entitlement as on 1 April 2024	**175.48**
MAT credit recognised	-
MAT credit utilization	-
MAT credit entitlement as on 31 March 2025	**175.48**
MAT credit recognised	-
MAT credit utilization	-
MAT credit entitlement as on 31 March 2026	**175.48**

NOTE 13 OTHER NON-CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good, unless stated otherwise)		
Capital advances	527.84	1,596.89
Considered doubtful	5.09	5.09
Less : Provision for doubtful advances	(5.09)	(5.09)
Prepaid expenses	26.54	48.45
Balances with government authorities*	80.85	107.97
Others	2.47	0.84
	637.70	**1,754.15**

* Deposited against demand under dispute/legal case

NOTE 14 INVENTORIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(valued at cost or net realisable value which ever is lower)		
Raw materials @	8,833.62	14,526.04
Work-in-progress	4,714.72	3,349.24
Finished goods	7,232.12	3,238.89
Stock-in-trade @	38,204.05	36,774.21
Stores and spares	1,369.23	1,203.44
Packing material	861.29	809.63
Oils, fuels, lubricants and others	179.96	170.97
	61,394.99	**60,072.42**
@Included above, goods-in-transit:		
Raw materials	19.99	306.28
Stock-in-trade	69.74	62.87
	89.73	**369.15**

Refer note 28 for information on inventory hypothecated as security by the company.

Notes

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NOTE 15 CURRENT INVESTMENTS

(₹ in lakh)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Units	Amount	Units	Amount
Investments carried at fair value through profit and loss (FVTPL)				
Investments in mutual fund - Quoted				
Axis Overnight Fund Direct Growth	36,570	521.39	-	-
		521.39		**-**
Other disclosures				
Aggregate book value of quoted investments		521.39		-
Aggregate amount of market value of quoted investments		521.39		-

NOTE 16 TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Trade Receivables considered good - Secured	1,081.83	1,300.55
(ii) Trade Receivables considered good - Unsecured*	40,869.93	49,476.21
(iii) Trade Receivables - credit impaired	10,481.05	7,435.32
	52,432.81	**58,212.08**
Provision for expected credit loss	(10,481.05)	(7,435.32)
	41,951.76	**50,776.76**

* Including of AGI Greenpac Limited of ₹2.02 lakh (previous year ₹0.32 lakh)

Ageing As at 31 March 2026

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	11,621.36	25,966.16	1,722.70	1,536.70	765.64	-	41,612.56
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	684.20	721.52	3,379.38	4,785.10
(iv) Disputed Trade Receivables– considered good	-	0.34	69.52	116.97	152.37	-	339.20
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	10.34	141.90	403.18	423.77	4,716.76	5,695.95
Total	**11,621.36**	**25,976.84**	**1,934.12**	**2,741.05**	**2,063.30**	**8,096.14**	**52,432.81**
Total Provision (iii) + (vi)	**-**	**10.34**	**141.90**	**1,087.38**	**1,145.29**	**8,096.14**	**10,481.05**

Notes

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NOTE 16 TRADE RECEIVABLES (CONTD.)

Ageing As at 31 March 2025

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	20,013.67	24,387.23	2,295.82	1,913.14	927.11	-	49,536.97
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	229.33	344.29	2,490.06	3,063.68
(iv) Disputed Trade Receivables– considered good	-	0.08	212.11	360.42	667.18	-	1,239.79
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	58.68	222.39	4,090.57	4,371.64
Total	**20,013.67**	**24,387.31**	**2,507.93**	**2,561.57**	**2,160.97**	**6,580.63**	**58,212.08**
Total Provision (iii) + (vi)	**-**	**-**	**-**	**288.01**	**566.68**	**6,580.63**	**7,435.32**

Movement in provision for expected credit loss

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	7,435.32	7,022.21
Expected credit losses provided for during the year (refer note 44)	907.82	1,052.16
Expected credit losses provided as exceptional item during the year (refer note 45)	2,497.49	-
Amounts written back during the year	(359.58)	-
Less:- Amount pertaining to discontinued business included in opening	-	(639.05)
	10,481.05	**7,435.32**

Trade receivables are hypothecated against the borrowings obtained by the Group as referred in note 28

NOTE 17 CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks	**3,281.85**	**2,411.26**
Cheques, drafts in hand	-	47.88
Cash in hand	4.54	3.78
Remittance in transit	41.96	25.87
	3,328.35	**2,488.79**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

Notes

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NOTE 18 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Other bank balances		
Deposit with bank	-	23.34
Unpaid dividends accounts *	13.29	13.42
	13.29	**36.76**

* Not due for deposit in the investor education and protection fund

NOTE 19 CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good)		
Interest accrued on deposits, loans and advances	37.93	29.37
Security Deposit ^	40.56	111.44
Other Receivable *	474.89	1,435.55
	553.38	**1,576.36**

^ Including of AGI Greenpac Limited of ₹40.56 lakh (previous year ₹40.56 lakh)

* including of AGI Greenpac Limited of ₹4.10 lakh (previous year ₹156.66 lakh) and Hintastica Private Limited ₹251.41 lakh (previous year ₹412.05 lakh)

NOTE 20 OTHER CURRENT ASSETS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
(unsecured and considered good, unless stated otherwise)		
Prepaid expenses	513.02	799.07
Balances with government authorities	7,255.01	6,715.67
Others		
- Advance to suppliers	4,097.73	3,050.35
Considered doubtful	216.88	103.12
less : Provision against Advance to Vendors	(216.88)	(103.12)
- Employee advances	33.79	108.84
- Other current assets	1,827.07	833.03
Considered doubtful	735.51	735.51
Less : Provision for doubtful advances	(735.51)	(735.51)
	13,726.62	**11,506.96**

Notes

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NOTE 21 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	(₹ in lakh)	No. of shares	(₹ in lakh)
Authorised:				
Equity shares of ₹ 2 each	15,00,00,000	3,000.00	15,00,00,000	3,000.00
Issued:				
Equity shares of ₹ 2 each	8,36,46,357	1,672.93	8,36,46,357	1,672.93
Subscribed and fully paid:				
Equity shares of ₹ 2 each	8,36,46,357	1,672.93	8,36,46,357	1,672.93
	8,36,46,357	**1,672.93**	**8,36,46,357**	**1,672.93**

(a) Reconciliation of share outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number	(₹ in lakh)	Number	(₹ in lakh)
Equity shares outstanding at the beginning of the year	8,36,46,357	1,672.93	7,22,96,395	1,445.93
Add: Shares issued during the year	-	-	1,13,49,962	227.00
Equity shares outstanding at the end of the year	**8,36,46,357**	**1,672.93**	**8,36,46,357**	**1,672.93**

(b) Statement of changes in promoters stake

Shares held by promoters^ at the end of the year

S.No	Promoter name	As at 31 March 2026		As at 31 March 2025		% Change during the year
		No. of shares	% of holding	No. of shares	% of holding	
1	Sandip Somany	73,21,210	8.75%	73,21,210	8.75%	0.00%
2	Sumita Somany	1,90,735	0.23%	1,90,735	0.23%	0.00%
3	Divya Somany	1,74,047	0.21%	1,74,047	0.21%	0.00%
4	Sandip Somany HUF	1,13,531	0.14%	1,13,531	0.14%	0.00%
5	Shashvat Somany	90,325	0.11%	90,325	0.11%	0.00%
6	Somany Impresa Limited	3,62,27,771	43.31%	3,62,27,771	43.31%	0.00%
7	Matterhorn Trust	119	0.00%	119	0.00%	0.00%
Total		**4,41,17,738**	**52.74%**	**4,41,17,738**	**52.74%**	

^ Promoter here means promoter as defined in the Companies Act,2013.

(c) Terms and rights attached to equity shares

The Company has issued only one class of equity shares having par value of ₹ 2 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after settling of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes

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NOTE 21 EQUITY SHARE CAPITAL (CONTD.)

(d) List of shareholders holding more than 5% of the equity share capital of the Company as at: *

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% of holding	No. of shares	% of holding
Somany Impresa Limited	3,62,27,771	43.31%	3,62,27,771	43.31%
Sandip Somany	73,21,210	8.75%	73,21,210	8.75%

* Information is furnished as per shareholder register as at the year end.

(e) There are no shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and bought back during the last 5 years.

NOTE 22 OTHER EQUITY

(₹ in lakh)

Particulars	Reserves and surplus				Other comprehensive income		Total Attributable to owners of the Parent	Attributable to Non - Controlling Interests	Total
	Capital reserve	Securities premium reserve	General reserve	Retained earnings	Actuarial gain / (loss)	Foreign currency translation reserve			
Balance as at 1 April 2024	**49.88**	**7,185.89**	**2,425.20**	**48,463.39**	**167.34**	**45.43**	**58,337.13**	**886.24**	**59,223.37**
Profit/(loss) for the year	-	-	-	(6,828.93)	-	-	(6,828.93)	28.14	(6,800.79)
Other comprehensive income for the year (net of tax)	-	-	-	-	125.26	(0.37)	124.89	1.10	125.99
Payment of dividend	-	-	-	(289.19)	-	-	(289.19)	(4.50)	(293.69)
Adjustments for change in ownership interests	-	0.21	0.10	3.23	0.01	0.00	3.55	(5.55)	(2.00)
Right Issue of Equity Shares (refer note 59)	-	24,742.92	-	-	-	-	24,742.92	-	24,742.92
Expenses incurred for rights issue of equity shares	-	(55.92)	-	-	-	-	(55.92)	-	(55.92)
Balance as at 31 March 2025	**49.88**	**31,873.10**	**2,425.30**	**41,348.50**	**292.61**	**45.06**	**76,034.45**	**905.43**	**76,939.88**
Profit/(loss) for the year	-	-	-	(3,968.29)	-	-	(3,968.29)	43.29	(3,925.00)
Other comprehensive income for the year (net of tax)	-	-	-	-	(47.38)	(2.39)	(49.77)	(0.50)	(50.27)
Payment of dividend	-	-	-	-	-	-	-	(0.35)	(0.35)
Balance as at 31 March 2026	**49.88**	**31,873.10**	**2,425.30**	**37,380.21**	**245.23**	**42.67**	**72,016.39**	**947.87**	**72,964.26**

Nature and purpose of other reserves:

1. Capital reserve was created on amalgamation of certain entities/undertaking into the Company.
2. Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.
3. General reserves was created by transferring certain amount out of profits at the time of distribution of dividend in the past.
4. During the previous year company acquired 2,00,000 equity share (partly paid) face value of ₹2/- each and ₹1/- paid up of Hindware Limited issued to eligible employee (none of them being the promoters or part of the promoters group) of Hindware Limited. Consequently, the adjustment has been carried out.

Notes
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NOTE 23 NON CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Secured:		
Term loans from banks:		
Rupee loans	40,200.76	48,893.38
	40,200.76	**48,893.38**
Less: Current maturities of long term borrowing (refer note 28)	14,890.33	13,410.78
	25,310.43	**35,482.60**

1 Loans are secured by way of hypothecation of first pari-passu charge on movable fixed assets both present and future of Hindware Limited. Further, this is secured by first pari-passu charge by way of mortgage on immovable fixed assets located at Bibinagar and Kaharani plants of Hindware Limited.

- Term Loans aggregating to ₹ 1,250.00 lakh (previous financial year ₹ 2,250.00 lakh) are repayable in 5 equal quaterly instalments from April 2026 to April 2027.
- Term Loans aggregating to ₹ 3,333.33 lakh (previous financial year ₹ 4,166.67 lakh) are repayable in 16 equal quaterly instalments from May 2026 to February 2030.
- Term Loans aggregating to ₹ 1,120.00 lakh (previous financial year ₹ 3,720.00 lakh) are repayable in 1 instalment in May 2026.
- Term Loans aggregating to ₹ 4,312.50 lakh (previous financial year ₹ 4,875.00 lakh) are repayable in 19 instalments from May 2026 to November 2030.
- Term Loans aggregating to ₹ 8,308.46 lakh (previous financial year ₹ 14,690.48 lakh) are repayable in 3 instalments from April 2026 to October 2026.
- Term Loans aggregating to ₹ 5,000.00 lakh (previous financial year ₹ 5,000.00 lakh) are repayable in 24 instalments from June 2026 to March 2032.
- Term Loans aggregating to ₹ 6,500.00 lakh (previous financial year ₹ 4,629.84 lakh) are repayable in 24 instalments from March 2027 to December 2032.
- Term Loans aggregating to ₹ 2,500.00 lakh (previous financial year ₹ 4,166.67 lakh) are repayable in 6 equal quaterly instalments from June 2026 to September 2027.
- Term Loans aggregating to ₹ 4,214.00 lakh (previous financial year ₹ 1,366.00 lakh) are repayable in 24 instalments from April 2027 to January 2033.

2 Loan is secured by exclusive charge by way of mortgage on immovable fixed assets at World Trade Tower, New Delhi of Hindware Limited.

- Term Loans aggregating to ₹ 3,662.47 lakh (previous year ₹ 4,028.72 lakh) are repayable in 20 instalments from June 2026 to March 2031.

3 Interest rates are linked to 3M T-bill, REPO and 3M MCLR, and are ranging from 3M T-bill + 180 bps to 3M MCLR

Notes

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NOTE 24 NON-CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Lease liability (refer note 55)	12,550.66	14,361.59
	12,550.66	**14,361.59**

NOTE 25 NON-CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Trade deposits	5,260.10	5,574.15
	5,260.10	**5,574.15**

NOTE 26 NON-CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Long-term employee benefits		
Provision for compensated absences	705.82	965.72
Provision for long service award	96.21	100.36
Provision for warranty	526.08	406.08
	1,328.11	**1,472.16**

Movement for provision for warranty

(₹ in lakh)

Particulars	Amount
Balance as at 1 April 2024	**401.08**
Additional provisions recognised (included in Other expenses)	5.00
Balance as at 31 March 2025	**406.08**
Additional provisions recognised (included in Other expenses)	120.00
Balance as at 31 March 2026	**526.08**

Warranty claims:

The provision for warranty claims represent the present value of best estimate of the future outflow of economic benefits that will be required under the Company obligations for warranties under the local sale of goods. The estimate has been made based on historical warranty trends and may vary as a result of new materials, altered manufacturing process or other events. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on warranty period of certain products up to 12 years.

NOTE 27 OTHER NON-CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Employee related payables	458.40	421.72
	458.40	**421.72**

NOTE 28 CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Secured borrowings		
From banks		
Cash credit - loans repayable on demand	1,090.83	-
Working capital demand loan	27,165.26	21,620.49
	28,256.09	**21,620.49**
Unsecured borrowings		
From banks		
Corporate credit card	2,417.00	1,474.79
	2,417.00	**1,474.79**
Current maturities of long term borrowing	14,890.33	13,410.78
	45,563.42	**36,506.06**

Details of security and term of repayment of each type of borrowing:

a) Working capital and Cash credit facilities availed by the various entities of the group are secured by hypothecation of inventories, finished & semi-finished goods and receivables of respective entities. The Working capital facilities and Cash credit facilities are repayable on demand.

b) The interest rate for Short term borrowing ranges from REPO + 129 bps to 1 year MCLR.

NOTE 29 CURRENT FINANCIAL LIABILITIES - LEASE LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Lease liability (refer note 55)	2,201.69	2,564.49
	2,201.69	**2,564.49**

NOTE 30 ACCEPTANCES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Acceptances	10,902.84	6,253.84
	10,902.84	**6,253.84**

Notes:

a) Acceptances are carried at interest rate ranging from 6.74% p.a. to 6.80% p.a. (previous year: 7.40% p.a. to 7.85% p.a.)

b) The tenure of these acceptances ranges from 91 to 118 days from the date of draw down (previous year: 85 to 105 days)

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NOTE 31 TRADE PAYABLES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Due to micro and small enterprise	10,395.30	4,657.64
Due to others*	22,304.67	29,746.37
	32,699.97	**34,404.01**

* Including of AGI Greenpac Limited of ₹ 432.05 lakh (previous year ₹ 406.75 lakh)

Ageing As at 31 March 2026

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i MSME **	97.23	8,715.67	1,503.76	28.86	23.27	26.51	10,395.30
ii Others	1,257.57	10,852.34	10,065.06	54.02	47.92	27.76	22,304.67
Total	**1,354.80**	**19,568.01**	**11,568.82**	**82.88**	**71.19**	**54.27**	**32,699.97**

Ageing As at 31 March 2025

(₹ in lakh)

Particulars	Outstanding for following period from due date of payment						Total
	Unbilled	Not Due	less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	
i MSME **	88.58	3,883.94	603.54	45.66	23.11	12.81	4,657.64
ii Others	743.55	12,991.93	15,902.33	62.00	16.26	30.30	29,746.37
Total	**832.13**	**16,875.87**	**16,505.87**	**107.66**	**39.37**	**43.11**	**34,404.01**

** As per supply terms

Disclosure under MSMED Act, 2006^

Dues to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006 to the extent identified and information available with the Company pursuant to section 22 of the Micro, Small and Medium Enterprises Development Act (MSMED), 2006, details as certified by the management are mentioned below:

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Principal amount overdue remaining unpaid to any supplier*	2,222.50	804.30
Interest due thereon remaining unpaid to any supplier	38.67	22.79
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers beyond the appointed day during the year	195.93	469.61
Interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	322.13	427.80
Interest accrued and remaining unpaid	738.57	573.70

* Includes dues of micro and small enterprises included within other financial liabilities.

^ Including discontinued operations

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NOTE 32 CURRENT FINANCIAL LIABILITIES - OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Interest accrued but not due on borrowings	194.43	190.85
Unpaid dividends^	13.29	13.42
Earnest money deposits	8.95	13.80
Security deposits/retention money	414.73	299.40
Others		
Towards capital creditors	771.16	807.09
Employee related payables	5,798.63	6,129.93
Towards expenses payable *	3,222.33	3,271.04
Financial obligation towards letter of guarantee (refer note 9)	0.00	30.75
Commission payable to directors	49.90	39.91
Gratuity payable (net obligation)	754.90	717.83
Other payables**	13,165.62	13,641.51
	24,393.94	**25,155.53**

^ Not due for deposit in Investors Education and Protection Fund

* including of AGI Greenpac Limited of ₹20.91 lakh (previous year ₹0.27 lakh)

** Including of AGI Greenpac Limited ₹19.16 lakh (previous year ₹3.80 lakh) and Hintastica Private Limited ₹2.80 lakh (previous year ₹ 0.07 lakh)

NOTE 33 OTHER CURRENT LIABILITIES

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Advances received from customers	2,024.82	960.32
Payable towards statutory dues	6,333.56	7,949.56
Other payables	18.60	11.60
	8,376.98	**8,921.48**

NOTE 34 CURRENT LIABILITIES - PROVISIONS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Provision for compensated absences	87.24	198.01
Provision for long service award	13.03	11.92
Provision for warranty (also refer note 26)	284.81	284.81
	385.08	**494.74**

Movement for provision for warranty

(₹ in lakh)

Particulars	Amount
Balance as at 1 April 2024	**284.81**
Additional provisions recognised (included in Other expenses)	-
Balance as at 31 March 2025	**284.81**
Additional provisions recognised (included in Other expenses)	-
Balance as at 31 March 2026	**284.81**

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NOTE 34 CURRENT LIABILITIES - PROVISIONS (CONTD.)

Warranty claims:

The provision for warranty claims represent the present value of best estimate of the future outflow of economic benefits that will be required under the Company obligations for warranties under the local sale of goods. The estimate has been made based on historical warranty trends and may vary as a result of new materials, services or other events. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on warranty period of certain products up to 2 years.

NOTE 35 INCOME-TAX LIABILITIES (NET)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax liabilities	-	367.01
	-	**367.01**

NOTE 36 REVENUE FROM OPERATIONS

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
i) Revenue from operations		
Sale of goods	2,44,621.61	2,48,550.32
Revenue from rendering of services	139.41	27.22
Other operating revenue @	6,267.07	3,721.62
	2,51,028.09	**2,52,299.16**
Segment wise revenue information (Refer note 53)		
a) Consumer products	31,806.98	35,619.47
b) Building products	2,19,340.05	2,17,071.22
c) Others	-	-
d) Unallocated	-	-
Total	**2,51,147.03**	**2,52,690.69**
Less : Inter segment revenue	(14.26)	(7.11)
Less : Revenue from discontinued operations	(104.68)	(384.42)
Total income from operations	**2,51,028.09**	**2,52,299.16**
ii) Unsatisfied Performance Obligation		
Aggregated amount of Transaction Price allocated to the contracts that are fully or partially unsatisfied at the end of the reporting year		
i) Sale of Goods	2,024.82	960.32
iii) Reconciliation of contract price vis a vis revenue recognised in profit and loss statement is as follows:-		
Contract Price		
a) Sale of goods & services	4,34,834.89	4,51,548.62
b) Revenue from rendering of services	139.41	27.22
c) Other operating revenue	6,267.07	3,721.62
Adjustment:-		
Discount/Rebate	1,90,213.28	2,02,998.30
Revenue recognised in the statement of profit and loss account	**2,51,028.09**	**2,52,299.16**

Notes
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NOTE 36 REVENUE FROM OPERATIONS (CONTD.)

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
@ Other operating revenues comprise of:		
Sundry balances and liabilities no longer required, written back	3,091.56	1,429.79
Insurance claims received	221.80	157.61
Scrap sales	1,091.52	774.69
Miscellaneous receipts	1,862.19	1,359.53
	6,267.07	**3,721.62**

NOTE 37 OTHER INCOME

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on financial assets	93.83	93.08
Rental income	125.99	131.38
Profit on current investments (net)	1.41	0.18
Profit on sale of property, plant and equipment	53.36	95.32
Gain on foreign exchange fluctuations	13.51	27.51
Management fee	797.12	2,840.05
Government grant (refer note 64)	1,367.96	-
Miscellaneous income	1,041.53	865.34
	3,494.71	**4,052.86**

NOTE 38 COST OF MATERIALS CONSUMED

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening stock	14,526.04	11,237.92
Add: Purchases	65,860.73	73,733.22
Less: Closing stock	8,833.62	14,526.04
	71,553.15	**70,445.10**

NOTE 39 PURCHASES OF TRADED GOODS

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Sanitaryware and other products	54,264.10	47,693.91
Consumer appliances and others	17,533.81	21,079.19
	71,797.91	**68,773.10**

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NOTE 40 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventories at the end of the year:		
Finished goods	7,232.12	3,238.89
Work-in-progress	4,714.72	3,349.24
Stock-in-trade	38,204.05	36,774.21
Total (A)	**50,150.89**	**43,362.34**
Inventories at the beginning of the year:		
Finished goods	3,238.89	6,094.07
Work-in-progress	3,349.24	3,264.70
Stock-in-trade	36,774.21	36,079.98
Adjustment on account of discontinued operations-Stock in trade	-	(288.73)
Total (B)	**43,362.34**	**45,150.02**
Changes in inventories (C=B-A)	**(6,788.55)**	**1,787.68**
Finished goods stock transferred from capital work in progress	1,209.43	-
Exceptional item (refer note 45)	566.96	-
Total	**(6,146.08)**	**1,787.68**

NOTE 41 EMPLOYEE BENEFITS EXPENSE

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages and bonus	37,522.20	38,871.15
Contribution to provident funds and other funds	1,552.32	2,009.79
Staff welfare expenses	1,544.83	1,767.17
	40,619.35	**42,648.11**

NOTE 42 FINANCE COST

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on financial liabilities	5,873.68	7,525.38
Interest on lease liability (refer note 55)	1,107.60	1,345.66
Other finance cost	58.37	42.50
	7,039.65	**8,913.54**

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NOTE 43 DEPRECIATION AND AMORTISATION

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation and amortisation of property, plant and equipment (also refer note 4)	8,913.51	9,071.88
Amortisation of other intangible assets (also refer note 7)	78.98	67.05
Depreciation on right of use - land and building (refer note 4)	2,756.12	3,113.62
	11,748.61	**12,252.55**

NOTE 44 OTHER EXPENSES

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Power and fuel	9,422.11	8,514.42
Consumption of stores and spares	2,190.32	1,842.75
Consumption of packing material	4,536.91	3,759.09
Consumption of oil, fuel and lubricants	129.69	111.35
Repairs and maintenance:		
Buildings	131.98	150.75
Plant and machinery	219.74	214.76
Others	1,289.13	1,273.00
Rent (including lease rental)	1,144.26	680.92
Rates and taxes	131.88	96.94
Directors sitting fees	25.45	43.05
Expenditure on ceramic and applied research centre	125.31	164.77
Insurance	1,302.62	1,459.06
Travelling and conveyance	4,835.62	5,397.91
Commission on sales	-	13.23
Freight and forwarding charges	25.98	9.09
Advertisement and publicity	7,931.42	8,508.28
Transportation and forwarding	11,587.30	12,475.99
Sales promotion expenses *	1,774.85	2,694.10
Other selling expenses	1,149.30	1,208.42
Provision for expected credit loss (refer note 16)	907.82	1,052.16
Provision for doubtful advances/debts	113.76	37.18
Bad debts written off **	55.68	669.51
Corporate social responsibility expenditure	200.19	282.12
Loss on foreign exchange fluctuation	538.11	141.68
Loss on sale of property, plant and equipment	132.45	17.02
Legal and Professional Services	1,431.52	1,361.60
Management Fees	305.40	-
Miscellaneous expenses	1,807.97	2,163.97
	53,446.77	**54,343.12**

* Including of warranty expenses

** Net of withdrawal from provision for expected credit loss ₹359.58 lakh (previous year nil) (refer note 16)

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NOTE 45 EXCEPTIONAL ITEM

(i) Based on an independent valuation report, the Company restated its investment in Hintastica Private Limited ("HPL") recognizing an impairment loss under "Exceptional Items" amounting to ₹3,919.86 lakh in the Standalone financial statements (previous year ₹611.51 lakh) and ₹365.90 lakh in the Consolidated financial statements (previous year ₹2,960.03 lakh).

(ii) To optimise focus on its core kitchen appliance segment, the Board of Directors, on 12th August 2025, had approved the discontinuation of several high-loss product categories, including air purifiers, water purifiers, furniture fittings, ceiling and other fans, and air coolers (except those sold through the e-commerce channel). This exit resulted in a net exceptional charge of ₹4,427.50 lakh on standalone and consolidated basis, comprising of ₹1,363.05 lakh due to impairment of property, plant and equipments and intangible assets, ₹2,497.49 lakh due to expected credit loss on trade receivables and ₹566.96 lakh due to provision for inventory.

(iii) Following the notification of the four Labour Codes on 21st November 2025, the Group has assessed the financial impact based on draft Central Rules and ICAI guidance. Consequently, an incremental liability of ₹464.86 lakhs (net of amount capitalised during the year ₹2.50 lakhs) on consolidated basis, towards employee benefit obligations (Gratuity and Compensated Absences) has been recognized as an "Exceptional Item" for the year ended 31 March 2026. The Group will further evaluate and record necessary adjustments as and when the final Central and State Rules are notified and further clarifications are issued by the Government.

NOTE 46 CURRENT TAX AND DEFERRED TAX

(a) Income tax expense through profit and loss

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax: - Continuing operations		
Current income tax charge	1,261.66	974.31
Minimum Alternative Tax (entitlement) / adjustment	-	-
Earlier year income tax	(112.43)	174.92
	1,149.23	**1,149.23**
Current tax: - Discontinued operations		
Earlier year income tax	(0.06)	(1.18)
Deferred tax:		
In respect of origination and reversal of temporary differences - Continuing operations	(1,569.68)	(1,833.39)
In respect of origination and reversal of temporary differences - Discontinued operations	7.17	33.50
Total tax expense recognised in profit and loss account	**(413.34)**	**(651.84)**

(b) Income tax on other comprehensive income

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Re-measurement of defined benefit obligations - Continuing operations	20.39	(49.95)
Re-measurement of defined benefit obligations - Discontinued operations	-	-
	20.39	**(49.95)**

Notes

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NOTE 46 CURRENT TAX AND DEFERRED TAX (CONTD.)

(c) Numerical reconciliation between average effective tax rate and applicable tax rate :

The major components of tax expense and the reconciliation of the expected tax expense based on the domestic effective tax rate of the holding company at 34.944% (31 March 2025: 34.944%) and the reported tax expense in the statement of profit and loss are as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit/ (loss) before tax		
Profit/(loss) before tax after exceptional item from continuing opertations	(794.82)	(5,771.21)
Profit/(loss) before tax from discontinued operations	12.86	107.75
Domestic tax rate for the holding Company	34.944%	34.944%
Latest statutory enacted income tax for the Company	(273.25)	(1,979.04)
Tax effect of :		
- Non deductible expenses	154.44	218.14
- Differential tax rate of foreign subsidiaries	5.14	4.81
- Differential tax rate of domestic subsidiaries	(397.65)	(260.52)
- Dividend elimination	17.16	171.23
- Earlier year income tax	(112.49)	173.74
- Deferred tax asset not recognized on impairment loss on investment in HPL	127.86	1,034.32
- Others	65.45	(14.52)
Income-tax recognised in statement of profit and loss	**(413.34)**	**(651.84)**

(d) There is no change in statutory enacted income-tax rate during the financial year.

NOTE 47 LOSS FROM JOINT VENTURE

During the year, Hintastica Private Limited ("HPL"), a 50:50 joint venture in which the Company holds a 50% stake, recognized impairment loss of ₹5,190.67 lakh (net of taxes) on goodwill and certain other assets, driven by sustained underperformance against initial plans amid intense domestic competition and rising input costs; consequently, the Company's share in the loss of the joint venture includes an impact of ₹2,595.34 lakh for the year ended 31 March 2026.

NOTE 48 EARNINGS PER SHARE

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit/ (loss) attributable to owners of the Company		
Continuing operations (A)	(3,974.04)	(6,904.36)
Discontinued operations (B)	5.75	75.43
Profit/ (loss) for the year attributable to owners of the Company (C=A+B)	**(3,968.29)**	**(6,828.93)**
Weighted average number of equity shares (Number)	**8,36,46,357**	**7,77,60,518**
Face value per share (₹)	2.00	2.00
Basic and Diluted earning per share		
Continuing operations	(4.75)	(8.88)
Discontinued operations	0.01	0.10
Continuing operations and Discontinued operations	(4.74)	(8.78)

The holding company does not have any outstanding dilutive potential equity shares. Consequently, the basic and diluted earnings per share of the holding company remain the same.

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NOTE 49 RELATED PARTY TRANSACTIONS

In accordance with the requirement of Indian Accounting Standard (Ind AS) 24 "Related Party Disclosures" name of the related party, related party relationship, transactions and outstanding balances including commitments where control exist and with whom transactions have taken place during the reported period are as follows:

List of related parties

Relationship	Name of related party (as identified by the management)
Key management personnel (KMP)	**Executive/ Key Managerial Personnel**
	Mr. Naveen Malik (Chief Financial Officer and appointed as Chief Executive Officer w.e.f 28 May 2024)
	Ms. Payal M Puri (Company Secretary)
	Non-executive directors
	Mr. Sandip Somany - Chairman (Non-Executive Non-Independent Director)
	Mr. Ashok Jaipuria (Independent Director)
	Dr. Nand Gopal Khaitan (Independent Director)
	Mr. Salil Kumar Bhandari (Independent Director)
	Ms. Anisha Motwani (Independent Director) (ceased w.e.f 10 February 2025)
	Mr. Girdhari Lal Sultania (Non-Executive Non Independent Director) (ceased w.e.f 5 March 2026)
	Ms. Sonali Dutta (Independent Director) (appointed w.e.f 12 November 2024)
	Mr. Ram Babu Kabra (Non-Executive Non-Independent Director) (appointed w.e.f 04 March 2026)
Relatives of Key management personnel*	Mrs. Sumita Somany
	Mr. Shashvat Somany
	Ms. Divya Somany
Joint venture	Hintastica Private Limited
Corporate Social Responsibility	HSIL Corporate Social Responsibility Foundation
Post employment benefit plan	SHIL Employee gratuity fund
	Brilloca Employee Gratuity Fund
Others	AGI Greenpac Limited
Entities with significant influence of Key Management Personnel *	Sandip Somany HUF
	Somany Impresa Limited
	Matterhorn Trust
	Khaitan & Co., LLP

*where there are transactions during current year and/or previous year.

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NOTE 49 RELATED PARTY TRANSACTIONS (CONTD.)

The following transactions were carried out with related parties in the ordinary course of business and on arm's length basis.

(₹ in lakh)

Particulars	Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions with the Company	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025
(i) Transactions during the year*				
Sale of goods to				
AGI Greenpac Limited	-	-	2.20	6.49
Hintastica Private Limited	0.19	-	-	-
Purchase of goods/services from				
AGI Greenpac Limited	-	-	2,342.63	2,680.03
Hintastica Private Limited	2.31	-	-	-
Khaitan & Co., LLP	-	-	0.21	-
Reimbursement of expenses paid to				
AGI Greenpac Limited	-	-	2.37	17.17
Reimbursement of expenses received from				
AGI Greenpac Limited	-	-	29.32	108.25
Hintastica Private Limited	0.23	1.66	-	-
Management support services fees received from				
AGI Greenpac Limited	-	-	-	1,964.84
Hintastica Private Limited	797.12	875.21	-	-
Management support services fees paid to				
AGI Greenpac Limited	-	-	305.40	-
Rent paid to				
AGI Greenpac Limited	-	-	2,160.39	2,000.63
Rent received from				
Hintastica Private Limited	125.33	130.90	-	-
Royalty received from				
Hintastica Private Limited	19.86	29.43	-	-
Loan given to				
Hintastica Private Limited	500.00	-	-	-
Repayment of loan from				
Hintastica Private Limited	500.00	-	-	-
Interest received for loan given				
Hintastica Private Limited	7.27	-	-	-
Contribution made				
SHIL Employee gratuity fund	-	-	29.00	11.25
Brilloca Employee gratuity Fund	-	-	324.18	249.05
Corporate Social Responsibility				
HSIL Corporate Social Responsibility Foundation	-	-	200.19	282.12
Investment made in				
Equity shares in Hintastica Private Limited	-	1,700.00	-	-

Notes
forming part of the Consolidated Financial Statements

NOTE 49 RELATED PARTY TRANSACTIONS (CONTD.)

(₹ in lakh)

Particulars	Joint Venture		Entities where significant influence is exercised by KMP and/or their relatives having transactions with the Company	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Purchase of assets from				
Hintastica Private Limited	-	0.44	-	-
Corporate gurantee cancelled				
Hintastica Private Limited	4,450.00	-	-	-
Proceeds from right issue of equity shares				
Sandip Somany	-	-	-	2,454.05
Sumita Somany	-	-	-	65.42
Divya Somany	-	-	-	59.70
Sandip Somany HUF	-	-	-	38.94
Shashvat Somany	-	-	-	30.98
Somany Impresa Limited	-	-	-	12,425.17
Matterhorn Trust	-	-	-	0.04
Balances outstanding at the end of the year				
AGI Greenpac Limited - Payable	-	-	425.44	213.28
Hintastica Private Limited - Receivable				
Corporate Guarantee outstanding^	2,500.00	6,950.00	-	-
Other receivable	248.61	411.48	-	-

*Exclusive of GST, wherever applicable

^ The Company has given corporate guarantee of ₹ 2,500.00 lakh (previous year ₹ 6,950.00 lakh) to bank for loan taken by its joint venture, Hintastica Private Limited against which loan outstanding of Nil (previous year ₹ 10,308.11 lakh) as on 31 March 2026.

Key Managerial Personnel

The remuneration and other transaction with member of key managerial personnel and their relatives during the year was as follows:

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Short-term employee benefits#	1,185.59	1,644.56
Post-employment benefits		
- Defined contribution plan $	92.91	152.26
	1,278.50	**1,796.82**

Including bonus, sitting fee, commission on accrual basis and value of perquisites.

$ Including provident fund, leave encashment paid and any other benefit.

Notes
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NOTE 49 RELATED PARTY TRANSACTIONS (CONTD.)

Disclosure pursuant to Regulation 34(3) read with Schedule V, part A, Clause 2(2A) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

Promoter/promoter group companies holding more than 10% of equity share capital of the Company:

AGI Greenpac Limited

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Nature of transaction*		
1. Purchase of goods	2,342.63	2,680.03
2. Sale of goods	2.20	6.49
3. Godown rent	2,160.39	2,000.63
4. Management support services provided	-	1,964.84
5. Management support services received	305.40	-
6. Reimbursement of expenses received	29.32	108.25
7. Reimbursement of expenses paid to	2.37	17.17
Balances outstanding as at the end of the year		
Payable outstanding	425.44	213.28

*Exclusive of GST, wherever applicable

NOTE 50 CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(₹ in lakh)

	Particulars	As at 31 March 2026	As at 31 March 2025
a)	Demands made by the excise/service-tax/income-tax/sales tax authorities against which appeals have been filed	1,539.98	1,457.50
b)	Demands raised by the goods and service tax authorities against which appeal have been filed	2,666.57	2,770.20
c)	Claims against the Company not acknowledged as debts	661.06	561.18

NOTE 51 CAPITAL AND OTHER COMMITMENTS

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Commitments relating to contracts remaining to be executed on capital account and other commitments not provided for	2,679.71	5,665.25

Notes

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NOTE 52 FINANCIAL INSTRUMENTS AND RISK REVIEW

Capital management

The Group manages its capital to be able to continue as a going concern while maximising the returns to shareholders through optimisation of the debt and equity balance. The capital structure consists of debt which includes the borrowings as disclosed in note 23 and 28; cash and cash equivalents as disclosed in note 17 and equity attributable to equity holders of the Group, comprising issued share capital, reserves and retained earnings as disclosed in the Statement of changes in equity. For the purpose of calculating gearing ratio, debt is defined as non current and current borrowings (excluding derivatives). Equity includes all capital and reserves of the Group attributable to equity holders of the Company. The Group is not subject to externally imposed capital requirements. The Board of Directors of the respective company in the Group reviews the capital structure and cost of capital on an annual basis but has not set specific targets for gearing ratios. The risks associated with each class of capital are also considered as part of the risk reviews presented to the Audit Committee and the Board of Directors of the respective company in the Group.

The following table summarises the capital of the Company

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Equity	**74,637.19**	**78,612.81**
Liquid assets (cash and cash equivalent and current investments) (a)*	**3,849.74**	**2,488.79**
Current borrowings (refer note 28)*	30,673.09	23,095.28
Non- current borrowings (refer note 23)*	25,310.43	35,482.60
Current maturities of non current borrowings (refer note 23)*	14,890.33	13,410.78
Total debt (b)	**70,873.85**	**71,988.66**
Net debt [c = (b) - (a)]	**67,024.11**	**69,499.87**
Total capital (equity+net debt)	**1,41,661.30**	**1,48,112.68**
Gearing ratio		
Debt to equity	95%	92%
Net debt to equity ratio	90%	88%

*excluding discontinued operations

Categories of financial instruments

(₹ in lakh)

Financial assets	Notes	31 March 2026*			31 March 2025*		
		Carrying value	Gain/(loss) to income	Gain/(loss) to equity	Carrying value	Gain/(loss) to income	Gain/(loss) to equity
Trade receivable	16	41,951.76	-	-	50,776.76	-	-
Other financial assets	10, 19	1,788.75	-	-	2,783.31	-	-
Cash and bank balances	17	3,328.35	-	-	2,488.79	-	-
Bank balance other than cash and cash equivalents	18	13.29	-	-	36.76	-	-
Investments	9, 15	3,877.57	1.41	-	7,306.79	-	-
Total financial assets		**50,959.72**	**1.41**	**-**	**63,392.41**	**-**	**-**

NOTE 52 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

(₹ in lakh)

Financial liabilities	Notes	31 March 2026*			31 March 2025*		
		Carrying value	Gain/(loss) to income	Gain/(loss) to equity	Carrying value	Gain/(loss) to income	Gain/(loss) to equity
Current payables	28, 30, 31, 32	1,13,560.17	-	-	1,02,319.44	-	-
Lease Liability	24, 29	14,752.35	-	-	16,926.08	-	-
Non-current payables	25	5,260.10	-	-	5,574.15	-	-
Non-current borrowings	23	25,310.43	-	-	35,482.60	-	-
Total financial liabilities		**1,58,883.05**	**-**	**-**	**1,60,302.27**	**-**	**-**

*excluding discontinued operations

Financial risk management objective

The Group is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The Group is not engaged in speculative treasury activities but seeks to manage risk and optimise interest and commodity pricing through proven financial instruments.

The use of any derivative is approved by the management of the respective company in the Group, which provide guidelines on the acceptable levels of interest rate risk, credit risk, foreign exchange risk and liquidity risk and the range of hedging requirement against these risks.

Credit risk:

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to financial loss. The Group is exposed to credit risk for receivables, cash and cash equivalents, short term investments, financial guarantee and derivative financial instruments.

Cash and cash equivalents and short term investments

The Group considers factors such as track record, size of institution, market reputation and service standard to select the banks with which deposits are maintained. Generally the balances are maintained with the institutions with which the Group has also availed borrowings. The Company does not maintain significant deposit balances other than those required for its day to day operations.

Trade receivables

The Group extends credits to customer in normal course of the business. The Group considers the factors such as credit track record in the market of each customer and past dealings for extension of credit to the customer. The Group monitors the payment track record of each customer and outstanding customer receivables are regularly monitored. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located at several jurisdiction and industries and operate in large independent markets. The Group also takes advances and security deposits from customers which mitigate the credit risk to an extent.

The average credit period taken on sales of goods is 30 to 90 days. Generally, no interest has been charged on the receivables. Allowances against doubtful debts are recognised against trade receivables based on estimated irrecoverable amounts determined by reference to past default experience of the counterparty and an analysis of the counterparty's current financial position.

Before accepting any new customer, the Group uses an internal credit system to assess the potential customer's credit quality and defines credit limits by customer. Limits attributed to customers are reviewed periodically. There are no customers who represent more than 10 per cent of total net revenue from operations.

Notes

forming part of the Consolidated Financial Statements

NOTE 52 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Expected credit loss:

The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of the reporting period is as follows:

Ageing	Expected credit loss (%)
Not due for payment	0
Up to 6 months	0
From 6 months to 1 year	0
From 1 year to 3 years	10 to 100
More than 3 years	100

Ageing of past due trade receivables

(₹ in lakh)

Ageing	As at 31 March 2026	As at 31 March 2025
Not due for payment	11,621.36	20,013.67
Up to 6 months	25,976.84	24,387.31
From 6 months to 1 year	1,934.12	2,507.93
From 1 year to 3 years	4,804.35	4,722.54
More than 3 years	8,096.14	6,580.63

Ageing of impaired trade receivables

(₹ in lakh)

Period	As at 31 March 2026	As at 31 March 2025
Up to 6 months *	10.34	-
From 6 months to 1 year *	141.90	-
From 1 year to 3 years	2,232.67	854.69
More than 3 years	8,096.14	6,580.63

* Based upon lifetime expected credit loss

Liquidity risk:

Liquidity risk reflects the risk that the Company will have insufficient resources to meet its financial liabilities as they fall due.

The Group objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Group monitors rolling forecasts of its liquidity requirements to ensure that it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities so that it does not breach borrowing limits.

The table below provides undiscounted cash flows towards non-derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet date to the contractual maturity date and, where applicable, their effective interest rates.

Notes

forming part of the Consolidated Financial Statements

NOTE 52 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

(₹ in lakh)

Particulars	As at 31 March 2026^				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - bank loans	23, 28	45,563.42	20,349.83	4,960.60	70,873.85
Current payables	30, 31, 32	71,155.17	-	-	71,155.17
Non-current payables	24, 25	-	11,475.68	8,834.90	20,310.58
Total		**1,16,718.59**	**31,825.51**	**13,795.50**	**1,62,339.60**

(₹ in lakh)

Particulars	As at 31 March 2025^				
	Notes	not later than one year	later than one year and not later than five years	later than five years	Total
Financial liabilities					
Borrowings - bank loans	23, 28	36,506.06	28,267.85	7,214.75	71,988.66
Current payables	30, 31, 32	69,478.74	-	-	69,478.74
Non-current payables	24, 25	-	12,521.14	10,350.02	22,871.16
Total		**1,05,984.80**	**40,788.99**	**17,564.77**	**1,64,338.56**

^ excluding discontinued operations

Market risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Group enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk, including :

Forward foreign exchange contract to hedge the exchange rate risk arising on the export of its products.

Currency risk

The Group undertakes various transactions denominated in foreign currencies, consequently, exposure to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward foreign exchange contracts.

The Group transacts business primarily in Indian Rupee, USD, EUR and CNY. The Group has foreign currency payables and receivables and is therefore, exposed to foreign exchange risk. 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 Company adopted a policy of selective hedging based on risk perception of the management. Foreign exchange hedging contracts are carried at fair value.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(in lakh)

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Receivables	USD	0.15	1.07
Payables	USD	62.52	141.20
	EUR	0.21	0.20
	CNY	0.50	2.02

NOTE 52 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Currency rate	As at 31 March 2026	As at 31 March 2025
USD	94.6543	85.5814
EUR	109.0064	92.3246
CNY	13.6616	11.7676

Of the above foreign currency exposures, following exposures are not hedged:

(in lakh)

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Receivables	USD	0.15	1.07
Payables	USD	62.52	141.20
	EUR	0.21	0.20
	CNY	0.50	2.02

Sensitivity analysis

The following table demonstrates the sensitivity of profit and equity in USD, EUR and CNY to the Indian Rupee with all other variables held constant. The impact on the Group's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities is given below:

(₹ in lakh)

Particulars	Change in currency exchange rate	Effect on profit before tax 31 March 2026	Effect on profit before tax 31 March 2025
USD	5%	(295.20)	(599.63)
	-5%	295.20	599.63
EUR	5%	(1.15)	(0.92)
	-5%	1.15	0.92
CNY	5%	(0.34)	(1.19)
	-5%	0.34	1.19

This is mainly attributable to the exposure outstanding on foreign currency receivables and payables in the Group at the end of each reporting period.

Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to long term debts. Its objective in managing its interest rate risk is to ensure that it always maintain sufficient head room to cover interest payment from anticipated cash flows which is regularly reviewed by the board/nominated committee as well.

The following table demonstrates the sensitivity in the interest rate with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the interest rates is given below :

(₹ in lakh)

Particulars	Change in interest rate	Effect on profit before tax 31 March 2026	Effect on profit before tax 31 March 2025
Long term borrowings	0.50%	(201.00)	(244.47)
	-0.50%	201.00	244.47

NOTE 52 FINANCIAL INSTRUMENTS AND RISK REVIEW (CONTD.)

Commodity risk

The Group is exposed to the movement in the price of key traded goods in the domestic and international markets. The Company has in place policies to manage exposure to manage fluctuation in the prices of key traded goods. The Company enter into contracts for procurement of traded goods, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

Fair valuation techniques and inputs used

Financial assets	Fair value as at		Fair value hierarchy	Valuation technique and key input
	31 March 2026	31 March 2025		
Deemed equity contribution towards letter of guarantee	0.00	30.75	3	Option pricing method of income approach

Other financial instruments

The carrying amount of the financial assets and liabilities carried at amortised cost is considered a reasonable approximation of fair value.

NOTE 53 SEGMENT REPORTING

Identification of segment:

The group's operating business are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

The Group has identified business segment as per the applicable Ind AS - the same is as under:

1) Consumer Products Business

2) Building Products

3) Others

The activities of the group are primarily limited with in the Indian Territories having no variation in risk and returns. Consequently, information in respect of geographical segment is not given.

Unallocated items: The corporate and other segment includes general corporate income and expense items, which is not allocated to any business segment.

(₹ in lakh)

Particulars	Building Products	Consumer Products	Others	Inter segment elimination	Unallocated	Total	Discontinued Operations	Total
Segment revenue								
For the year ended 31 March 2026	**2,19,340.05**	**31,806.98**	**-**	**(14.26)**	**-**	**2,51,132.77**	**104.68**	**2,51,028.09**
For the year ended 31 March 2025	2,17,071.22	35,619.47	-	(7.11)	-	2,52,683.58	384.42	2,52,299.16
Segment results								
For the year ended 31 March 2026	**11,700.26**	**(126.74)**	**(14.23)**	**-**	**4.15**	**11,563.44**	**60.35**	**11,503.09**
For the year ended 31 March 2025	10,291.36	(3,702.86)	(25.93)	-	(163.47)	6,399.10	296.74	6,102.36
Interest expenses								
For the year ended 31 March 2026						**7,087.14**	**47.49**	**7,039.65**
For the year ended 31 March 2025						9,102.53	188.99	8,913.54

NOTE 53 SEGMENT REPORTING (CONTD.)

(₹ in lakh)

Particulars	Building Products	Consumer Products	Others	Inter segment elimination	Unallocated	Total	Discontinued Operations	Total
Exceptional item (refer note 45)								
For the year ended 31 March 2026						**(5,258.26)**	**-**	**(5,258.26)**
For the year ended 31 March 2025						(2,960.03)	-	(2,960.03)
Income tax (including deferred tax)								
For the year ended 31 March 2026						**(413.34)**	**7.11**	**(420.45)**
For the year ended 31 March 2025						(651.84)	32.32	(684.16)
Profit after tax								
For the year ended 31 March 2026						**(368.62)**	**5.75**	**(374.37)**
For the year ended 31 March 2025						(5,011.62)	75.43	(5,087.05)
Share in profit/(loss) from joint venture								
For the year ended 31 March 2026						**(3,556.38)**	**-**	**(3,556.38)**
For the year ended 31 March 2025						(1,789.17)	-	(1,789.17)
Total profit/(loss)								
For the year ended 31 March 2026						**(3,925.00)**	**5.75**	**(3,930.75)**
For the year ended 31 March 2025						(6,800.79)	75.43	(6,876.22)
Other information								
Segment assets								
As at 31 March 2026	**2,13,416.86**	**25,213.57**	**119.28**	**-**	**6,428.26**	**2,45,177.97**	**323.46**	**2,44,854.51**
As at 31 March 2025	2,12,024.37	31,579.26	131.78	-	9,038.40	2,52,773.81	349.61	2,52,424.20
Segment liabilities								
As at 31 March 2026	**1,51,072.16**	**19,242.58**	**31.90**	**-**	**194.14**	**1,70,540.78**	**1,109.16**	**1,69,431.62**
As at 31 March 2025	1,52,740.50	21,226.90	19.74	-	173.86	1,74,161.00	2,181.62	1,71,979.38
Capital expenditure								
For the year ended 31 March 2026	**12,602.74**	**626.04**	**-**	**-**	**-**	**13,228.79**	**-**	**13,228.79**
For the year ended 31 March 2025	24,042.22	628.79	-	-	-	24,671.01	-	24,671.01
Depreciation and amortisation								
For the year ended 31 March 2026	**10,688.22**	**1,055.78**	**4.61**	**-**	**-**	**11,748.61**	**-**	**11,748.61**
For the year ended 31 March 2025	10,515.33	1,756.34	4.20	-	-	12,275.87	23.32	12,252.55
Other non-cash expenses								
Provision for doubtful debts and advances								
For the year ended 31 March 2026	**803.99**	**218.11**	**-**	**-**	**-**	**1,022.10**	**0.52**	**1,021.58**
For the year ended 31 March 2025	786.28	398.41	-	-	-	1,184.69	95.35	1,089.34

Notes

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NOTE 54 EMPLOYEE BENEFITS

A. Defined contribution plan

The Company operates defined contribution retirement benefit plans for all employees. The Provident Fund contributions are made to Regional Provident Fund, the Company has no further obligations beyond its monthly contributions.

The Company and its subsidiary contribution to Provident Fund and Superannuation Fund aggregating to ₹1,339.87 (previous year ₹1,486.86 lakh) net of amount capitalized has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

B. Defined benefit plans

Gratuity

The Company and a subsidiary operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per The Code on Social Security, 2020 or the respective company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Birla Sun Life Insurance Company Limited.

Details of the Group's defined benefit plans are as follows:

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2026	31 March 2025
Current service cost	545.12	411.06
Past service cost (refer note 45)	367.32	-
Loss/(Gain) on settlement	(449.62)	-
Net interest expense/(income)	41.80	37.33
Components of defined benefit costs recognised in profit and loss	**504.62**	**448.39**
Net actuarial (gain)/loss	(87.52)	(132.56)
Expected return on plan assets excluding interest income	158.21	(41.73)
Components of defined benefit costs recognised in other comprehensive income	**70.69**	**(174.29)**
I. Net asset/(liability) recognised in the balance sheet as at 31 March		
1. Present value of defined benefit obligation	3,918.78	3,807.49
2. Fair value of plan assets	3,163.88	3,089.66
3. Deficit	754.90	717.83
II. Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	3,807.49	3,610.56
2. Expenses recognised in the statements of profit and loss		
- Current service cost	545.12	411.06
- Past service cost (refer note 45)	367.32	-
- Loss/(Gain) on settlement	(449.62)	-
- Interest expense	282.18	236.60
3. Recognised in other comprehensive income		
- Actuarial (gain)/loss arising from experience adjustments	308.59	(172.17)
- Actuarial (gain)/loss arising from financial assumption	(396.11)	39.61
4. Benefit payments	(361.13)	(318.17)
5. Obligation transferred	(185.06)	-
6. Present value of defined benefit obligation at the end of the year	**3,918.78**	**3,807.49**

Notes

forming part of the Consolidated Financial Statements

NOTE 54 EMPLOYEE BENEFITS (CONTD.)

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2026	31 March 2025
III. Change in fair value of assets		
1. Fair value of plan assets at the beginning of the year	3,089.66	2,906.53
2. Recognised in the statement profit and loss		
- Expected return on plan assets	240.38	199.27
3. Recognised in other comprehensive income		
- Actual return on plan assets in excess of the expected return	(158.21)	41.73
4. Contributions by employer (including benefit payments recoverable)	353.18	260.30
5. Benefit payments	(361.13)	(318.17)
6. Fair value of plan assets at the end of the year	**3,163.88**	**3,089.66**

Details of the Group's defined benefit plans are as follows:

(₹ in lakh)

Particulars	Gratuity (Funded plan)	
	31 March 2026	31 March 2025
Current service cost	-	-
Net interest expense/(income)	-	-
Components of defined benefit costs recognised in profit or loss	-	-
Net actuarial (gain)/loss	-	-
Expected return on plan assets excluding interest income	-	-
Components of defined benefit costs recognised in other comprehensive income	-	-
Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	-	1.22
2. Expenses recognised in the statements of profit and loss		
- Current service cost	-	-
- Interest expense	-	-
3. Recognised in other comprehensive income		
- Actuarial (gain)/loss arising from experience adjustments	-	-
4. Benefit payments / written back *	-	(1.22)
Present value of defined benefit obligation at the end of the year	**-**	**-**

* There is no employee at the end of the reporting period thus the liability/provision has been paid/reversed during the previous year.

IV. The major categories of plan assets

The Company made annual contribution to the Birla Sun Life Insurance Company Limited ('BSL') of an amount advised by the BSL. The Company was informed by BSL that the planned assets are held in growth/fixed interest bonds.

V. Actuarial assumptions

Particulars	31 March 2026	31 March 2025
1. Discount rate	7.78%	6.85%-6.92%
2. Expected rate of increase in compensation level	6.50%	6.50%
3. Expected rate of return on plan assets	7.78%	6.85%-6.92%
4. Attrition rate	1.00%	1.00%
5. Mortality table	IIAM 2012-15 Ultimate	IALM 2012-15
6. Superannuation age	58	58

Notes
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NOTE 54 EMPLOYEE BENEFITS (CONTD.)

VI. Sensitivity analysis

(₹ in lakh)

Particulars	31 March 2026		31 March 2025	
	Change in assumption	Effect on gratuity obligation	Change in assumption	Effect on gratuity obligation
Discount rate	0.50%	(193.66)	0.50%	(168.20)
	-0.50%	210.13	-0.50%	182.57
Expected rate of increase in compensation level	0.50%	209.90	0.50%	181.72
	-0.50%	(195.15)	-0.50%	(168.96)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the balance sheet.

VII. Experience adjustments :

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2022
1. Defined benefit obligation	3,918.78	3,807.49	3,610.56	3,157.60	2,373.33
2. Fair value of plan assets	3,163.88	3,089.66	2,906.53	2,430.66	2,230.18
3. Surplus/(deficit)	(754.90)	(717.83)	(704.03)	(726.94)	(143.15)
4. Experience adjustment on plan liabilities gain/(loss)	(308.59)	172.17	(79.51)	(11.07)	62.97

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

C. Other long-term benefits - Compensated absences (unfunded)

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amounts recognised in the balance sheet		
Non current (refer note 26)	705.82	965.72
Current (refer note 34)	87.24	198.01
	793.06	**1,163.73**
Amounts recognised in the statement of profit and loss		
Current service cost	221.62	260.28
Past service cost (refer note 45)	100.04	-
Interest cost	81.35	78.55
Actuarial loss	(180.91)	157.29
Total included in employee benefits expense	**222.10**	**496.12**

Notes

forming part of the Consolidated Financial Statements

NOTE 54 EMPLOYEE BENEFITS (CONTD.)

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Reconciliation of opening and closing balances of benefit obligations		
Change in benefit obligation		
Defined benefit obligation at the beginning of the year	1,163.73	1,088.39
Interest cost	81.35	78.55
Current service cost	221.62	260.28
Past service cost (refer note 45)	100.04	-
Benefit paid / written back	(494.28)	(420.78)
Actuarial loss	(180.91)	157.29
Obligation transferred	(98.49)	-
Defined benefit obligation at the end of the year	**793.06**	**1,163.73**

NOTE 55 LEASES

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

The following is the break-up of current and non-current lease liabilities as at 31 March 2026:

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	2,201.69	2,564.49
Non current lease liabilities	12,550.66	14,361.59
Total	**14,752.35**	**16,926.08**

The following is the movement in lease liabilities during the year ended 31 March 2026:

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning	**16,926.08**	**20,950.58**
Addition	3,758.00	2,087.01
Finance cost accrued during the year*	1,107.60	1,349.28
Deletions/adjustment*	(3,596.26)	(3,627.50)
Payment of lease liabilities*	(3,443.07)	(3,833.29)
Balance at the end	**14,752.35**	**16,926.08**

Notes

forming part of the Consolidated Financial Statements

NOTE 55 LEASES (CONTD.)

The table below provides details regarding the contractual maturities of lease liabilities as at 31 March 2026 on an undiscounted basis:

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Less than one year	3,158.42	3,665.36
One to five years	11,475.68	12,521.14
More than five years	3,574.80	4,775.87
Total	**18,208.90**	**20,962.37**

Rental expense recorded for short-term leases was ₹ 1,144.26 lakh (Previous year ₹ 680.92 lakh) for the year ended 31 March 2026

* including discontinued operations

NOTE 56

Evok Homes Private Limited ("EVOK"), a wholly owned subsidiary of the Company, has discontinued its business operations (refer note 58). As on 31 March 2026, on its standalone basis, liabilities exceeds its assets by ₹555.38 lakh, resulting in negative net worth. Consequently, the Company has fully provided for its total investment of ₹841.28 lakh in EVOK and recognized a provision for impairment against outstanding loans and other receivables amounting to ₹238.06 lakh. Notwithstanding these indicators, the financial statements of EVOK have been prepared on a going concern basis, premised upon the continous financial support from the Holding Company.

NOTE 57 FINANCIAL INSTRUMENTS BY CATEGORY

(₹ in lakh)

Particulars	31 March 2026			31 March 2025		
	FVTOCI	FVTPL	Amortised cost	FVTOCI	FVTPL	Amortised cost
Non current financial assets						
Investments	-	-	3,356.18	-	-	7,306.79
Other financial assets	-	-	1,235.37	-	-	1,206.95
Current financial assets						
Investments	-	521.39	-	-	-	-
Trade receivable	-	-	41,951.76	-	-	50,776.76
Cash and cash equivalents	-	-	3,328.35	-	-	2,488.79
Bank balances other than cash and cash equivalents	-	-	13.29	-	-	36.76
Other financial assets	-	-	553.38	-	-	1,576.36
Total financial assets	**-**	**521.39**	**50,438.33**	**-**	**-**	**63,392.41**
Non current financial liabilities						
Non-current borrowings	-	-	25,310.43	-	-	35,482.60
Non-current lease liabilities	-	-	12,550.66	-	-	14,361.59
Other financial liabilities	-	-	5,260.10	-	-	5,574.15
Current financial liabilities						
Current borrowings	-	-	45,563.42	-	-	36,506.06
Current lease liabilities	-	-	2,201.69	-	-	2,564.49
Acceptances	-	-	10,902.84	-	-	6,253.84
Trade payables	-	-	32,699.97	-	-	34,404.01
Other financial liabilities	-	-	24,393.94	-	-	25,155.53
Total financial liabilities	**-**	**-**	**1,58,883.05**	**-**	**-**	**1,60,302.27**

Notes
forming part of the Consolidated Financial Statements

NOTE 58 DISCONTINUED OPERATIONS

The Board of Directors of Holding Company, in its meeting held on 28 May 2024 had decided to discontinue the Retail Business (the 'RB') the approval for sale/liquidation of assets of RB, the preliminary financial impact of same was recognized in the year ended 31 March 2024 and in subsequent years as and when occurred. The Holding Company is continuing the process of sale/liquidation of assets of RB and any further impact if any, will be accounted for in the respective period as and when occurred/assessed. The assets and liabilities of Retail business have been disclosed as held for sale and disclosed separately in the Balance Sheet as "Group of assets classified as held for sale " and "Liabilities associated with the group of assets classified as held for sale" respectively.

Results of Retail Business for the year are presented below :

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Income		
Revenue from operations	104.68	384.42
Other income	73.00	569.87
Total income	**177.68**	**954.29**
Expenses		
Purchases of stock-in-trade	4.25	(1.55)
Changes in inventories of finished goods, stock-in-trade and work-in-progress	27.99	259.93
Employee benefits expense	2.29	106.61
Finance costs	47.49	188.99
Depreciation and amortisation expense	-	23.32
Other expenses	82.80	269.24
Total expenses	**164.82**	**846.54**
Profit before tax	**12.86**	**107.75**

Major Class of assets and liabilities of Retail Business are as follows

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current assets		
(a) Financial assets		
(i) Other financial assets	0.10	12.86
(b) Income-tax assets (net)	-	0.39
(c) Other non-current assets	290.46	286.76
Total non-current assets	**290.56**	**300.01**
Current assets		
(a) Inventories	0.81	33.14
(b) Financial assets		
(i) Cash and cash equivalents	17.50	15.36
(c) Income tax asset (net)	-	0.02
(d) Other current assets	14.59	1.08
Total current assets	**32.90**	**49.60**
Total assets	**323.46**	**349.61**

NOTE 58 DISCONTINUED OPERATIONS (CONTD.)

(₹ in lakh)

Particulars	As at 31 March 2026	As at 31 March 2025
Liabilities		
Non-current liabilities		
(a) Financial liabilities		
(i) Other financial liabilities	2.49	27.66
Total non-current liabilities	**2.49**	**27.66**
Current liabilities		
(a) Financial liabilities		
(i) Borrowings	3.16	775.07
(ii) Trade payables		
- Due to micro and small enterprise	193.15	238.17
- Due to others	77.35	195.99
(iii) Other financial liabilities	827.01	926.99
(b) Other current liabilities	6.00	17.74
Total current liabilities	**1,106.67**	**2,153.96**
Total liabilities	**1,109.16**	**2,181.62**
Net asset/(liabilities)	**(785.70)**	**(1,832.01)**

Net Cash flow attributable to Retail business are as follows

(₹ in lakh)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Net cash used in operating activities (A)	(229.31)	(683.78)
Net cash generated from investing activities (B)	-	19.19
Net cash generated from financing activities (C)	231.45	669.98
Net (Decrease) / Increase in cash and cash equivalents (A+B+C)	**2.14**	**5.39**
Cash and cash equivalents at the beginning of the year	15.36	9.97
Cash and cash equivalents at the end of the year	**17.50**	**15.36**

Notes

forming part of the Consolidated Financial Statements

NOTE 59 RIGHT ISSUE OF EQUITY SHARES

a) The Committee of Directors (Rights Issue) at its meeting held on 18 October 2024, has inter alia considered and approved the rights issue of 1,13,49,962 fully paid-up Equity Shares of rights issue price of ₹220 per equity share [including a premium of ₹ 218 per Equity Share] on rights basis to the eligible equity shareholders in the ratio of 119 rights equity shares for every 758 equity shares held by the eligible equity shareholder for amount aggregating up to ₹24,969.92 lakh.

b) Proceeds from the rights issue have been utilised in the following manner:

(₹ in lakh)

Particulars		Planned	Actual
1	Repayment of certain borrowings availed by the company	15,114.00	15,114.00
2	Lending of fresh loan to subsidiary company	9,800.00	9,800.00
3	Issue related expenses *	55.92	88.25
Total		**24,969.92**	**25,002.25**

* As per the Object of the issue as mentioned in the letter of offer, difference between the estimated Issue related expenses and actual expenses incurred, resulting shortfall has been adjusted from the internal accruals.

There has been no variation or deviation in the utilization of the funds raised by the Company as stated in the Letter of Offer

c) Issue related expenses :

(₹ in lakh)

Particulars	Amount
Debited to Securities premium	55.92
Debited to statement of profit and loss account	32.33

NOTE 60 AUDIT TRAIL

The Group (Holding Company and four indian subsidiaries along with a joint venture which have been incorporated in India) have widely used ERP as its accounting software for maintaining its books of account during the year ended 31 March 2026, which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year except (a) at database level the audit trail was not been enabled, (b) at application level, audit trail was not enabled for relevant financial tables. Further the audit trail, to the extent maintained in the prior year has been preserved by the Group and its joint venture as per the Statutory requirements for record retention. Further, audit trail feature hasn't been tempered with and the audit trail has been preserved by the Group and its joint venture as per the statutory requirements for record retention.

The Group and its joint venture has enabled the audit trail (edit logs) functionality in its accounting software. However, the audit trail at application level is not enabled for all relevant financial transactions and direct changes made at the underlying database level, due to the direct impact of increase space utilization and the associated costs.

Notes

forming part of the Consolidated Financial Statements

NOTE 61 SCHEME OF ARRANGEMENT

On 27 March 2025, the Board approved a Composite Scheme of Arrangement (the "Scheme") involving the Company ("Demerged Company/Remaining Transferor Company"), Hindware Limited ("Transferee Company") and HHIL Limited ("Resulting Company"). The Scheme provides for the demerger of the Consumer Products Business of the Demerged Company and the amalgamation of the Remaining Transferor Company with and into Transferee Company with an Appointed Date of 01 April 2025. The Company has received approval from BSE Limited and the National Stock Exchange of India Limited (together, "the stock exchanges"). The Scheme received requisite approval from the unsecured creditors and equity shareholders of the Company, as well as the unsecured creditors of the Transferee Company, during their respective NCLT convened meetings held on 7 March 2026. The Scheme is subject to such other necessary approvals as may be required and sanction thereof by the NCLT.

NOTE 62 ADDITIONAL INFORMATION TO CONSOLIDATED FINANCIAL STATEMENTS AS AT 31 MARCH 2026 (PURSUANT TO SCHEDULE III TO THE COMPANIES ACT, 2013)

(₹ in lakh)

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	Amount	As a % of consolidated net assets	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated OCI	Amount	As a % of consolidated comprehensive income
Parent								
Hindware Home Innovation Limited	22,337.98	29.93	(7,058.15)	179.82	(17.31)	34.44	(7,075.46)	177.98
Indian Subsidiaries								
Evok Homes Private Limited	(555.38)	(0.74)	(18.61)	0.47	-	-	(18.61)	0.47
Hindware Limited	52,662.02	70.56	3,101.07	(79.01)	(32.99)	65.64	3,068.08	(77.18)
Truflo Pipes Limited	16.23	0.02	(0.25)	0.01	-	-	(0.25)	0.01
HHIL Limited *	89.96	0.12	1.71	(0.04)	-	-	1.71	(0.04)
Foreign Subsidiaries								
Halis International Limited	(11.28)	(0.02)	(7.68)	0.20	(1.34)	2.66	(9.02)	0.23
Queo Bathroom Innovations Limited	(2.28)	(0.00)	(7.02)	0.18	(1.05)	2.08	(8.07)	0.20
Adjustment due to consolidation	(847.93)	(1.14)	3,577.02	(91.14)	0.50	(0.99)	3,577.52	(89.99)
Joint Venture:								
Hintastica Private Limited	-	-	(3,556.38)	90.61	2.42	(4.82)	(3,553.96)	89.40
Minority interest in all subsidiaries	947.87	1.27	43.29	(1.10)	(0.50)	0.99	42.79	(1.08)
Consolidated Net Assets / profit after tax	**74,637.19**	**100.00**	**(3,925.00)**	**100.00**	**(50.27)**	**100.00**	**(3,975.27)**	**100.00**

Notes

forming part of the Consolidated Financial Statements

NOTE 62 ADDITIONAL INFORMATION TO CONSOLIDATED FINANCIAL STATEMENTS AS AT 31 MARCH 2026 (PURSUANT TO SCHEDULE III TO THE COMPANIES ACT, 2013) (CONTD.)

Additional information to consolidated financial statements as at 31 March 2025 (Pursuant to Schedule III to the Companies Act, 2013):

(₹ in lakh)

Name of the entity	Net assets i.e. total assets minus total liabilities		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	Amount	As a % of consolidated net assets	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated OCI	Amount	As a % of consolidated comprehensive income
Parent								
Hindware Home Innovation Limited	29,413.45	37.42	(3,960.00)	58.23	40.49	32.14	(3,919.51)	58.72
Indian Subsidiaries								
Evok Homes Private Limited	(536.77)	(0.68)	4.55	(0.07)	-	-	4.55	(0.07)
Hindware Limited	49,643.40	63.15	1,787.96	(26.29)	83.85	66.55	1,871.81	(28.04)
Truflo Pipes Limited	16.49	0.02	(0.41)	0.01	-	-	(0.41)	0.01
HHIL Limited *	88.24	0.11	(11.76)	0.17	-	-	(11.76)	0.18
Foreign Subsidiaries								
Halis International Limited	(2.25)	(0.00)	(7.36)	0.11	(0.09)	(0.07)	(7.45)	0.11
Queo Bathroom Innovations Limited	5.79	0.01	(6.40)	0.09	(0.28)	(0.22)	(6.68)	0.10
Adjustment due to consolidation	(920.97)	(1.18)	(2,846.34)	41.85	(1.10)	(0.87)	(2,847.44)	42.66
Joint Venture:								
Hintastica Private Limited	-	-	(1,789.17)	26.31	2.02	1.60	(1,787.15)	26.77
Minority interest in all subsidiaries	905.43	1.15	28.14	(0.41)	1.10	0.87	29.24	(0.44)
Consolidated Net Assets / profit after tax	**78,612.81**	**100.00**	**(6,800.79)**	**100.00**	**125.99**	**100.00**	**(6,674.80)**	**100.00**

* Subsidiary company w.e.f 4 March 2025

Notes

forming part of the Consolidated Financial Statements

NOTE 63 DISCLOSURE OF STRUCK-OFF COMPANIES

(₹ in lakhs)

S. No.	Name of Struck-off company (as per MCA)	Nature of transaction with struck-off company	Balance as on 31 March 2026	Balance as on 31 March 2025	Relationship with the struck-off company
1	Excel Rasayan Pvt Ltd	Purchase of goods/ services	0.74	0.63	Vendor
2	Keld Ellentoft India Private Limited	Purchase of goods/ services	-	-	Vendor
3	Red Pearl Ventures Private Limited	Sale of goods	0.13	0.13	Customer
4	Build Bath Private Limited	Sale of goods	1.20	1.20	Customer
5	R.L. Dalal & Company Private Limited	Sale of goods	0.03	0.03	Customer

Details of other struck off entities holding equity shares in the holding company:

No shareholders are struck off as on 31 March 2026 and 31 March 2025

NOTE 64 GOVERNMENT GRANT

Other income includes investment-linked incentives of ₹1,367.96 lakhs recognized by a subsidiary, Hindware Limited, for the year ended 31 March 2026 (Previous Year: Nil), under the Telangana State Investment Promotion Policy for mega projects.

NOTE 65 COMMERCIAL PRODUCTION

On 30 January 2026, Hindware Limited (subsidiary company) has successfully commenced the commercial production at its greenfield pipes and fitting plant situated at Roorkee, Uttarakhand.

NOTE 66 DETAILS OF TITLE DEEDS OF IMMOVABLE PROPERTIES NOT HELD IN THE NAME OF THE GROUP

Particulars	Description of item of property	Gross carrying value (₹ in lakhs)	Title deeds held in the name of	Whether title holder is a director, promoter or the relative of the same	Property held since which date	Reason for not being held in the name of Group
Property, plant and equipments	Land, CD-II, Bibinagar	109.42	Various parties	NA	01.04.2022	The land was acquired through a slump sale of the Building Products Division from AGI Greenpac Limited. Out of the total 59.5 acres of land acquired, 1 acre land is currently not registered in the name of Hindware Limited ("Hindware"), subsidiary of the Company. The formal process to mutate and transfer the title deeds into the Hindware's name remains pending, and the titles are currently registered in the names of various third parties. Although the physical possession of the said land rests with Hindware since the date of purchase, Hindware has initiated legal proceedings against these respective third parties to establish and enforce its absolute legal ownership.

Notes

forming part of the Consolidated Financial Statements

NOTE 67 OTHER DISCLOSURES

(a) No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder

(b) The Group have not traded or invested in crypto currency or virtual currency during the financial year

(c) There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (a) repayable on demand; or (b) without specifying any terms or period of repayment

(d) The Group has complied with the requirements of 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

(e) The Group has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority

(f) Utilisation of borrowed funds and share premium

(i) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(ii) The Group has 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

(g) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account

(h) The Group do not have any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

NOTE 68

Previous period figures have been regrouped /re-arranged wherever considered necessary to confirm to the current year's classification.

As per our report of even date attached

For and on behalf of the Board of Directors

For **Lodha & CO LLP**
Chartered Accountants
Firm Registration No.:301051E/E300284

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Shyamal Kumar
Partner
M. No. 509325
Place: Gurugram
Date : 19 May 2026

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date : 19 May 2026

Form AOC-1

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

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARY/ASSOCIATE COMPANIES/JOINT VENTURES

Part "A" : Subsidiaries

(₹ in lakh)

Sr. No.	Name of Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Share capital	Reserves & surplus	Total assets	Total liabilities	Investments (Other than subsidiary)	Turnover (including other operating income)	Profit before taxation	Provision for taxation	Profit after taxation	Other comprehensive income	Total comprehensive income for the year	% of shareholding (including stepdown subsidiary holding)
1	Evok Homes Private Limited (Subsidiary of Hindware Home Innovation Limited)	Reporting period is same as holding company	₹	768.00	(1,323.38)	3.46	558.84	-	-	(18.67)	(0.06)	(18.61)	-	(18.61)	100%
2	Hindware Limited (Subsidiary of Hindware Home Innovation Limited)		₹	989.00	51,673.02	2,13,554.65	1,60,892.63	1.21	2,19,340.04	4,129.09	1,028.03	3,101.06	(32.99)	3,068.07	98.6%
3	Halis International Limited (Subsidiary of Hindware Limited)		USD 1 = ₹ 94.6543	2,010.62	(2,021.90)	8.22	19.50	-	-	(7.68)	-	(7.68)	(1.34)	(9.02)	98.6%
4	Queo Bathroom Innovations Limited (Subsidiary of Halis International)		GBP 1 = ₹ 125.6347	5.35	(7.63)	7.88	10.16	-	-	(7.02)	-	(7.02)	(1.05)	(8.07)	98.6%
5	HHIL Limited (Subsidiary of Hindware Home Innovation Limited)		₹	100.00	(10.04)	91.62	1.66	-	-	1.71	-	1.71	-	1.71	100%
6	Truflo Pipes Limited (Subsidiary of Hindware Limited)		₹	20.00	(3.77)	19.05	2.82	-	-	(0.25)	-	(0.25)	-	(0.25)	98.6%

Note 1: Name of subsidiaries which are yet to commence operations : Truflo Pipes Limited
: HHIL Limited

Note 2: Name of subsidiaries which have been liquidated or sold during the year : Nil

Form AOC-1 (Contd.)

Part "B" : Associates and Joint Ventures

Statement pursuant to section 129 (3) of the Companies Act, 2013 related to associate companies/joint ventures

(₹ in lakh)

Sr. No.	Name of Associates/Joint Ventures	1. Latest audited Balance Sheet Date	2. Share of Associate/Joint Venture held by the company on the year end			3. Description of how there is significant influence	4. Reason why the associate/joint venture is not consolidated	5. Net worth attributable to Shareholding as per latest audited Balance Sheet	6. Profit/Loss for the year	
			No.	Amount of investment in Associates/Joint Venture	Extend of Holding %				i. Considered in Consolidation	i. Not considered in Consolidation
1	Hinstastica Private Limited	Reporting period is same as Parent company	5,48,787	7,886.34	50%	Through voting rights	Joint venture in terms of Ind AS 110	-	(3,556.38)	Nil

Note 1: Name of associates or joint ventures which are yet to commence operations : Nil

Note 2: Name of associates or joint ventures which have been liquidated or sold during the year: Nil

Ram Babu Kabra
Director
DIN: 00021886

Sandip Somany
Chairman
DIN: 00053597

Payal M Puri
Company Secretary
ACS No.: 16068

Naveen Malik
Chief Executive Officer and Chief Financial Officer

Place: Gurugram
Date : 19 May 2026

HINDWARE HOME INNOVATION LIMITED
CIN: L74999WB2017PLC222970
Registered Office: 2, Red Cross Place, Kolkata – 700 001, West Bengal, India
Phone: + 91-33-22487404/07
E-mail: investors@hindwarehomes.com; **Website:** www.hindwarehomes.com

Notice

Notice is hereby given that the 9th Annual General Meeting of the members of Hindware Home Innovation Limited will be held on Tuesday, 18 August 2026 at 12:00 Noon (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSES

1. To consider and adopt:

   The audited standalone financial statements of the Company for the financial year ended 31 March 2026, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended 31 March 2026 and Auditors Report thereon.

2. To appoint a Director in place of Mr. Sandip Somany (DIN: 00053597) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES

3. **To appoint Mr. Shashvat Somany (DIN:10058462) as a Non-Executive Non-Independent Director of the Company**

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

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions of Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereto, for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Shashvat Somany (DIN: 10058462), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 1 July 2026 and who has submitted a declaration that he is not disqualified to be appointed as Director under provisions of the Act and Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of a Director of the Company, be and is hereby appointed as Non-Executive Non-Independent Director of the Company with effect from 1 July 2026, liable to retire by rotation.

   RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and are hereby authorised to perform all such acts and things and to sign all such deeds and documents, as may be considered necessary, desirable or expedient to give effect to this resolution.**"**

4. **To approve remuneration by way of Commission to the Directors (Other than the Managing Director/ Whole-time Director)**

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

   "RESOLVED THAT in accordance with the provisions of Sections 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, ("the Act") and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Members of the Company be and is hereby accorded to make the payment of Commission to the Directors of the Company (Other than the Managing Director/Whole-time Director); (i) in case of profits, at the rate of 1% (One percent) on the net profits of the Company, (to be divided amongst the eligible directors, in such amounts or in proportion and in such manner as may be determined by the Board of Directors of the Company from time to time and in default of such determination equally) to be computed in the manner prescribed in Section 198 of the Act, in any financial year of the Company; and (ii) in case of no profits or inadequate profits, as per the limits prescribed in Schedule V of the Act; for a period of 5 years commencing from 1 April 2026 upto 31 March 2031.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, proper and expedient in order to give effect to the above resolution.**"**

By order of the Board
For Hindware Home Innovation Limited

(Payal M Puri)
Company Secretary and Sr. V.P. Group General Counsel
Membership No.: A16068

Place: Gurugram
Date : 19 May 2026

NOTES:

1. Explanatory Statement setting out the material facts concerning the item of Special Businesses under item nos. 3 & 4 of the notice to be transacted at the Annual General Meeting ("AGM") pursuant to Section 102 of the Companies Act, 2013 ("Act"), is annexed hereto and forms part of the Notice.

2. Pursuant to the General Circular no. 03/2025 dated 22 September 2025 issued by the Ministry of Corporate Affairs ("MCA") read with earlier circulars issued by MCA in this regard and in compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and various circulars issued by SEBI in this regard from time to time, (hereinafter collectively referred to as "Circulars"), Companies are allowed to hold AGM through Video Conferencing/Other Audio Video Mode ("VC/OAVM"), without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the 9th AGM of the Company is being held through VC/OAVM on Tuesday, 18 August 2026 at 12:00 Noon (IST) which does not require the physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.

3. As the AGM will be held through VC/OAVM, in compliance with the Circulars, where physical presence of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies under Section 105 of the Act is not available for this AGM, hence Proxy Form, Attendance Slip and Route Map of AGM venue are not annexed to this notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-voting for participation and voting in the AGM through VC/OAVM.

4. Pursuant to Section 113 of the Act, Institutional/ Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM, before e-voting/attending the AGM, to investors@hindwarehomes.com.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. In case of voting by joint holders, voting by such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be counted for the purpose of this Meeting.

7. Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available to at least 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

8. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of Listing Regulations (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

9. In conformity with the Circulars, Notice of the AGM along with the Annual Report for the FY 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report for the

FY 2025-26 are also available on the Company's website www.hindwarehomes.com, websites of National Stock Exchange of India Limited and BSE Limited i.e. www.nseindia.com and www.bseindia.com respectively and on the website of CDSL i.e. www.evotingindia.com.

10. SEBI, vide Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 28 December 2023, has provided an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Pursuant to above-mentioned Master Circular, post exhausting the option to resolve their grievance with the Company/its Registrar and Share Transfer Agent ("RTA") directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr. in/login) and the same can also be accessed through our website at www.hindwarehomes.com. Members can access the SEBI Circulars on the website of SEBI at https://www.sebi.gov.in.

11. Shareholders who have not encashed their dividend warrant(s) for the financial years from 2019-20 to 2023-24 are requested to make claim with the Company immediately.

12. SEBI vide its circular dated 5 January 2022, as amended, has mandated Listed Companies to issue securities in demat form only while processing service request viz. issue of duplicate share certificates, claim from unclaimed suspense account, renewal/exchange of share certificate, endorsement, sub-division, split of share certificate, consolidation of folio/certificates, transmission and transposition. Thus, Members are requested to make service request by submitting a duly filled and signed Form ISR-1, ISR-2, ISR-3, ISR-4 and SH-13, the format of which is available on the Company's website https://www.hindwarehomes.com/furnishing-of-pan-and-kyc-details-and-nomination-by-holders-of-physical-securities.php It may be noted that service request can be processed only after the folio is KYC compliant as above. For any assistance in this regard, members may contact the RTA.

13. SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/9/CIR/2023/70 dated 17 May 2023 read with SEBI Circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37 dated 16 March 2023 has made it mandatory for all holders of Physical securities in listed companies to furnish PAN, Nomination/ Declaration to opt-out of Nomination, Contact details, Bank Account details and Specimen Signature to the Company/RTA of the Company.

14. Members holding shares in physical form and desirous of making a nomination or cancellation/variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit the prescribed Form No. SH 13 to the RTA of the Company for nomination and Form No. SH 14 for cancellation/variation as the case may be. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. Shareholders holding shares in demat form are also advised to avail nomination facility by submitting the prescribed form to their respective Depository Participants ("DPs").

15. As a part of 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA of the Company in case the shares are held by them in physical form.

16. Electronic copy of the Notice of the AGM of the Company inter alia indicating the process and manner of remote e-voting is being sent to all Members whose email IDs are registered with the Company/DPs for communication purposes. For Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email address by writing to investors@hindwarehomes.com to receive Annual Report. Members holding shares in dematerialized mode and who have not registered their email address are requested to update their email address with the relevant DPs to receive Annual Report.

17. Members holding shares in demat form are requested to update their bank account details with their respective DP. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in the electronic mode.

    Effective 1 April 2024, SEBI has mandated that the shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature, shall be eligible to get dividend only in electronic mode. Shareholders are requested to complete their KYC by writing to the Company's RTA, Maheshwari Datamatics Private Limited, at contact@mdplcorporate.com.

The forms for updating the same are available at https://www.hindwarehomes.com/furnishing-of-pan-and-kyc-details-and-nomination-by-holders-of-physical-securities.php

18. As required under Regulations 36(3) of Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the relevant information in respect of Director seeking appointment/re-appointment at the AGM is provided herein below and forms a part of this Notice.

19. For shareholders holding shares in physical form, please send all correspondence to RTA of the Company.

20. The Company has designated an exclusive e-mail id "investors@hindwarehomes.com" for redressal of shareholders' complaints/grievances.

21. Institutional Investors who are Members of the Company, are encouraged to attend and vote in the AGM through VC/OAVM facility.

22. All document(s) referred to in the accompanying Notice and the Explanatory Statement will also be available for inspection through electronic mode till the date of the Annual General Meeting.

23. In terms of Regulation 36(1)(b) of the Listing Regulations the Letter providing the web-link, including the exact path, where complete details of the Annual Report is available, is being sent to those shareholder(s) who have not registered their email address with the Company / RTA / DPs / Depositories.

24. The Board of Directors have appointed Mr. Pravin Kumar Drolia, Company Secretary in whole-time practice, Kolkata (Membership No. F2366, CP: 1362), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

25. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and make, within two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit to the Chairman or a person authorized by him in writing, who shall countersign the same.

26. The result declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.hindwarehomes.com and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously communicate the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

27. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e. 18 August 2026.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND ATTENDING AGM THROUGH VC/OAVM ARE AS UNDER:

Procedure for e-Voting

(i) The e-voting period begins at **9.00 A.M. (IST) on Saturday, 15 August 2026 and ends at 5.00 P.M. (IST) on Monday, 17 August 2026**. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. on Tuesday, 11 August 2026 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The members who have cast their votes by remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM facility but shall not be entitled to cast their votes again.

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on e-voting facility provided by listed companies, individual shareholders holding shares in demat mode are allowed to vote through their respective demat accounts maintained with Depositories and DPs. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Procedure to Login through Websites of Depositories (CDSL/NSDL)

Type of shareholders	Login Method
Individual Shareholders holding shares in demat mode with **CDSL**	A. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasitoken/Home/Login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. B. 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 (**"ESP"**) for casting his/her vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all ESPs i.e. CDSL/NSDL/KARVY/MUFGINTIME, so that the user can visit the websites of ESPs directly. C. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration. Proceed to complete registration using your DP ID, Client ID etc. After successful registration, please follow steps given above to cast your vote. D. Alternatively, the users may directly access the e-Voting module of CDSL as per the following procedure: (i) Click the on link www.cdslindia.com or on https://evoting.cdslindia.com/Evoting/EvotingLogin (ii) Provide demat account number and PAN. (iii) The system will authenticate the user by sending an OTP on registered mobile number and e-mail id as recorded in the demat account. (iv) After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also to directly access the system of all ESPs.
Individual Shareholders holding shares in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 website of e-Voting service provider for casting your vote during the remote e-Voting period.
Individual Shareholders (holding shares in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to the website of e-Voting service provider for casting your vote during the remote e-Voting period.

Important note: Shareholders who are unable to retrieve User ID/ Password are advised to use "Forget User ID" and "Forget Password" option available at abovementioned websites.

Dedicated helpdesk for individual shareholders holding shares in demat mode for any technical issues related to login through Depository(ies) i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding shares in demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 62343611/24/26 or on toll free no. 1800 21 09 911.
Individual Shareholders holding shares in demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call on 022-48867000/022-69489498/9309/9496

Information and instructions for e-Voting by (i) shareholders other than individuals holding shares of the company in demat mode and (ii) all shareholders holding shares of the company in physical mode.

1. The shareholders should log on to the e-Voting website 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 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:

	For physical shareholders and other than individual shareholders holding shares in demat form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders, if any) 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.
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. 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.

7. After entering these details appropriately, click on "SUBMIT" tab.

8. 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.

9. For shareholders holding shares in physical form the details can be used only for e-Voting on the resolutions contained in this Notice.

10. Click on the EVSN for "Hindware Home Innovation Limited" to vote.

11. 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.

12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

13. 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.

14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15. You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.

16. 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.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES AND MOBILE NUMBERS ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For physical shareholders - Please visit http://mdpl.in/form/ and follow the process for updation of e-mail address and mobile numbers as guided therein. Post successful registration of the email address, the member would get soft copy of the Notice and the procedure for remote e-Voting along with the User ID and the password to enable e-Voting. In case of any query, the member may write to RTA of the Company at contact@mdplcorporate.com.

2. For demat shareholders - Shareholders shall update their e-mail addresses and mobile numbers in respect of electronic holdings with their concerned DP by following due procedure as advised by them.

INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. The link for VC/OAVM will be available in shareholder/ members login where the EVSN of Company will be displayed.

2. Members are encouraged to join the AGM through Laptops/IPads for better experience.

3. Further members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.

4. 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.

5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at investors@hindwarehomes.com by 9 August 2026. Those members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. The members are also requested to send their queries, if any, by 9 August 2026 mentioning their name, demat account number/folio number, email id, mobile number at investors@hindwarehomes.com

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members, who are present in the AGM through VC/OAVM facility and have not cast their votes 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.

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

4. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

NOTE FOR NON-INDIVIDUAL MEMBERS AND CUSTODIANS

1. Non-Individual members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com/

3. 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.

4. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their votes.

5. 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.

6. Non-Individual Members are required 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 the email address droliapravin@yahoo.co.in and to the Company at the email address investors@hindwarehomes.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.

   If you have any query or issues regarding attending AGM and e-voting from the CDSL e-voting system, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact on toll free no. 022-62343611/24/26 or toll free no. 1800 21 09 911.

   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, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-62343611/24/26.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 3

The Board of Directors of the Company in their Meeting held on 19 May 2026, based on recommendation of the Nomination and Remuneration Committee ("the Committee"), appointed Mr. Shashvat Somany (DIN: 10058462), as an Additional Director in the category of Non-Executive Non-Independent Director of the Company, liable to retire by rotation, with effect from 1 July 2026, subject to approval of Members of the Company.

As per Section 161 of the Companies Act, 2013 (the "Act"), an Additional Director holds office only until the date of the next Annual General Meeting ("AGM") or the last date by which the AGM should have been held, whichever is earlier. Further, in terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the appointment of a Director must be approved by the shareholders at the next general meeting or within three months from the date of appointment, whichever is earlier. Accordingly, the approval of Members is sought for the appointment of Mr. Shashvat Somany as a Non-Executive Non-Independent Director of the Company.

Mr. Shashvat Somany currently serves as Head of Strategy at Somany Impresa Group, comprising AGI Greenpac, Hindware Home Innovation Limited, and Hindware Limited, where he is responsible for shaping long-term strategic direction and driving growth, operational excellence and innovation. He is also the Founder of Tattva, the Group's corporate venture capital arm. Mr. Shashvat Somany holds an MBA in Tech & Analytics from London Business School and a BA in Economics and Psychology from University of California, Los Angeles (UCLA), and brings extensive consulting experience, having advised clients in the consumer appliances, FMCG and telecommunications sectors.

The Company has received a declaration from Mr. Shashvat Somany that he is not disqualified from being appointed as director under Section 164 of the Act and not debarred from holding the office of a director by virtue of any Order passed by the SEBI or any other authority and has given his consent to act as a Director of the Company. He has also submitted all statutory disclosures/ declarations prescribed under the Act and Listing Regulations. The directorship(s) held by Mr. Somany are within the limits prescribed under the Act and the Listing Regulations. Further, the proposed appointment is in compliance with the Nomination and Remuneration Policy of the Company. The Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the Office of Non-Executive Non-Independent Director of the Company.

In the opinion of the Board, Mr. Shashvat Somany fulfils the conditions specified in the Act and the rules made thereunder and the Listing Regulations, for his appointment as a Non-Executive Non-Independent Director of the Company. Considering his professional qualification and knowledge, the Board is of the view that it would be in the interest of the Company to appoint him as a Non-Executive Non-Independent Director of the Company on terms and conditions, as may be decided by the Board in accordance with Nomination and Remuneration Policy of the Company. Mr. Shashvat Somany shall be entitled to receive sitting fees for attending the meetings of Board of Directors and Committees thereof and commission as paid to all Non-Executive Directors of the Company as approved by the shareholders and the Board of the Company. Hence, the Board recommends Resolution No. 3 as an Ordinary Resolution, in relation to the appointment of Mr. Shashvat Somany as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation, with effect from 1 July 2026, for the approval of the Members of the Company.

Other than the appointee, Mr. Shashvat Somany, and his father, Mr. Sandip Somany, no Director, Key Managerial Personnel, or their relatives have any financial or other interest in Resolution No. 3.

The other information relating to the appointment of Mr. Shashvat Somany as a Non-Executive Non-Independent Director of the Company, as required under Regulation 36 of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, are provided in **Annexure A** to this Notice.

ITEM NO 4.

The Company vide its Special Resolution passed by the members of the Company at its 4th AGM held on 27 September 2021, was authorized to make payments to its Directors (Other than the Managing Director/Whole time Directors);(i) in case of profits, at the rate of 1% (One percent) of the net profits of the Company, (to be divided amongst eligible Directors, in such amounts or in proportion and in such manner as may be determined by the Board of Directors of the Company from time to time and in default of such determination equally) to be computed in the manner prescribed in Section 198 of the Act, in any financial year of the Company; and (ii) in case of no profits or inadequate profits, upto the prescribed limit in Schedule V of the Act; for a period of 5 years commencing from 1 April 2021 upto 31 March 2026.

The said resolution has expired by efflux of time and accordingly in terms of Sections 197, 198, Schedule V and other applicable provisions of the Companies Act, 2013, it is proposed to pass a fresh resolution by way of Special Resolution for the purpose of continuity of payment of such commission to Non-Executive Directors (Other than the Managing Director/Whole-time Director) for each Financial Year for further period of Five (5) years commencing from 1 April 2026 upto 31 March 2031.

The resolution set out under item no. 4 of the accompanying Notice is intended for seeking member's approval and the Board of Directors accordingly recommend the same.

All the Directors are interested in the said resolution either directly or indirectly. None of the Key Managerial Personnel or their relatives, except to the extent of their shareholding in the Company, are interested in this resolution.

Annexure A

INFORMATION PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 OF THE INSTITUTE OF COMPANY SECRETARIES OF INDIA REGARDING DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT

(i) Mr. Sandip Somany

Age	62 years
No. of shares held	73,21,210
Qualification	Commerce graduate and a diploma holder in Ceramic Manufacturing Technology from the US.
Brief Resume and Nature of his Expertise in specific functional areas	Mr. Sandip Somany possesses an extensive 41-years working experience in the Glass and Ceramics industry. He is the Chairman of the Indian Council of Sanitaryware Manufactures (INCOSAMA), an active Member of the Governing Council of All India Glass Manufacturer's Association, Past-President of Federation of Indian Chambers of Commerce and Industry (FICCI) and Past-President of PHD Chamber of Commerce and Industry (PHDCCI). He was the President of International Chamber of Commerce - (Head Quarter in Paris) India Chapter.
Name of other listed entities in which the Directorship is held	AGI Greenpac Limited JK Paper Limited Indraprastha Medical Corporation Limited HEG Limited
Chairman/Member of the Committees of Board of other companies including listed companies	**Chairman** **Stakeholders Relationship Committee** 1. JK Paper Limited **Corporate Affairs Committee** 1. AGI Greenpac Limited 2. Hindware Limited **Risk Management Committee** 1. AGI Greenpac Limited **Member** **Corporate Social Responsibility Committee** 1. AGI Greenpac Limited 2. Hindware Limited **Stakeholders Relationship Committee** 1. HEG Limited **Audit Committee** 1. Hindware Limited
Listed Companies from which he resigned in the past three years	JK Paper Limited (ceased to be an Independent Director consequent upon completion of 5 year term on 23 August 2024 and further appointed as Non-Independent Director w.e.f. 04 September 2024)
Date of first appointment on the Board	28 September 2017

Terms and conditions of appointment	Mr. Sandip Somany is liable to retire by rotation and being eligible offers himself for re-appointment.
Details of remuneration last drawn (including sitting fees, if any)(FY 2025-26)	Sitting fees of ₹2,80,000/- drawn for meetings attended (for other details, please refer the Corporate Governance Report)
Details of proposed remuneration	Profit related commission as approved by the Shareholders and sitting fees for attending meetings of Board of Directors and its Committees thereof.
Relationships between directors and Key Managerial Personnel	He is father of Mr. Shashvat Somany, who will be appointed as Non-Executive Non-Independent Director of the Company w.e.f. 1 July 2026.
Number of meetings of the Board attended during the financial year 2025-26	6 (Six) Board Meetings held during the year out of which 5 (Five) meetings were attended by Mr. Sandip Somany.

(ii) Mr. Shashvat Somany

Age	31 years
No. of shares held	90,325
Qualification	MBA in Tech & Analytics from London Business School and BA in Economics and Psychology from the University of California, Los Angeles (UCLA)
Brief Resume and Nature of his Expertise in specific functional areas	Mr. Shashvat Somany currently serves as Head of Strategy at Somany Impresa Group, comprising AGI Greenpac, Hindware Home Innovation Limited, and Hindware Limited, where he is responsible for shaping long-term strategic direction and driving growth, operational excellence, and innovation. He is also the Founder of Tattva, the Group's corporate venture capital arm. Mr. Shashvat Somany holds an MBA in Tech & Analytics from London Business School and a BA in Economics and Psychology from University of California, Los Angeles (UCLA), and brings extensive consulting experience, having advised clients in the consumer appliances, FMCG and telecommunications sectors.
Name of other listed entities in which the Directorship is held	NA
Chairman/Member of the Committees of Board of other companies including listed companies	**Member** **Corporate Affairs Committee** 1. Hindware Limited
Listed Companies from which he resigned in the past three years	NA
Date of first appointment on the Board	1 July 2026
Terms and conditions of appointment	Appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation, with effect from 1 July 2026.
Details of remuneration last drawn	NA
Details of proposed remuneration	Profit related commission as approved by the Shareholders and sitting fees for attending meetings of Board of Directors and its Committees thereof.
Relationships between directors and Key Managerial Personnel	Son of Mr. Sandip Somany, Chairman (Non-Executive Non-Independent Director)
Number of meetings of the Board attended during the financial year 2025-26	NA

Notes

Corporate Information

BOARD OF DIRECTORS

Mr. Sandip Somany
Chairman and
Non-Executive Director

Mr. Ashok Jaipuria
Independent Director

Dr. Nand Gopal Khaitan
Independent Director

Mr. Salil Kumar Bhandari
Independent Director

Ms. Sonali Dutta
Independent Director

Mr. Ram Babu Kabra
Non-Executive Non-Independent Director

COMPANY SECRETARY

Ms. Payal M Puri

STATUTORY AUDITORS

M/s Lodha & Co LLP

INTERNAL AUDITORS

M/s Protiviti India Member Pvt. Ltd.

REGISTERED OFFICE

2, Red Cross Place,
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T: +91 33 22487404
E: investors@hindwarehomes.com

CORPORATE OFFICE

Unit no. 201 (1), (II), (IIIA), (XVI), 2nd Floor, BPTP Park Centra, Sector-30, NH-8, Gurugram 122001
Phone: +91- 124-4779200

BANKERS

Axis Bank Limited

Kotak Mahindra Bank Limited

Federal Bank Limited

HDFC Bank Limited

Standard Chartered Bank

The Hongkong and Shanghai Banking Corporation Limited

SOMANY IMPRESA
GROUP COMPANY

hindware
home innovation limited

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