

September 5, 2025

The National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

BSE Limited
P.J. Towers
Dalal Street
Mumbai – 400 001

Dear Sirs,

This is in continuation of our letters dated August 27, 2025 and August 30, 2025.

We wish to inform you that the 39th Annual General Meeting ('AGM') of the Company will be held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') on **Monday, September 29, 2025 at 1.00 p.m. (IST)**, in compliance with the applicable provisions of the Companies Act, 2013 including rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and latest one being Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs and the SEBI's Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024.

In this regard, we enclose herewith the followings:

- Copies of the Notice of the 39th AGM and the Annual Report for the financial year 2024-25, being dispatched to the Members of the Company, whose email IDs are registered with the Company / Depositories; and
- Copy of letter containing web-link where the Annual Report for the financial year 2024-25 and Notice of the 39th AGM are available at the Company's website, being dispatched to the Members of the Company whose email IDs are not registered with the Company/Depositories, in accordance with the provisions of Regulation 36(1)(b) of the Listing Regulations.

Kindly take the above on record.

Thanking you,

For Kajaria Ceramics Limited

Ram Chandra Rawat
COO (A&T) & Company Secretary

Encl.: As above

Kajaria Ceramics Limited

Corporate Office: J1/B1 (Extn.), Mohan Co - op Industrial Estate, Mathura Road, New Delhi - 110044, **Ph.:** +91-11-26946409 | **Fax:** +91-11- 26946407

Regd Office: SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon-122001, Haryana, **Ph.:** +91-0124-4081281

CIN No.: L26924HR1985PLC056150, **E-mail:** info@kajariaceramics.com | **Web.:** www.kajariaceramics.com

KAJARIA CERAMICS LIMITED

[CIN: L26924HR1985PLC056150]

Registered Office: SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana-122001 **Phone:** +91-124-4081281

Corporate Office: J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate, Mathura Road, New Delhi-110044

Phone: +91-11-26946409 **Fax:** +91-11-26946407

E-mail: investors@kajariaceramics.com **Website:** www.kajariaceramics.com

NOTICE

NOTICE is hereby given that the 39th (Thirty Ninth) Annual General Meeting of the Members of Kajaria Ceramics Limited ('Company') will be held on Monday, September 29, 2025 at 1:00 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') to transact the following business(es):

Ordinary Business(es):

1. To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2025 and Reports of Board of Directors and Auditors thereon:

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

"RESOLVED THAT the audited standalone financial statements of the Company including the Balance Sheet as at March 31, 2025, the statement of profit and loss, the cash flow statement for the financial year ended on March 31, 2025, notes to financial statements, reports of the Board and Auditors' thereon be and are hereby received, considered and adopted.

RESOLVED FURTHER THAT the audited consolidated financial statements of the Company including the Balance Sheet as at March 31, 2025, the statement of profit and loss, the cash flow statement for the financial year ended on March 31, 2025, notes to financial statements, along with the Auditors' report thereon be and are hereby received, considered and adopted."

2. To declare a final dividend of Rs. 4 per equity share:

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

"RESOLVED THAT a final dividend of Rs. 4 per equity share of Re. 1 each fully paid up for the financial year 2024-25 be and is hereby approved and declared."

3. To appoint a Director in place of Mr. Dev Datt Rishi (DIN: 00312882), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment:

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Dev Datt Rishi (DIN: 00312882), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Special Business:

4. To appoint M/s Chandrasekaran Associates, Company Secretaries as the Secretarial Auditors of the Company and to fix their remuneration:

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('the Act') and Regulation 24A and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circular(s)/notification(s) issued thereunder ('Listing Regulations') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s Chandrasekaran Associates, a Peer Reviewed Firm of Company Secretaries (Firm Registration No: P1988DE002500) be and are hereby appointed as the Secretarial Auditors of the Company for a period of five consecutive years commencing from the financial year 2025-26 till the financial year 2029-30, at a remuneration to be determined by the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof), in consultation with the Secretarial Auditors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to vary, modify and agree to the terms and conditions (including remuneration) of the appointment of the Secretarial Auditors of

the Company and to determine role and scope of work(s) of the Secretarial Auditors of the Company in line with the Act/the Listing Regulations, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

By Order of the Board
For Kajaria Ceramics Limited

Ram Chandra Rawat
COO (A&T) & Company Secretary
[FCS No. 5101]

Place: New Delhi
Date: July 22, 2025

NOTES:

1. The Ministry of Corporate Affairs ('MCA') vide its Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and latest one being Circular No. 09/2024 dated September 19, 2024 read with the Securities and Exchange Board of India ('SEBI')'s Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, ('Circulars') has allowed the companies to hold the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. Therefore, in compliance to the Circulars, applicable provisions of the Companies Act, 2013 ('Act') and the SEBI Regulations, the 39th AGM of the Company is scheduled to be held through VC/OAVM in the manner given below. The deemed venue of this meeting shall be considered at the Registered Office of the Company situated at SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana-122001.

2. In view of relaxation given by MCA/the SEBI, the Annual Report including Financial Statements, Auditor's Report(s), Directors' Report and Notice of this AGM along with all the annexures and attachments thereof are being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories, except those Members who request for the physical copy of the same.

A letter containing the web-link where the Annual Report including Financial Statements, Auditor's Report(s), Directors' Report and Notice of this AGM along with all the annexures and attachments thereof available on the Company' website, is being circulated to the Members whose email IDs are not registered with the Company / Depositories. Members may also note that the Notice and Annual Report of the Company for the financial year 2024-25 will also be available on the Company's website i.e. www.kajariaceramics.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and is also available on the website of National Securities Depository Limited (agency for providing the remote e-voting facility).

3. Brief resume and other particulars of Mr. Dev Datt Rishi, pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, are annexed herewith as **Annexure-A**.
4. Pursuant to Section 113 of the Act, Institutional / Corporate Members are requested to send to the Company certified copy of the Board Resolution / Power of Attorney authorizing their representative(s) to participate in remote e-voting or to attend and vote on their behalf at the Meeting at rupesh@cacsindia.com or investors@kajariaceramics.com or admin@mcsregistrars.com with a copy marked to evoting@nsdl.com, before e-voting/attending the AGM, from their registered email address.
5. It is being informed that physical presence of the members has been dispensed with for attending the meeting through VC/OAVM, therefore, the facility to appoint proxy to attend and cast vote for the Members will not be available for this AGM and the Proxy Form, Attendance Slip and route map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
6. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Only bonafide Members of the Company whose names appear on the Register of Members on Cut-off Date will be permitted to join the Meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from joining the AGM.
8. As per the provision of Section 72 of the Act, the facility for making Nomination is available for the Members in respect of their shareholding in the Company. The Members are requested to submit the requisite form with their Depository Participant ('DP') who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent - MCS Share Transfer Agent Limited, 179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase-1, New Delhi 110020 (the 'RTA').
9. *Members holding shares in physical form are requested to notify/send the following in the Form ISR - 1 to the RTA of the Company:*
 - i) *Any change or update in their mailing address;*
 - ii) *Particulars of their PAN, Bank account & e-mail ids in case the same have not been registered with the Company.*

Further, please note that Members holding equity shares in electronic form are requested to contact to their respective DP

with whom they are maintaining the Demat accounts for updation in address, e-mail ids, Bank details, Bank mandate, ECS mandate, etc.

Pursuant to the SEBI's Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025, a Special Window is opened for a period of six months from July 7, 2025 till January 6, 2026 to facilitate re-lodgement of transfer requests of physical shares. This facility is available for Transfer Deeds lodged prior to April 01, 2019 and which were rejected, returned, or not attended to due to deficiencies in documents, process or otherwise. Shareholders who have missed the earlier deadline of March 31, 2021 are encouraged to take advantage of this opportunity by furnishing the necessary documents to the Company's Registrar and Transfer Agent i.e. MCS Share Transfer Agent Limited at 179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase-1, New Delhi -110020.

Also, the Members holding shares in physical form are requested to dematerialised their shareholding, as the shares of the Company are under compulsory demat trading.

The Company has dedicated e-mail ID, i.e. investors@kajariaceramics.com for Members to mail their queries or lodge complaints, if any. The Company will endeavor to reply to your queries at the earliest.

10. Pursuant to the SEBI's Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 read with the SEBI's Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, a Member who holds shares in physical mode needs to update his/her KYC details (including PAN/contact details/bank details, etc.) with the Company and effective from April 1, 2024, payment of dividend is being made through electronic mode only. Thus, the Member who holds shares of the Company in physical mode, is requested to get updated their KYC details including the bank account details, etc. with the Company / its Registrar and Share Transfer Agent.
11. The 'Record Date' for determining the names of the Members eligible for dividend, if declared at this AGM, will be Friday, September 12, 2025.
12. Members are requested to note that, dividends if not claimed for a consecutive period of seven years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. Members, who have not claimed their dividend for the financial year 2017-18 and/or for any subsequent financial years so far, are requested to make their claim with the Company / the RTA of the Company or send an email to investors@kajariaceramics.com or admin@mcsregistrars.com. However, all the unclaimed dividends pertaining to the financial years before the financial year 2017-18 have been transferred to the IEPF Authority as per the provisions of Sections 124 & 125 of the Act. Members may please note that no claim shall lie against the Company in respect of dividend which remains unclaimed/unpaid for a period of seven consecutive years from the date it is lying in the Unpaid Dividend Account.
Information on Unclaimed dividend is available on the website of IEPF viz. www.iepf.gov.in and also on the website of the Company, i.e. www.kajariaceramics.com
13. The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 including its amendment (the 'IEPF Rules'), amongst other matters, provides for transfer of the shares, in respect of which dividend has not been claimed for seven or more consecutive years, to IEPF Authority and the shares will be credited to the Demat Account of IEPF Authority, within 30 days of such shares becoming due to be transferred to the IEPF.

Accordingly, pursuant to the IEPF Rules, the Company has transferred 7,73,260 equity shares of Re. 1 each, in respect of which dividend had not been claimed by the Members for 7 (seven) consecutive years or more to IEPF Authority and as on March 31, 2025, the IEPF Authority has released 51,250 equity shares of Re. 1/- each to the claimant(s).

Pursuant to the IEPF Rules, the unclaimed dividend for the financial year 2017-18 will become due for transfer in favour of the IEPF Authority on September 25, 2025 (i.e. Due date) and accordingly, both the unclaimed dividend and shares in respect of which dividend had not been claimed by the shareholders for 7 (seven) consecutive years or more will be transferred to the IEPF Authority within 30 days of the Due date.

The Members may kindly note that both the unclaimed dividend and corresponding shares transferred to IEPF Authority including all benefits accruing on such shares, if any, can be claimed back by them from IEPF Authority after following the procedure prescribed by the IEPF Rules.

14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, Certificate from the Secretarial Auditors of the Company that the Kajaria Employee Stock Option Scheme, 2015 has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and all the documents referred to in the accompanying Notice, are open for inspection in electronic form by the Members during the AGM. All documents referred to in the Notice will also be available electronically for inspection by the Members. Members seeking to inspect such documents can send an email to investors@kajariaceramics.com
15. 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 having subject 'Speaker Registration for 39th AGM' mentioning their Name, DP-ID/Client ID or Folio Number, PAN, Mobile Number at investors@kajariaceramics.com, during the period commencing from Monday, September 15, 2025 till Friday, September 19, 2025. A Member who has been registered as a speaker, will only be allowed to express his/her views or ask questions during the AGM. The Company reserves the right to restrict the number of questions and number of speakers depending on the availability of time for the AGM.

16. *To support the 'Green Initiative', the members who are yet to register / update their email address with the Company or DPs are once again requested to register / update the same for receiving the Notices, Annual Reports and other documents / communications through electronic mode.*

INSTRUCTIONS FOR REMOTE E-VOTING AND JOINING THE AGM THROUGH VC/OAVM AS PER THE CIRCULARS, ARE AS FOLLOWS:

17. The Company shall be providing two-way video conferencing facility for the ease of participation of the Members of the Company. The facility for joining the AGM through VC/OAVM will be opened 15 minutes before and after the scheduled time of commencement of the AGM by following the procedure mentioned in this Notice.
18. Members are requested to participate on first come first serve basis. However, the participation of members holding 2% or more shares, Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, the Statutory Auditors and the Secretarial Auditors of the Company are not restricted on first come first serve basis. Participation is restricted up to 1000 members only.
19. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and SS-2 and Regulation 44 of the Listing Regulations (including amendments thereto) and the Circulars, the Company is pleased to provide:
- facility to the Members to exercise their right to vote on resolution(s) proposed to be considered at the AGM by remote e-voting before the AGM; and
 - facility of e-voting at the AGM to its Members, who have not cast their vote through remote e-voting, on resolution(s) proposed to be considered at the AGM.

The facility of casting vote through remote e-voting system from a place other than venue of the AGM (the 'remote e-voting') and e-voting at the AGM will be provided by National Securities Depository Limited ('NSDL').

20. The remote e-voting period commences at 9:00 a.m. (IST) on Thursday, September 25, 2025 and ends at 5:00 p.m. (IST) on Sunday, September 28, 2025. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on Cut-off Date i.e. Monday, September 22, 2025 ('**Cut-off Date**'), may cast their vote by remote e-voting.

The voting rights of Members for remote e-voting and for e-voting at AGM shall be in proportion to the paid up value of their shares in the equity share capital of the Company as on the Cut-off Date i.e. Monday, September 22, 2025.

No remote e-voting shall be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled for voting upon expiry of the aforesaid period. Once the vote on a resolution is cast by a Member, then the Member shall not be allowed to change it subsequently and shall not be allowed to cast vote again in the Meeting.

21. The instruction for remote e-voting are as under:

The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are as mentioned below:

Step - 1 – Access to NSDL e-voting System:

A. Login method for e-voting and joining the AGM for the shareholders holding shares in demat mode:

In terms of the SEBI's Circular dated December 9, 2020 on e-voting facility provided by listed companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-voting facility.

Login method for Individual shareholder holding shares in demat mode is given below:

Type of shareholders	Login Method
Shareholders holding shares in demat mode with NSDL	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DPID, 8-digit Client ID, PAN No., Verification Code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL site wherein you can see e-voting page. Click on the Company's name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining the Meeting & voting during the Meeting. Existing IDeAS users can visit the e-Services website of NSDL, viz.: https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section, this will prompt you to enter your User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on 'Access to e-voting' under

	<p>e-voting services and you will be able to see e-voting page. Click on the Company's name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining the Meeting & voting during the Meeting.</p> <ol style="list-style-type: none"> 3. If you are 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 4. Please visit the e-voting website of NSDL and open web browser by typing the 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 site wherein you can see e-voting page. Click on the Company's name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining the Meeting & voting during the Meeting. 5. Shareholders/Members can also download NSDL Mobile App 'NSDL Speede' facility through App Store / Google Play for seamless voting experience.
Shareholders holding shares in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest, they can login through their User ID and password. An option will be made available to access e-voting page without any further authentication. The Users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Easi username & password. 2. After successful login the Easi / Easiest, the user will be also able to view the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to access e-voting page of e- voting service provider for casting your vote during the remote e-voting period or joining the Meeting & voting during the Meeting. Additionally, there is also links provided to access the system of all e-voting service providers, so that user can visit the e-voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & new system Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account. After successful authentication, user will be able to see the e-voting option where e-voting is in progress and also able to directly access the system of all e-voting service providers.
Shareholders (holding shares in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL site after successful authentication, wherein you can see e-voting feature. Click on the Company's name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining the Meeting & voting during the Meeting.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at the abovementioned website.

Helpdesk for the shareholders holding shares in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
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 at 022-48867000
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 toll free no. 1800-21-09911

B. Login method for e-voting and joining the Meeting for the shareholders other than the shareholders holding shares in demat mode (i.e. shareholders holding shares in physical mode):

- (i) Please visit at the e-voting website of NSDL. Open the web browser by typing the URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- (ii) Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholders/Members' section.
- (iii) A new screen will open. Please enter User ID, password and verification code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically..

- (iv) User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
For Members who hold shares in Demat account with NSDL	8 character DP ID followed by 8 Digits Client ID For example, if your DP ID is IN300*** and Client ID is 12*****, then User ID is IN300***12*****
For Members who hold shares in Demat account with CDSL	16 Digits Beneficiary ID For example, if your Beneficiary ID is 12***** , then User ID is 12*****
For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example, if folio number is 001*** and EVEN is 101456, the User ID is 101456001***

- (v) Password details are given below:

- (a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- (b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which is communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- (c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digits of Client ID for NSDL account, last 8 digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- (vi) If you are unable to retrieve the password or have not received the 'initial password' or have forgotten your password:
 - Click on 'Forgot User Details/Password?' option available at www.evoting.nsdl.com (if your demat account is with NSDL/CDSL)
 - Click on 'Physical User Reset password?' option available at www.evoting.nsdl.com (if you are holding shares in physical form)
 - If you are still unable to retrieve your password through above said options, you can send a request at evoting@nsdl.com, mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
- (vii) After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.
- (viii) Now, click on 'Login' button and the Home page of e-voting will open.

Step - 2 – Process to cast your vote electronically and join the Meeting on NSDL e-voting system:

- (i) After successful login at Step -1, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle and the Meeting is in active status.
- (ii) Select 'EVEN' (Electronic Voting Event Number) of Kajaria Ceramics Limited and for joining the Meeting, you need to click on 'VC/OAVM' link placed under 'Join Meeting'.
- (iii) Now you are ready for e-voting as the voting page opens.
- (iv) You can cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
- (v) Upon confirmation, the message 'Vote cast successfully' will be displayed.
- (vi) You can also take printout of the votes cast by you by clicking on the print option on confirmation page.
- (vii) Once you confirm your vote on the resolution, you will be not allowed to modify your vote.

General Guidelines for e-voting:

- i. Institutional shareholders (i.e. other than Individuals, HUFs, NRIs, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority Letter, etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at rupesh@cacsindia.com or investors@kajariaceramics.com or admin@mcsregistrars.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than Individuals, HUFs, NRIs, etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on 'Upload Board Resolution / Authority Letter' displayed under 'e-voting' tab in their login.
- ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to enter the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
- iii. In case of any queries, you may refer the frequently Asked Question (FAQs) for Members and the remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com or contact Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051 through email at evoting@nsdl.com or call on 022-48867000.

22. Process for those shareholders whose e-mail ids are not registered with the Company / depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolution(s) set out in this Notice:

- i. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to investors@kajariaceramics.com
- ii. In case shares are held in demat mode, please provide DPID-CLID (16 digits of DP-ID + CL-ID or 16 digits of Beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to investors@kajariaceramics.com. If you are an Individual shareholder holding shares in demat mode, you are requested to refer to the login method explained at Note No. 21(1A) above, i.e. Login method for e-voting and joining the AGM for shareholders holding shares in demat mode.
- iii. Alternatively, a shareholder may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

23. Instructions for members for e-voting on the day of the AGM are as under:

- i. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- ii. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolution(s) through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- iii. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote in the AGM.
- iv. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned under 'General Guidelines for e-voting'.

24. Instructions for members for attending the AGM through VC/OAVM are as under:

- i. A Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. The Members may access by following the steps mentioned above for 'Access to NSDL e-voting system'. After successful login, you can see link of 'VC/OAVM' placed under 'Join the Meeting' menu against the Company's name. You are requested to click on VC/OAVM link placed under 'Join the Meeting' menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice to avoid last minute rush.

- ii. Members are encouraged to join the Meeting through Laptops for better experience.
 - iii. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
 - iv. 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.
 - v. Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
25. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-off Date i.e. Monday, September 22, 2025, shall only be entitled to avail the facility of remote e-voting / e-voting facility during the AGM. However, a person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.
26. Any person, who acquire shares of the Company and become a Member of the Company after dispatch of the Notice of the AGM and holding shares as on the Cut-off Date i.e. Monday, September 22, 2025, may obtain the login ID and password by sending a request (along with Name, Folio No./DP ID-Client ID, as the case may be and shareholding) at evoting@nsdl.com or admin@mcsregistrars.com
- However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using 'Forgot User Details/Password' or 'Physical User Reset Password' option available on www.evoting.nsdl.com or call on 022-48867000. In case of Members holding shares in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the Cut-off Date i.e. Monday, September 22, 2025, may follow steps mentioned in the Notice of the AGM under 'Access to NSDL e-voting system'.
27. E-voting cast at the AGM together with vote cast through remote e-voting shall be counted for the purpose of passing of resolution(s) set out in the Notice of the AGM. No voting by show of hands will be allowed at the AGM.
28. The Board of Directors of the Company has appointed Mr. Rupesh Agarwal, Managing Partner, failing him Mr. Shashikant Tiwari, Partner, failing him Mr. Lakhan Gupta, Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries, having its office situated at 11F, Pocket - IV, Mayur Vihar, Phase- 1, Delhi- 110091, as the Scrutinizer to scrutinize the voting through remote e- voting and e-voting during the AGM, in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of the Meeting, will count the e-voting cast during the Meeting and the vote cast through remote e-voting and shall make, within the time permissible under the applicable laws, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, and submit the same to the Chairman or a person authorised by him, who shall counter sign the same.
29. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.kajariaceramics.com and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorised by him and the results shall also be communicated to BSE Limited and National Stock Exchange of India Limited. The results will also be displayed at the Registered Office as well as the Corporate Office of the Company.
30. Subject to receipt of requisite number of votes, the resolution(s) set out in the Notice of the AGM shall be deemed to be passed at the 39th AGM scheduled to be held on Monday, September 29, 2025.

By Order of the Board
For Kajaria Ceramics Limited

Ram Chandra Rawat
COO (A&T) & Company Secretary
[FCS No. 5101]

Place: New Delhi
Date: July 22, 2025

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

ITEM NO. 4:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('the Act'), every listed company is required to annex with its Board's Report, a Secretarial Audit Report, given by a Company Secretary in practice.

Further, as per the provisions of the Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), every listed entity shall undertake Secretarial Audit by Secretarial Auditors, who shall be a Peer Reviewed Company Secretary and shall annex a Secretarial Audit Report with the Annual Report of the listed entity. Regulation 24A of the Listing Regulations further provides that on the basis of recommendation of Board of Directors, a listed entity shall appoint or re-appoint, subject to approval of its Members in its Annual General Meeting:

- o An individual as Secretarial Auditors for not more than one term of 5 consecutive years; or
- o A Secretarial Audit firm as Secretarial Auditors for not more than two terms of 5 consecutive years.

On the basis of the recommendation of the Audit Committee, the Board of Directors ('Board') of the Company at their Meeting held on May 6, 2025, have approved the appointment of M/s Chandrasekaran Associates, a Peer Reviewed Firm of Company Secretaries (Firm Registration No: P1988DE002500), as the Secretarial Auditors of the Company to hold the office for first term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30, subject to approval of the Members of the Company at this Annual General Meeting of the Company.

Credential:

M/s Chandrasekaran Associates, a Peer Reviewed Firm of Company Secretaries (Firm Registration No: P1988DE002500) is a well-known firm of Practising Company Secretaries. With a rich legacy spanning over three decades, M/s Chandrasekaran Associates is a firm of Company Secretaries ('CACS') that delivers expertise and knowledge through diverse services and thus simplifies the complexities of corporate legal regulations & compliances for business. CACS is located in the political capital of India, New Delhi. Over the years, CACS have provided services across the country. CACS is a focused community of experienced and trained professionals. CACS's team is equipped with necessary infrastructure and network to carry out services effortlessly and on time.

M/s Chandrasekaran Associates, a Peer Reviewed Firm of Company Secretaries (Firm Registration No: P1988DE002500) [hereinafter referred to as 'M/s Chandrasekaran Associates'] has been the Secretarial Auditors of the Company from the financial year 2014-15 and as part of their Secretarial Audit, they have demonstrated their expertise and proficiency in handling Secretarial Audit of the Company till date.

M/s Chandrasekaran Associates has confirmed that they are not disqualified and is eligible to be appointed as the Secretarial Auditors of the Company under the Act, the Company Secretaries Act, 1980, the Listing Regulations and circular(s) issued by Securities and Exchange Board of India ('SEBI') in this regard and has also given their eligibility & consent for their appointment as the Secretarial Auditors of the Company.

Term of appointment:

M/s Chandrasekaran Associates is proposed to be appointed as the Secretarial Auditors of the Company to hold office for a period of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30.

Remuneration:

The proposed remuneration payable to the Secretarial Auditors to conduct the Secretarial Audit of the Company for the financial year 2025-26 will be Rs. 7,50,000 (Rupees Seven Lacs Fifty Thousand Only) excluding out of pocket expenses and applicable taxes.

The remuneration proposed to be paid to the Secretarial Auditors of the Company from the financial year 2026-27 till the financial year 2029-30 will be determined by the Board of the Company on the basis of recommendation of the Audit Committee of the Company and in consultation with the Secretarial Auditors, which will be commensurate with the scope of work(s) and other requirements as mutually agreed.

In addition to the Secretarial Audit, the Company may also avail such other services including certifications and other professional work(s), as may be mandatory or permitted to be sought from the Secretarial Auditors under the applicable laws and which are not prohibited by the SEBI or any other authority, as approved by the Board of the Company.

M/s Chandrasekaran Associates was paid a remuneration of Rs. 7,25,000 (Rupees Seven Lacs Twenty Five Thousand Only) plus out of pocket expenses and applicable taxes for conducting the Secretarial Audit of the Company for the financial year 2024-25.

Basis of Recommendation:

The recommendation for the appointment of M/s Chandrasekaran Associates as the Secretarial Auditors of the Company to the Members for their approval is based on the fulfillment of the eligibility criteria, qualification, experience, independent assessment, expertise of the partners of M/s Chandrasekaran Associates in providing Secretarial Audit related services, time & efforts required to be put in by them and the Company's experience based on the evaluation of the quality of audit work done by them in the past.

The Board recommends the Ordinary Resolution set out at Item No. 4 of this Notice for approval by the Members of the Company.

None of the Directors and Key Managerial Personnel and their relatives is, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

By Order of the Board
For Kajaria Ceramics Limited

Ram Chandra Rawat
COO (A&T) & Company Secretary
[FCS No. 5101]

Place: New Delhi
Date: July 22, 2025

Information pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India regarding the Director proposed to be re-appointed:

Name of Director	Mr. Dev Datt Rishi (DIN: 00312882)
Date of Birth	05.08.1949
Date of first appointment on the Board of the Company	14.01.2015
Qualification	B.Sc. (Engineering) Chemical Hons., Diploma in Management
Experience	<p>He is an eminent technical professional having experience in a wide spectrum of industries like Chemicals, Fertilizers, Pesticides and Ceramics. He was associated with Kajaria Ceramics since inception in January 1987 when the first tile plant was conceived at Sikandrabad. For more than 20 years, he managed all operations meticulously. Under his dynamic leadership, the Company successfully carried out various expansions.</p> <p>His knowledge and techniques have contributed to production of international standards quality tiles. He has rich experience in the field of production, quality control, R&D, technology transfer, standardization, projects, training and organization development, etc.</p>
Terms and conditions of re-appointment	Mr. Dev Datt Rishi will continue to be the Non-Executive Director of the Company
Remuneration sought and last drawn	<p><u>Remuneration Sought:</u></p> <p>No remuneration will be payable except sitting fees for attending the Board and its Committee meetings.</p> <p><u>Remuneration last drawn as Non-executive Director:</u></p> <p>As mentioned in the Corporate Governance Report.</p>
Shareholding in the Company	1,240 Equity shares
Relationship with other Directors and Key Managerial Personnel of the Company	He is not related to other Directors and Key Managerial Personnel of the Company.
Number of Board Meetings attended during the financial year 2024-25	5 (Five)
Name of listed companies in which also holds the directorship and the chairmanship/membership of Committees of the Board of Directors ('Board')	Nil
Name of listed companies from which resigned in the last three years	Nil
Directorship held in other Public Limited Companies (other than listed companies)	Nil
Directorship held in Private Limited Companies	Nil
Chairmanship/Membership of the Committee of the Board of Directors of the Company	Member of Risk Management Committee
Chairmanship/Membership of the Committee of the Board of Public Limited Companies (other than listed companies)	Nil

By Order of the Board
For Kajaria Ceramics Limited

Ram Chandra Rawat
COO (A&T) & Company Secretary
[FCS No. 5101]

Place: New Delhi
Date: July 22, 2025

KAJARIA CERAMICS LIMITED

[CIN: L26924HR1985PLC056150]

Registered Office: SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road,
Village Sikanderpur Ghosi, Gurgaon, Haryana-122001, **Phone** +91-124-4081281
Corporate Office: J-1/ B-1 (Extn.), Mohan Co-operative Industrial Estate, Mathura Road,
New Delhi- 110044 **Phone:** +91-11-26946409, **Fax:** +91-11-26946407
Website: www.kajariaceramics.com **E-mail:** investors@kajariaceramics.com

Dear Sir/Madam,

Sub.: Notice of the 39th Annual General Meeting of Kajaria Ceramics Limited and Annual Report for the Financial Year 2024-25

We are pleased to inform you that the 39th Annual General Meeting ('AGM') of Kajaria Ceramics Limited ('the Company') is scheduled to be held on Monday, September 29, 2025 at 01.00 P.M. (IST) through Video Conferencing/Other Audio Visual means in compliance with the applicable circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

The Notice convening the 39th AGM and the Annual Report for the financial year 2024-25 are being dispatched through electronic mode to those Members whose e-mail address(es) are registered with the Company/Depositories.

Since your email address is not registered, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending this letter to inform you that the Notice of 39th AGM along with the Annual Report for the financial year 2024-25 can be accessed through the following link(s):

Notice of 39 th AGM of the Company	https://www.kajariaceramics.com/pdf/Notice_of_AGM_sep25.pdf
Annual Report for the financial year 2024-25	https://www.kajariaceramics.com/annual-reports/24-25.pdf

The aforesaid Notice and the Annual Report can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com

Key details for the 39th AGM of the Company are as under:

Record date for Final Dividend	Friday, September 12, 2025
Cut-off date for e-voting	Monday, September 22, 2025
E-voting start date and time	Thursday, September 25, 2025 at 9:00 a.m. (IST)
E-voting end date and time	Sunday, September 28, 2025 at 5:00 p.m. (IST)

For more details, please refer the Notice of 39th AGM of the Company.

We request you to kindly register your email address and if you wish to update or change your e-mail address or communication address or bank details or nomination details, please contact to your respective Depository Participant, if you hold shares in demat form or please write to the Registrar and Share Transfer Agent of at the Company below address, if you are holding shares in physical form:

MCS Share Transfer Agent Limited
179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area,
Phase-I, New Delhi – 110020
Email: admin@mcsregistrars.com
Phone No.: +91-11-41406149-51

Thanking You,
For **Kajaria Ceramics Limited**

Sd/-
Ram Chandra Rawat
COO (A&T) & Company Secretary

Rebuilding Kajaria



KAJARIA CERAMICS LIMITED

Integrated Annual Report **2024-25**

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44

158

338

S

T

E

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CORPORATE OVERVIEW	
Chairman's Statement	6
About the Company	10
Our Subsidiaries	12
Performance Highlights, FY25	14
Key Performance Indicators	16
ESG Framework & Strategy	18
Stakeholder Engagement	20
Materiality Assessment	24
Our Long-Term Value Creation Model	26
Governance	40
Board of Directors	42
STATUTORY REPORTS	
Management Discussion & Analysis Report	44
Directors' Report	60
Report of Corporate Governance	89
Business Responsibility & Sustainability Report	121
FINANCIAL STATEMENTS	
Standalone Financial Statement	158
Consolidated Financial Statement	246
CORPORATE INFORMATION	
	338

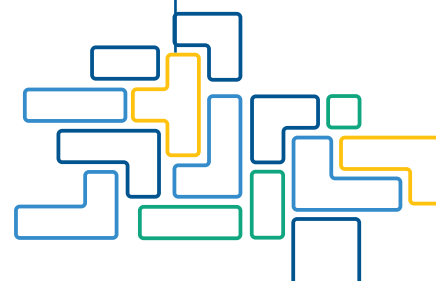


In business, survival is not about holding on to what worked yesterday.

It's about recognising when yesterday's wisdom has expired.

UNLEARN & RELEARN

– THAT IS THE DISCIPLINE WE NOW EMBRACE. WHY SO?





WE CREATED THE DEFINING BUILDING BLOCKS – INNOVATION. SHOWCASING. BRANDING.

In just two decades, we shot ahead of our vastly experienced peers to occupy the top spot in the Indian tile industry and did everything that was beyond the conception of others.



As market dynamics shifted, we chased more...

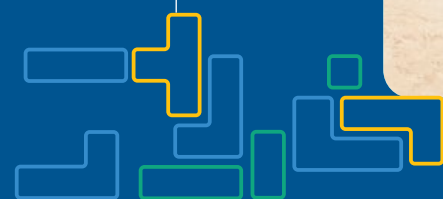
...more capacity, more SKUs, more shelves, more people.

We discovered that quantity is not always equivalent to quality.

We noticed. And we chose clarity over comfort.

IT WAS THE TIME FOR THE

REALISATION!





The playbook that once propelled us to the top now risked holding us back.

SO, OUR NEXT WISEST STEP IS TO RESET & REFORM.

It is not a pause. It is an act of courage.

The courage to unlearn what no longer serves us, to relearn what the changing market demands and to rebuild our entire entity of existence.

We are questioning everything – our processes, our priorities and our strategies.

We are cutting away the excess, amplifying the essential and wiring agility into the very DNA of our business.

This is not about chasing the next quarter.

This is about designing Kajaria for the next decade.

We aim to stand on a new foundation – deeper, sharper, stronger.

BECAUSE REBUILD KAJARIA IS NOT REPAIR. IT IS REINVENTION – TILE BY TILE, LAYER BY LAYER, FOUNDATION TO FINISH.





Corporate
Overview



Statutory
Reports



Financial
Statements



CHAIRMAN'S STATEMENT

**“ONE
CONVICTION
CONTINUES
TO ANCHOR
OUR OUTLOOK:
KAJARIA IS
UNIQUELY
POSITIONED
TO OUTPACE
INDUSTRY
PERFORMANCE,
NOT ONLY
IN THIS
CYCLE, BUT
SUSTAINABLY
OVER THE LONG
TERM.”**



RISHI KAJARIA
Joint Managing Director

ASHOK KAJARIA
Chairman & Managing Director

CHETAN KAJARIA
Joint Managing Director

Dear Shareholders,

I am delighted to present our 39th Annual Report, a reflection of our performance in FY25 and a forward-looking view of our strategic rebuilding. This report reaffirms our commitment to transforming into a more intelligent, agile and responsive enterprise, one that is equipped to lead with resilience and foresight in a rapidly evolving landscape.

PERFORMANCE IN FY25

The tile industry faced sustained headwinds in FY25, with domestic performance and profitability under pressure. While domestic demand remained muted, export volumes declined due to geopolitical tensions, elevated freight costs and disruptions in the Red Sea corridor. Our performance broadly reflected these industry-wide dynamics.

We registered 6% volume growth and a 2% increase in revenue. EBITDA declined by 15%, primarily due to pricing pressures and rising costs. During the year, we made two key exits: the closure of our loss-making plywood business and our UK joint venture.

THE REALISATION

In FY25, we paused to reassess our operating landscape—where we stood and what was needed to drive sustainable growth.

Our legacy operating model had become misaligned with market realities. The repeatedly missing sales targets was a clear signal that demanded the much-awaited change. Dealer sentiment, a cornerstone of our business, was also showing signs of strain.

These vulnerabilities prompted a decisive pivot. We hit the Reform button to build a leaner, more agile organisation, sharply focused on quality of growth.

REBUILDING KAJARIA

So, what made us KAJARIA yesterday, leaving all those thoughts behind, we are reconstructing our capabilities and determining what best we can do tomorrow.

Here, we are pleased to announce that we have begun a new journey to REBUILD KAJARIA.

It was the right moment to take a hard look at every facet of our business – from core functions and operational processes to product verticals and resource allocation.

Marketing: On the marketing front, a deeper transformation has been initiated. Now, the product differentiation between ceramic and vitrified tiles is marginal. While ceramic tiles are typically suited for wall applications and vitrified tiles are preferred for flooring due to their size versatility, however both are increasingly interchangeable. This convergence rendered our separate marketing verticals redundant.

Responding to this shift, we decided to consolidate our multiple marketing functions into a unified team tasked with driving scale, operational efficiency and sharper customer engagement. Our integrated distribution network will begin to showcase all verticals of tiles, unlocking deeper market access and delivering greater value to our customers.

Cost optimisation: We have identified multiple areas for eliminating waste and pruning costs across the organisation to create an agile and lean organisation that is smart, swift and fleet-footed to capitalise on emerging opportunities.

The strategic marketing integration will enhance workforce efficiency, streamline resource deployment, reduce operating costs, help in renegotiating material inputs and strengthen our agility in dynamic markets. In a show of conviction, we, the promoter (Directors), have voluntarily forgone salaries this year.

Business processes: We are reviewing every process to understand its relevance in the current business environment and making suitable changes where required. Case in point: We are reorienting our ordering process with the help of an external agency. We are also institutionalising the

use of SAP HANA across the organisation to facilitate superior business analysis and data-backed decision-making, among other things.

Bathware division: The division’s continuing losses (primarily due to the commissioning of our new sanitaryware plant) have highlighted our misaligned strategies in this rapidly evolving business space. As part of our reform blueprint, we have recently onboarded a veteran of the bathware industry to analyse the glitches in our operating model, revisit and recalibrate our strategies to orchestrate a turnaround in the business.

THE START OF THE CURRENT YEAR

We commenced the rollout of our unification strategy in stages across a few states earlier this year. The initial feedback has been encouraging. While external headwinds and early-stage adoption tempered some sales volumes, we remain confident that full-scale implementation will unlock better market share gains in the coming quarters.

We are pleased to report a year-on-year improvement in profitability, reflecting the early benefits of operational leverage and disciplined execution in Q1 FY 25-26.

That said, this marks a foundational phase in our journey—one that demands sustained discipline and clarity of purpose. As we navigate this critical inflection point, our ability to maintain a sharp focus on cost optimisation and marketing alignment will be pivotal in unlocking operational efficiencies

A NEW ERA BECKONS

Kajaria now embarks on a new era, marked by innovative ways of working, renewed optimism and revitalised energy. I am witnessing, with immense pride, the zeal and hard work of Chetan and Rishi to jointly work towards Rebuilding Kajaria. As a father, it fills me with deep personal pride; as Chairman, this reaffirms my confidence that the future of the Company is in capable hands.

CONCLUDING REMARKS

Amid a backdrop of global uncertainty and its ripple effects on India’s economic trajectory, projecting sectoral growth with precision remains a formidable challenge. Yet, one conviction continues to anchor our outlook: Kajaria is uniquely positioned to outpace industry performance, not only in this cycle, but sustainably over the long term.

I, along with Chetan and Rishi, extend our deepest appreciation to our colleagues, whose dedication and passion remain the cornerstone of our success. We are equally grateful to our customers for their enduring trust and to our other stakeholders for their continued support. This collective strength drives us forward, inspires innovation and fortifies our commitment to long-term, value-driven growth.

Warm regards

ASHOK KAJARIA

The opportunity landscape remains stable. With improving global conditions and easing freight dynamics, a revival in exports appears likely. If current tailwinds hold, exports could reach ₹20,000 crore in FY 2025–26.

Reduction in personal income tax rates and stable inflation are likely to improve general consumer sentiment.

ABOUT THE COMPANY

WE ARE KAJARIA CERAMICS!

Our extensive and continually growing product range offers something for every Indian household. This effort has established Kajaria as a household name across India. Our pioneering innovation and commitment to quality have bolstered our reputation. We are honoured to be recognised as India's No. 1 Tile Company and the 8th largest globally.

Founded in 1988 by visionary entrepreneur Shri Ashok Kajaria and aided by Sh Chetan Kajaria and Sh Rishi Kajaria, Kajaria Ceramics has evolved from a tile manufacturer into a comprehensive provider of household solutions, becoming one of the most respected names in the building products sector.

WHAT MOTIVATES US?

The rapidly growing appetite of Indian consumers for style and aesthetics inspires every Kajaria design.

WHAT DO WE BUILD UPON?

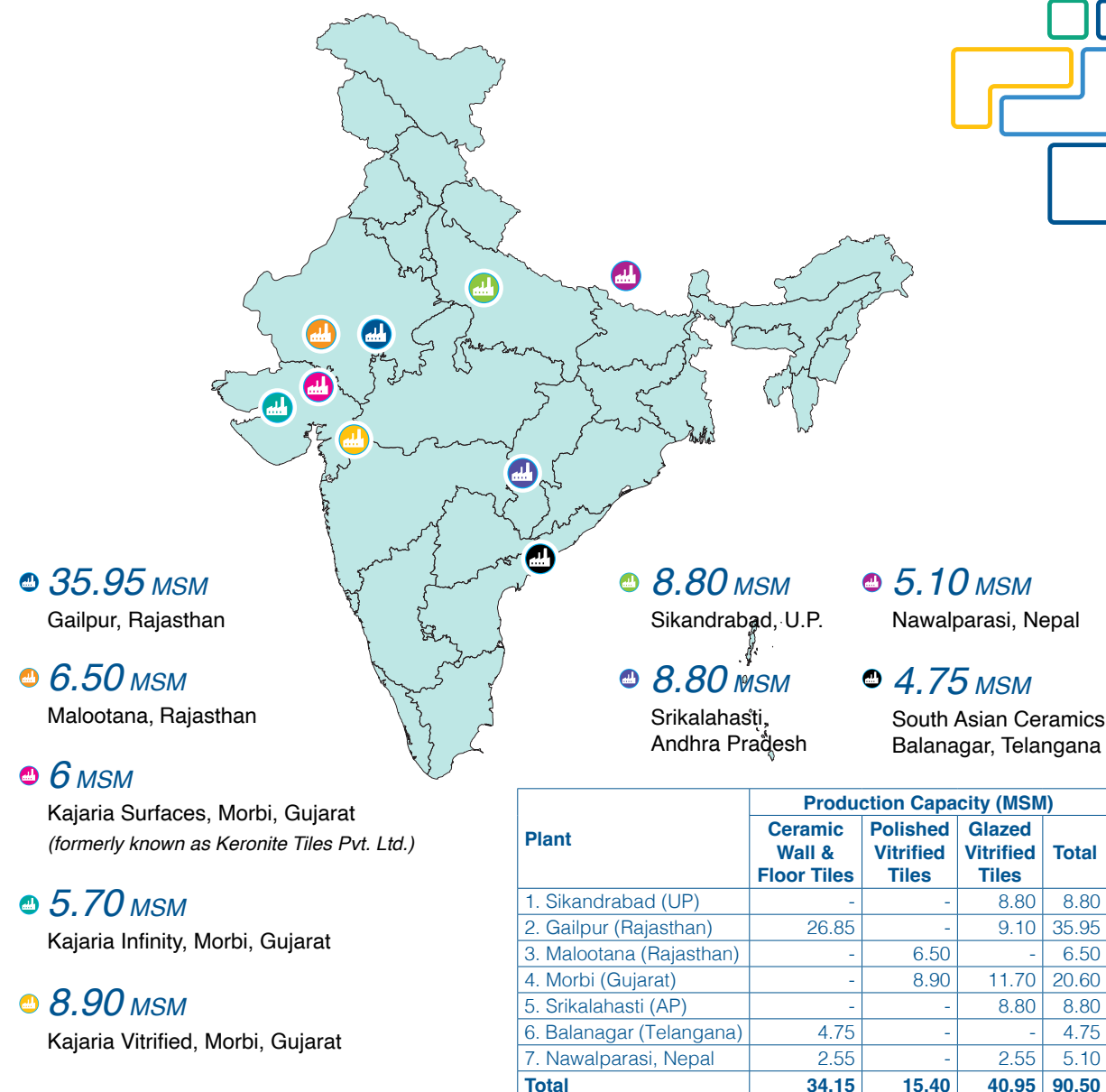
We are building upon our two invaluable assets: the Kajaria brand and our unparalleled, extensive distribution network.

OUR MANUFACTURING PRESENCE

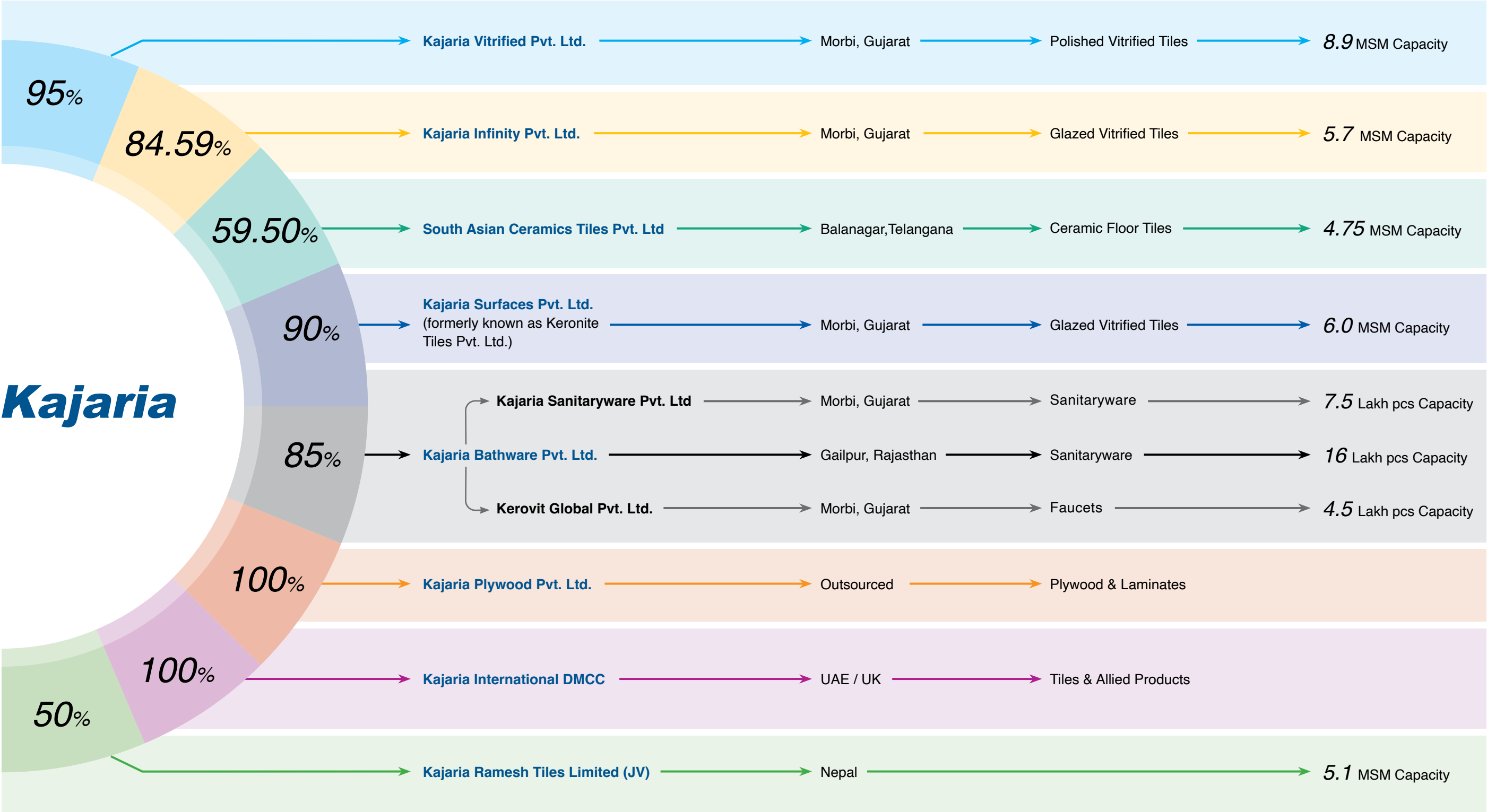
OUR EXPANSIVE AND ENTRENCHED PRESENCE IS A VITAL CATALYST FOR A SUSTAINING GROWTH.

Our pan-India manufacturing presence and a multi-layered, entrenched distribution network enable us to customise products that address diverse regional and cultural preferences, thereby ensuring their availability in every consuming market.

MANUFACTURING PRESENCE OVERVIEW - Total Capacity 90.50 MSM



OUR SUBSIDIARIES / JV



PERFORMANCE HIGHLIGHTS, FY25*

₹4,683 CR

Revenue

₹598 CR

EBITDA

₹294 CR

Net Profit

₹2,744 CR

Networth

12.76%

EBITDA Margin

16.28%

Return on Capital Employed

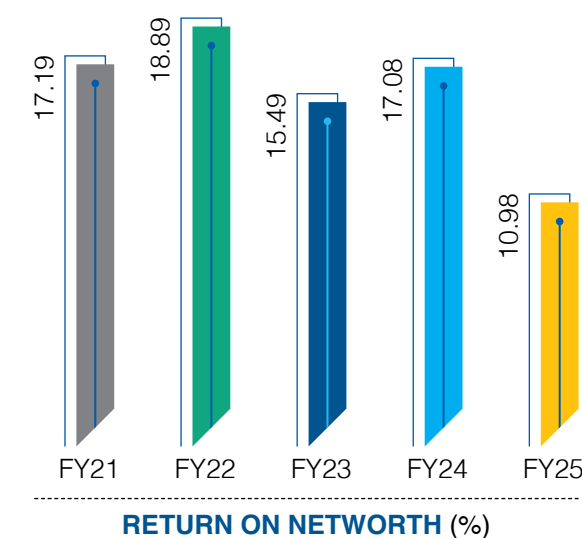
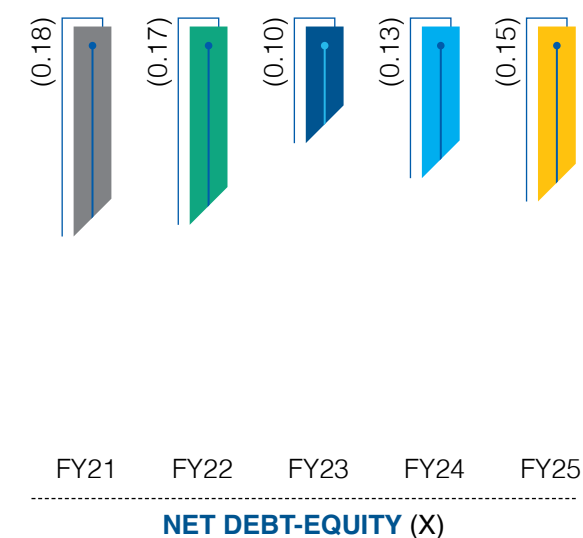
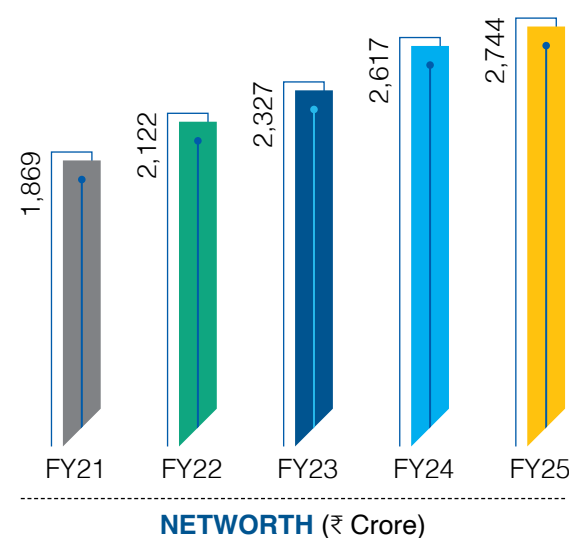
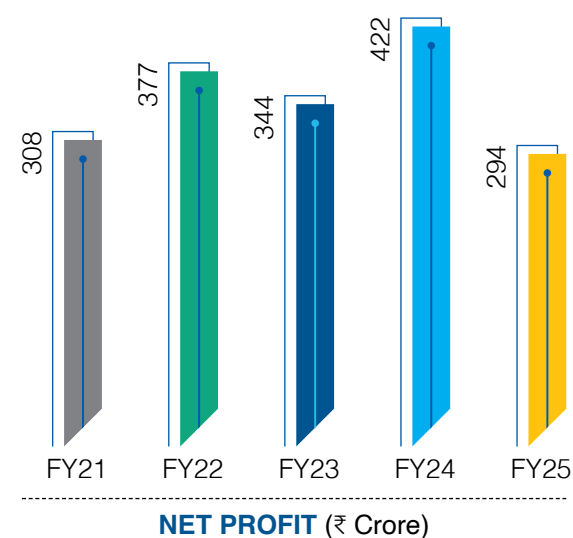
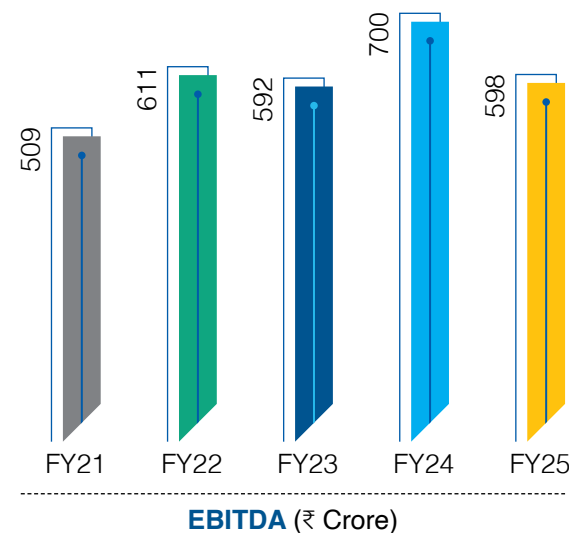
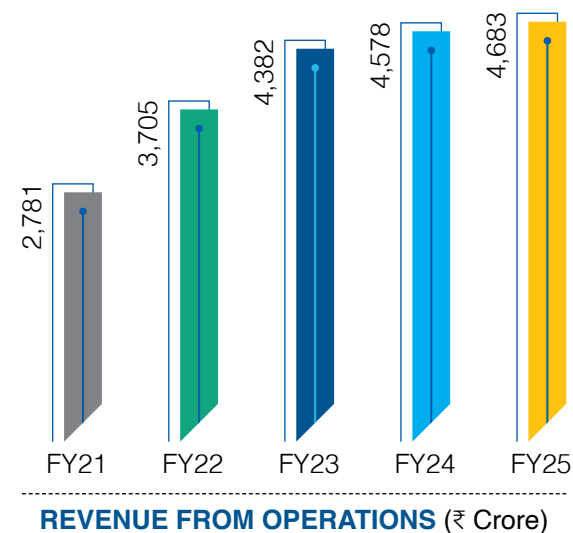
* Plywood (discontinued business) numbers are included for calculating the numbers and ratios for ease of comparison.



KEY PERFORMANCE INDICATORS

PROGRESSIVELY BUILDING A PLATFORM THAT WILL ELEVATE US TOWARDS A BRIGHTER TOMORROW.

Our performance amidst adversity highlights our commitment to excellence, innovation and customer-centricity, reaffirming our position as a leading brand in the building products sector.



ESG FRAMEWORK & STRATEGY

Our robust ESG framework, closely aligned with our core values, guides us in creating sustainable value. By embracing responsible business practices within our ESG focus areas, we uphold our commitment to achieving our People, Planet and Profit goals.

VALUE CREATION THROUGH ESG

FOCUS ON GROWTH

Attract customers with more sustainable products and improved access to resources.

RESOURCE OPTIMISATION

Lower energy consumption and improved material and water efficiency.

INSPIRE EMPLOYEES

Values-led employees, better employee experience.

SUSTAINABLE INVESTMENTS

Allocation of capital that enhances returns and ensures long-term sustainability.

RESPONSIBLE CORPORATE CITIZEN

Setting standards for governance through self-regulation

ESG FOCUS AREAS

ENVIRONMENT	SOCIAL	GOVERNANCE
Energy conservation Water management Product stewardship	Customer value Community upliftment Safe & inclusive workplace	Ethics, transparency, quality and accountability Sustainable supply chain management

DRIVERS OF ESG STRATEGY

ADHERENCE TO NATIONAL VOLUNTARY GUIDELINES(NVGs)

Adhering to principles and core elements laid down in the NVGs on Social, Environmental and Economic Responsibilities of Business published by the Ministry of Corporate Affairs (MCA) while conducting business.

EXCEEDING INVESTOR EXPECTATIONS

Devising policies and implementing business practices, transforming processes aligned with our investors’ expectations on the Company’s environment, social and governance performance.

EMPLOYEES’ AND WORKERS’ SAFETY & WELL-BEING

Diligently working towards creating a safe, inclusive workspace for everyone in our premises by preventing injuries & fatalities.

IMPROVING PROCESS EFFICIENCIES

Adopting best-in-class practices for resource use optimisation while ensuring the highest quality of our products.

REDUCING OUR BURDEN ON THE PLANET

Focusing on reducing the adverse impact of our business operations on the environment and working towards replenishing the resources drawn from the Earth.

ADAPTING TO EMERGING RISKS

Identifying emerging risks such as regulatory ecosystem, supply chain disruptions, climate change, etc., to develop risk management plans within achievable timelines.



STAKEHOLDER ENGAGEMENT

INTEGRATING EXPECTATIONS
WITH BUSINESS OPERATIONS

Kajaria's collaborative approach is pivotal to its prominence within the domestic tile industry. We consistently engage with internal and external stakeholder groups, which are identified based on their affiliation and influence on the value-creation process.

We engage with our stakeholders to identify material issues that are operational (short-term) and strategic (long-term). Through this process, we aim to pinpoint critical issues that may impact our economic, social and environmental performance.

Through ongoing engagement with stakeholders on matters of mutual interest, we ensure the protection and creation of value across all forms of capital. Feedback acquired through various engagement channels enables us to evaluate stakeholders' perspectives and concerns, facilitating the development of appropriate action plans.



OUR STAKEHOLDER
UNIVERSE

- Investors
- Dealers
- Customers
- Employees
- Vendors
- Government & Regulatory Bodies
- Community

INVESTORS

WHY THEY ARE
IMPORTANT

Providers of Capital

VALUE
PROPOSITION

Consistent returns on investments

Profitable and best-in-class assets with an integrated value chain

Focus on deleveraging and funding profitable growth

Better disclosures, transparency and credibility of financial and non-financial disclosures

HOW WE ENGAGE

Investor/analyst meets and earnings calls

Periodic meetings

Annual Report, Quarterly Updates

Annual General Meeting

EMPHASIS AREA

Focus on strong operating and financial performance (targeting investment-grade financial metrics)

DEALERS

WHY THEY ARE
IMPORTANT

Reaching products to the ultimate consumer, brand building and providing insights on emerging trends.

VALUE
PROPOSITION

Growth opportunities, faster delivery, due recognition and reward for the efforts involved

HOW WE ENGAGE

Regular interaction with marketing teams

Digital platforms

Product launch events and award ceremonies

EMPHASIS AREA

Embed sustainability in the supply chain and promote responsible sourcing and circular economy

Upgrading their showrooms and shelf spaces

Increasing our range of innovative products

Timely delivery of products and related services

Ensure fair treatment to all the dealers

CUSTOMERS

WHY THEY ARE IMPORTANT

Provide us an opportunity to build long-term, mutually beneficial collaborative relationships that will ensure that Kajaria retains market leadership

VALUE PROPOSITION

Ignites growth through powerful brands and exceptional products, amplified by strategic partnerships.

HOW WE ENGAGE

Dealer showrooms
Advertisement through various media
Branding in high-decibel national sporting events
Company website and social media

EMPHASIS AREA

Focus on the development of an enriched portfolio
Leveraging digital tools to enhance customer experience

GOVERNMENT AND REGULATORY BODIES

WHY THEY ARE IMPORTANT

Ensuring compliance and business continuity in line with changing policies and partnering with Govt. agencies to create a positive business ecosystem

VALUE PROPOSITION

Interaction with government bodies to engage on industry concerns on existing/future policies and regulations to advance ease of doing business

HOW WE ENGAGE

Facility inspection
Meetings and dialogue with agencies.

EMPHASIS AREA

Create a simplified, stable and predictable regulatory environment
Partner towards economic growth and the nation's development
Ensuring compliance and business continuity in line with changing policies.

EMPLOYEES

WHY THEY ARE IMPORTANT

They are the heart of the Company, translating strategy into success.

VALUE PROPOSITION

Fair compensation, self-supervised structures, Reward & Recognition schemes, opportunities for learning and focus on employee well-being and healthy working environment.

HOW WE ENGAGE

Formal and informal meetings with the senior leadership team regularly
Induction Programmes

EMPHASIS AREA

Health & Safety
Attracting and retaining diverse talent by providing better than industry emoluments
Providing an inclusive and positive work environment
Local sourcing of labour
Welfare practices
Equal opportunities for career development

COMMUNITY

WHY THEY ARE IMPORTANT

Conducive working environment, ensuring social support, amity and peace

VALUE PROPOSITION

Enable lasting betterment in the well-being of communities in the operating region through regional development models

HOW WE ENGAGE

Interaction with various NGOs and other agencies to understand their needs.
Through surveys and discussions with related people

EMPHASIS AREA

To ensure safety in operating sites so that the health and safety of communities are not compromised
Sustain community outreach activities in areas where we operate

VENDORS

WHY THEY ARE IMPORTANT

To conduct a value chain analysis to optimise processes and enhance cost competitiveness

VALUE PROPOSITION

Adherence to contracts, timely payments, growth opportunities and building capability

HOW WE ENGAGE

Vendor meets
Different business channels
Digital platforms

EMPHASIS AREA

Managing price, supply chain and quality impact for business continuity
Maintaining products or services





MATERIALITY ASSESSMENT

Identifying and assessing topics that are mutually significant to our stakeholders and our business and comprehending their potential impact on our ability to create long-term value, are essential components of our planning processes and aid us in executing our strategic objectives.

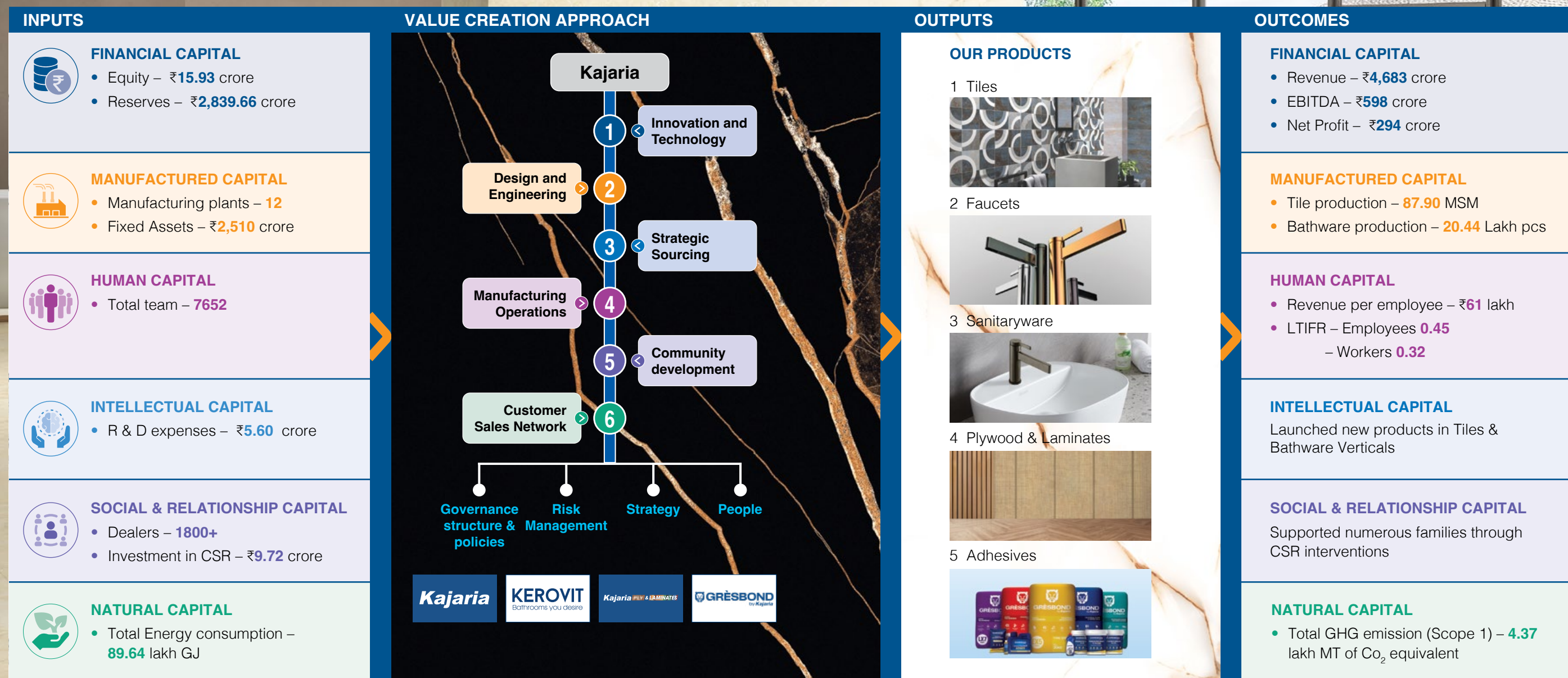
We perform a comprehensive materiality assessment in order to establish our priorities. This methodology, which is founded on data and informed by stakeholder feedback, allows us to identify emerging trends, potential risks and new opportunities. We engage in ongoing, transparent dialogues with our primary stakeholders to ensure their concerns are considered in our decision-making framework.

MATERIALITY MATRIX

We have developed our materiality map through synthesising input received from our key stakeholders. This map highlights the essential environmental, social and governance issues that hold particular significance for both our organisation and our stakeholders. The dynamic nature of the material topics illustrates our responsiveness to stakeholder feedback and exemplifies our commitment to aligning our priorities with stakeholder expectations.

MATERIAL TOPICS	SDGs IMPACTED
ENERGY AND GHG MANAGEMENT <ul style="list-style-type: none">• Energy Efficiency• GHG emission reduction	  
SOCIAL RELATIONSHIPS <ul style="list-style-type: none">• Corporate Social Responsibility (CSR)• Customer Experience• Dealer Relationship	    
ENVIRONMENT PROTECTION <ul style="list-style-type: none">• Water Management• Air Pollution Management• Biodiversity Management• Waste Management	   
EMPLOYEE WELL-BEING <ul style="list-style-type: none">• Occupational Health & Safety• Employee training & development	  
ETHICAL PRACTICES <ul style="list-style-type: none">• Corporate Governance• Business Ethics• Regulatory Compliance Management	 
PRODUCT STEWARDSHIP <ul style="list-style-type: none">• Research and Development• Sustainable Supply Chain	

OUR LONG-TERM VALUE-CREATION MODEL





MANUFACTURED CAPITAL

90.50 *MSM

Tile Manufacturing Capacity

*(includes 5.10 MSM of Nepal JV)

Kajaria's manufacturing is extensive and exemplary, with state-of-the-art facilities across its sites, ensuring the production of top-quality products. Our plants feature automation, advanced handling and strict quality control. This technology-focused process transforms raw clay into premium solutions that enhance aesthetics and function. Our diverse facilities enable quick response to regional trends, allowing for customised products that are locally resonant yet meet international quality standards.

TILE MANUFACTURING

At Kajaria, tile manufacturing has evolved into a fusion of engineering precision and artistic elegance. We've redefined the production line, turning routine outputs into finely crafted surface solutions. Our capacity expansion is not just a numerical progression; it's a strategic blueprint guided by location intelligence and product relevance. This approach deepens market insight, enabling us to personalise designs that reflect evolving consumer

preferences. With a cumulative tile manufacturing capacity of 90.50 million square meters, we proudly stand as India's largest and the world's 8th largest tile producer—delivering sophistication at scale.

Operational Initiatives in FY25

At Kajaria, cost-cutting was the operating mantra at all the manufacturing facilities for the year under review. The teams at every plant worked aggressively to optimise costs at every step of the manufacturing process. The efforts have been summarised as follows:

- Worked relentlessly to improve productivity and production, improving the operating leverage.
- Sharpened focus on enhancing the proportion of Grade A variety
- Installed grinding machines to reuse the broken tiles.

In FY26, the teams will continue to focus on ideating and implementing initiatives that streamline manufacturing operations, improve asset utilisation and reduce operational costs including reduction in cost of raw material by better negotiations.

BATHWARE MANUFACTURING

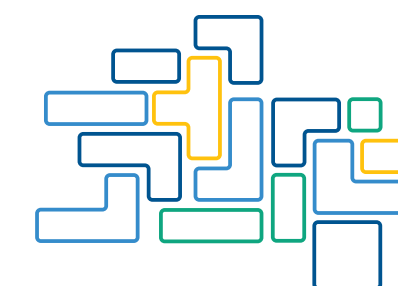
We have three state-of-the-art manufacturing facilities for sanitaryware and faucets, with annual capacities of 12 lakh and 16 lakh pieces, respectively.

At our sanitaryware plant, we streamlined operations by enhancing our newly installed kiln. Advanced equipment for grinding and testing was introduced to automate key processes. We improved dryer output to boost efficiency and reduce fuel consumption.

In the faucets segment, we broadened our product range by introducing multiple new variants designed to cater to diverse customer needs.

ADHESIVE MANUFACTURING

Production facility with a capacity of 9,000 MT/month has started in May 2025 in Gailpur, Rajasthan. One more facility of equal capacity planned in Erode, Tamil Nadu.





FINANCIAL CAPITAL

₹2,744.34 CR
Net Worth

At Kajaria, financial discipline remains a cornerstone of our sustained success. By harnessing a robust financial foundation, we have strategically capitalised on emerging market opportunities, expanded our geographic footprint and diversified our product portfolio—delivering enhanced value across stakeholder groups.

We prioritise sound financial strategies to maximise shareholder value. Our emphasis on strong cash flow generation and prudent deleveraging enables us to maintain financial agility and promote long-term growth. Our measured approach to capital allocation has underpinned consistent growth across all business segments, reinforcing long-term resilience and operational scalability.

PERFORMANCE METRICS

16.28%
Return on Capital Employed

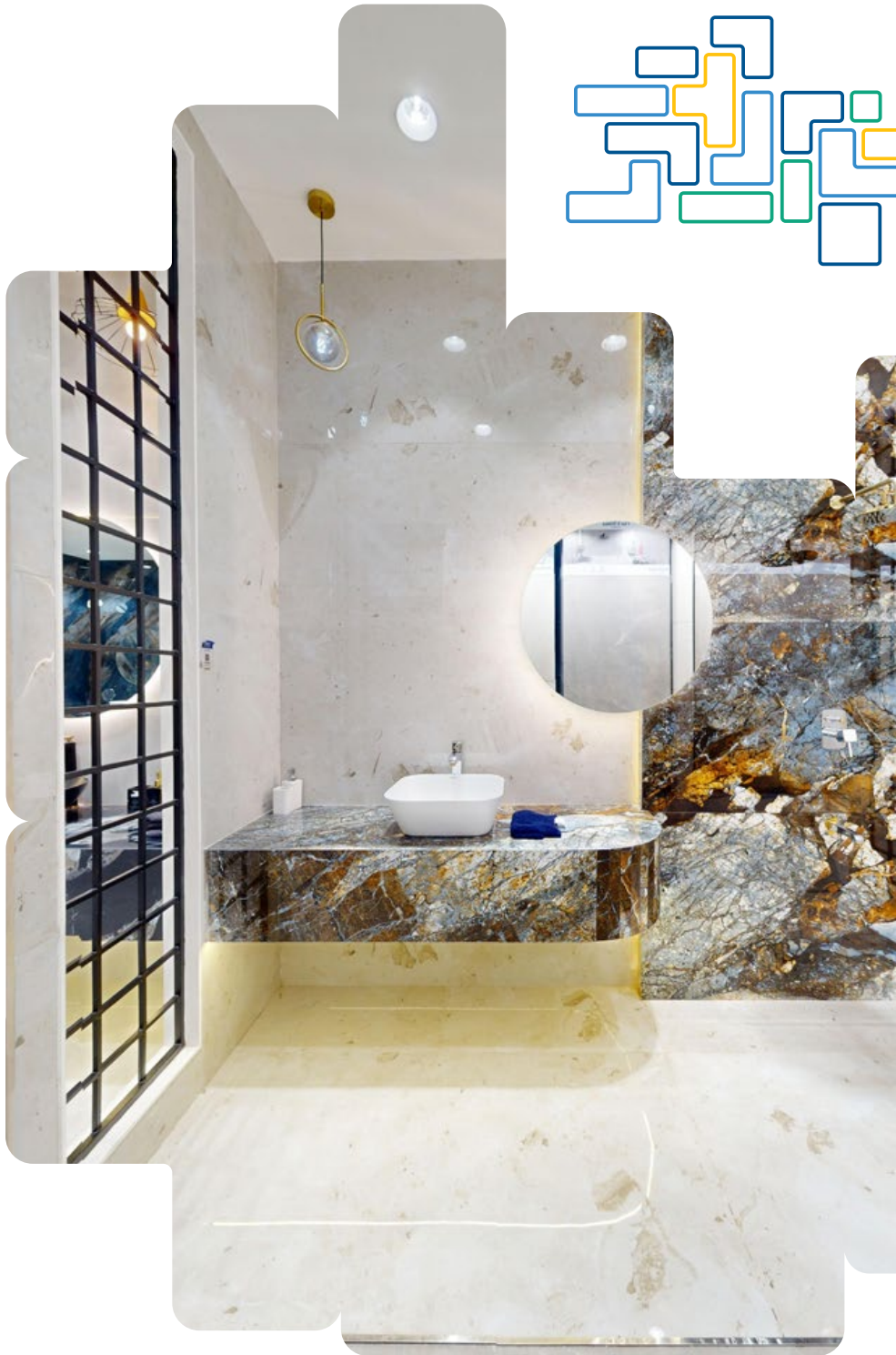
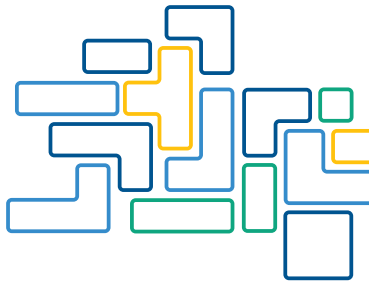
₹600 CR
Cash & Cash Equivalents

CAPEX

In next year we are not doing ,major capex apart from normal capex and. We will aim to maximise the asset utilisation to better absorb our fixed costs and strengthen business profitability.

COSTS

At Kajaria, the cost rationalisation journey will start more vigorously to ensure the judicious utilisation of every rupee in business. The marketing transformation exercise and the people rationalisation drive are expected to have an appreciable impact on the organisation's profitability in the current year.





HUMAN CAPITAL

7,652

Team size

At Kajaria, we believe that empowering people is at the foundation of building enduring success. Our relationship-centric culture reflects a deep commitment to nurturing talent, cultivating growth and fostering an environment where individuals thrive.

TEAM BUILDING
We remain committed to nurturing talent and advancing careers. Our people-first approach reflects core values—empowerment, motivation and growth. By building a future-ready workforce, fostering fresh talent and supporting professionals through meaningful development, we’re shaping a resilient, purpose-driven tomorrow.

KEY HIGHLIGHTS FY 25

₹580.32 CR
Employee Benefit Expense

Employees 0.45 Workers 0.32
Loss Time Injury Frequency Rate

TEAM HEALTH AND SAFETY

At Kajaria, we believe safety is integral to high performance. Across all sites, we’ve strengthened protocols, improved processes and ensured strict compliance with SOPs. Safety training is integrated into our development programs and regular audits drive ongoing improvement. We maintain healthy workspaces with marked hazard zones and advanced filtration systems. In partnership with hospitals, we also offer comprehensive health support for our employees and their families.

TEAM DEVELOPMENT

At Kajaria, people development is a core priority. Our on-the-job training enhances technical and behavioural competencies, while targeted programs for dealers’ sales teams strengthen distribution impact. We also encourage employees to attend seminars and webinars that align with their interests and business objectives.





INTELLECTUAL CAPITAL

Innovation is at the heart of everything we do. Guided by a forward-looking mindset, we harness our intellectual capital to create solutions that not only address today's needs but also anticipate tomorrow's demands.

Our approach to product development is rooted in a deep understanding of our customers. Every stage of the lifecycle—from ideation to execution—is shaped by our commitment to delivering meaningful, high-impact solutions.

Backed by a strong focus on research and development, we continuously evolve our offerings to stay aligned with shifting market trends and customer preferences. This unwavering emphasis on innovation ensures that our portfolio remains relevant, competitive and future-ready.

PRODUCT INNOVATION

In FY25, we channelled our creativity, technological expertise and process engineering strengths to deliver bold, forward-looking market solutions. Our product innovations were guided by a deep awareness of evolving consumer preferences and high-growth segments.

The tile division made significant strides in enhancing our large-format collection, celebrated for its aesthetics and contemporary appeal. At the same time, we broadened our portfolio of fast-moving products by introducing fresh designs and versatile size options, ensuring greater choice and accessibility across customer segments.

In the bathware segment, we enriched our portfolio by introducing a range of new colour finishes, adding depth and variety to our offerings. A key highlight was the launch of multifunctional showers, thoughtfully designed to align with the aesthetics and performance of our premium Aurum Range, delivering a seamless blend of style, innovation and utility.

INFORMATION TECHNOLOGY

Information technology remains central to Kajaria's growth, driving efficiency, agility and sharper insights. Over the past year, we worked on strengthening our IT ecosystem. We continue to advance these capabilities to unlock greater benefits in the future.

Upgrading Core Platforms

A key milestone was our transition to an advanced SAP environment, which streamlines core processes while providing the scalability and flexibility to meet evolving business needs. We're now tailoring its capabilities to align with our operational priorities.

Enabling the Sales Force

We continually upgrade our sales applications to simplify daily workflows, enhance lead

management and drive strategic market growth.

Empowering Our Dealer Network

The Dealer Management application is being upgraded on last year's foundation, now offering dealers a unified platform to place orders, monitor accounts in real time and optimise cash flow management.





SOCIAL & RELATIONSHIP CAPITAL

₹124.63 CR

Branding and advertising expenses in FY25

₹9.72 CR

CSR expenses in FY25

At Kajaria, we are deeply committed to fostering enduring relationships with all stakeholders, built on a foundation of trust, transparency and mutual respect. Our operations are thoughtfully designed to contribute to societal progress and empower individuals to create a meaningful impact.

Customer satisfaction remains at the heart of our business philosophy, guiding every aspect of our operations. We also maintain close collaboration with our vendor partners, working together to create a sustainable

and mutually rewarding ecosystem—one that drives shared value and contributes positively to the broader community.

FOCUS ON THE END CUSTOMER

At Kajaria, we view our end consumers as the cornerstone of our brand's continued success. While our interactions may not always be direct, our marketing efforts are carefully crafted to foster lasting brand resonance and keep our brand top-of-mind among customers.

To strengthen this connection, we partner with iconic brand ambassadors whose personas align seamlessly with our brand values. Through high-impact, multi-channel campaigns across digital and traditional platforms, we engage audiences with compelling storytelling and strong visual appeal.

Our outreach strategy includes strategic placements, such as large-format outdoor media in high-traffic locations like airports, as well as sponsorships of marquee national sporting events. These efforts ensure that the Kajaria brand remains visible, relevant and deeply embedded in the consumer's consciousness.

Throughout the year, we maintained our customer engagement through targeted digital media campaigns, which helped strengthen our follower base. Also, we strengthened our customer touchpoints (dealer network), which helped us move closer to customers.

STRENGTHENING DEALER ENGAGEMENT

We recognise that our dealers serve as the frontline ambassadors of the Kajaria brand, playing a pivotal role in shaping customer perception and driving business growth. Given their strategic importance, we invest in nurturing strong, collaborative relationships through regular interactions, product launches, recognition programs and other engagement initiatives.

These touchpoints not only strengthen alignment but also provide valuable insights into evolving customer preferences and regional market dynamics.

These efforts underscore Kajaria's commitment to fostering collaborative relationships that drive sustained growth and customer satisfaction in the tile industry.

COMMUNITY UPLIFTMENT

At Kajaria, we are deeply committed to giving back to the communities that form the foundation of our success. Our approach to Corporate Social Responsibility (CSR) is grounded in the belief that inclusive growth and sustainable development are mutually reinforcing.

In FY25, we allocated ₹9.72 crore towards CSR initiatives, reflecting our steadfast commitment to

social impact. All initiatives are guided and monitored by our dedicated CSR Committee, ensuring transparency, strategic alignment and measurable outcomes.

Our efforts are focused on addressing critical developmental gaps that directly influence the quality of life. By adopting a sustainable and need-based approach, we aim to create long-term value for the communities we serve.

Our CSR programs encompass a broad spectrum of focus areas, including healthcare, sanitation, education, rural development, environmental conservation, social welfare, and support for Armed Forces personnel. Each initiative is carefully designed to drive meaningful change and contribute to a more equitable and empowered society.





NATURAL CAPITAL

Kajaria is committed to environmental conservation and sustainability, reducing its carbon footprint through, efficient resource utilisation, expanded use of renewable energy, waste reduction initiatives, biodiversity enhancement and adoption of circular economy principles. The Company's comprehensive policy framework and responsible operational practices underpin its sustained pursuit of ambitious sustainability goals.

ENERGY MANAGEMENT

Kajaria is recognised as a leading tile company with a strong emphasis on energy efficiency. The organisation acknowledges the substantial energy requirements associated with its operations and considers energy management a key strategic priority. Over the past year, Kajaria has undertaken several initiatives to optimise energy usage across its various operational facilities.

We installed VFDs at multiple places across our facilities. We increased our reliance on biofuel to replace coal as our energy source, thereby reducing our carbon footprint. We are furthering our green power initiative by establishing a solar power facility at our Kalahasti facility which should commence operations in the current year. We are also planning for energy audits at select facilities to identify areas for further improvement.

WATER MANAGEMENT

At Kajaria, we prioritise the conservation of fresh water by promoting responsible usage and reducing waste. We are dedicated to ensuring our operations do not negatively impact local water tables. To support this, we have implemented rainwater harvesting systems within our plant campus to supplement water needs and help restore underground water sources. This harvested water helps reduce our dependence on fresh water for manufacturing. Additionally, our advanced Effluent Treatment Plant (ETP) efficiently treats and recycles waste water for various downstream uses. Through these sustainable practices, we strive to manage water resources responsibly and minimise negative impact on environment.

WASTE MANAGEMENT

At Kajaria, we are dedicated to strict adherence to government regulations on waste management. Guided by the principles of Reduce, Reuse and Recycle (3Rs), we actively work to minimise waste at its

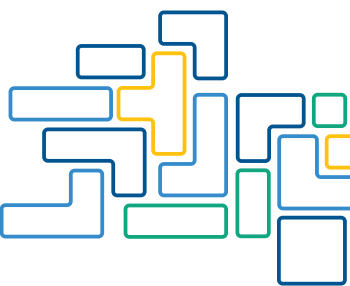
origin by continuously monitoring and optimising our processes. As part of this effort, we have installed grinding machines across our facilities, allowing us to repurpose internal tile rejects into new manufacturing inputs. Our commitment to environmental responsibility is reflected in the regular maintenance of our machinery, which helps prevent spills and leaks.

AIR EMISSION MANAGEMENT

At Kajaria, our commitment to emission control is reflected in our sustained investment in state-of-the-art equipment, including scrubbers, Electrostatic Precipitators (ESP) and baghouse

filters, which effectively capture emissions and ensure a clean and ambient working environment within our facilities and their surroundings.

Furthermore, we regularly monitor air emissions to ensure adherence to regulatory standards and mitigate any potential adverse effects on the atmosphere. Additionally, third-party sampling of air emissions is undertaken to validate our measurement methodologies and uphold transparency in our environmental practices. These initiatives highlight our dedication to environmental stewardship and our proactive stance in minimising our ecological footprint.



GOVERNANCE

AGILE GOVERNANCE FOR AN EVOLVING LANDSCAPE

PHILOSOPHY

Corporate governance at Kajaria Ceramics Limited is firmly rooted in its core values, namely passion, integrity, respect and accountability. These values guide all of the Company's actions, operations and engagements with stakeholders and the broader society.

We maintain that a good corporate governance is predicated upon implementing sound management practices, adherence to legal requirements and a steadfast commitment to the highest standards of transparency and business ethics. Having been an industry leader for over two decades, we take great pride in our accomplishments while also recognising the responsibility to continually enhance our governance standards. Achieving milestones is significant to us; however, it is paramount to accomplish such goals in the right and ethical manner.

POLICIES

Board Diversity Policy

Kajaria is dedicated to providing equal opportunities in all aspects of its business and does not discriminate based on race, gender, disability, nationality, religious or philosophical beliefs, age, or any other factor. We value

and embrace the advantages of having a diverse Board to improve the quality of its performance.

Corporate Social Responsibility Policy

We acknowledge the ongoing commitment to sustainable development and inclusive growth. Kajaria strives to foster a strong corporate culture that integrates CSR values with business objectives. Additionally, we actively pursue initiatives focused on quality management, environmental preservation and social awareness.

Policy on Prevention of Fraud

In order to enhance transparency in the management of the Company's affairs and as an effective measure of Corporate Governance, we are strengthening the mechanism for reporting unethical behavior and any actual or suspected instances of fraud to the management.

Policy on Prevention of Sexual Harassment at the Workplace

We are dedicated to fostering a workplace environment that guarantees every employee is treated with dignity and respect, as well as ensuring equitable treatment. Kajaria is equally devoted to promoting a work atmosphere that facilitates

the professional growth of its employees and encourages equal opportunity.

WHISTLE BLOWER POLICY

In accordance with applicable laws and regulations, Kajaria has instituted a vigil mechanism for its directors and employees to report legitimate concerns and has formulated and revised the Whistleblower Policy.

COMPOSITION OF BOARD

We take great pride in the composition of our Board, which reflects a commitment to diversity. The members of our board are professionals hailing from a variety of sectors, including finance, manufacturing and academia, who bring a wealth of perspectives and insights. We are dedicated to advancing diversity and inclusion at all organisational levels while nurturing a culture of inclusivity.

[Corporate Overview](#)[Statutory Reports](#)[Financial Statements](#)

BOARD OF DIRECTORS

Name of the Directors	Designation	Committee Memberships
Sh. Ashok Kajaria	Chairman and Managing Director	<ul style="list-style-type: none"> Member - Audit Committee Chairman - Risk Management Committee Member - Nomination & Remuneration Committee Member - Stakeholder Relationship Committee Chairman - Business Responsibility and Sustainability Committee Chairman - Management Committee
Sh. Chetan Kajaria	Joint Managing Director	<ul style="list-style-type: none"> Member - Risk Management Committee Member - Stakeholder Relationship Committee Member - Corporate Social Responsibility Committee Member - Business Responsibility and Sustainability Committee Member - Management Committee
Sh. Rishi Kajaria	Joint Managing Director	<ul style="list-style-type: none"> Member - Risk Management Committee Member - Corporate Social Responsibility Committee Member - Business Responsibility and Sustainability Committee Member - Management Committee
Sh. Dev Datt Rishi	Non-Executive Director	<ul style="list-style-type: none"> Member - Risk Management Committee
Dr. Lalit Kumar Panwar	Independent Director	<ul style="list-style-type: none"> Member - Audit Committee
Sh. Sudhir Bhargava	Independent Director	<ul style="list-style-type: none"> Chairman - Audit Committee Member - Nomination & Remuneration Committee Chairman - Stakeholder Relationship Committee Chairman - Corporate Social Responsibility Committee
Sh. Rajender Mohan Malla	Independent Director	<ul style="list-style-type: none"> Member - Audit Committee Chairman - Nomination & Remuneration Committee
Smt. Ambika Sharma	Independent Director	<ul style="list-style-type: none"> Member - Risk Management Committee Member - Nomination & Remuneration Committee



Corporate
Overview



Statutory
Reports



Financial
Statements



MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Economic Overview

ECONOMIC STABILITY IN AN OTHERWISE VOLATILE LANDSCAPE

2024 marked more than just a phase of economic activity – it was a demonstration of global resilience in the face of unprecedented forces. Instead of a straightforward path to recovery, the global economy navigated a complex landscape, influenced by ongoing inflationary pressures, cautious central bank policies, increasing geopolitical tensions and the early yet transformative impact of artificial intelligence.

In 2024, the global economy recorded a real GDP growth rate of 3.3%, reflecting resilience despite intensifying downside risks. However, a slowdown in momentum became evident as policy uncertainties and geopolitical tensions escalated, setting a cautious tone for 2025.

Despite global volatility, India has maintained stability with a GDP growth rate of 6.5% for the fiscal year 2025, which is close to its decadal average. As we reflect on the fiscal year 2025, India is positioned at a pivotal juncture, not merely as an emerging economy but as a dynamic force confidently charting its course amidst a complex global landscape. In April 2025, India surpassed Japan to become the world’s fourth-largest economy, with its GDP decisively exceeding the US\$4 trillion mark. This ascent underscores India's robust economic momentum and its increasing influence on the global stage.

Increased GST collections and enhanced e-way bill generation underscored sustained momentum, particularly in the last quarter of the fiscal year 2024-25. A revival in manufacturing, coupled with improved rural demand supported by increased household consumption, painted a picture of strengthening economic activity and set a balanced foundation for growth.

The Index of Industrial Production (IIP) growth slowed to 4% in FY25, down from 5.9% the previous year, with modest gains in manufacturing, electricity and mining. The Reserve Bank of India’s surveys indicated stronger production, order books capacity utilisation, signalling an industrial upswing. Complementing this, the HSBC India Manufacturing PMI rose to 58.2 in April 2025, driven by a surge in international orders along with increased employment and purchasing activity.

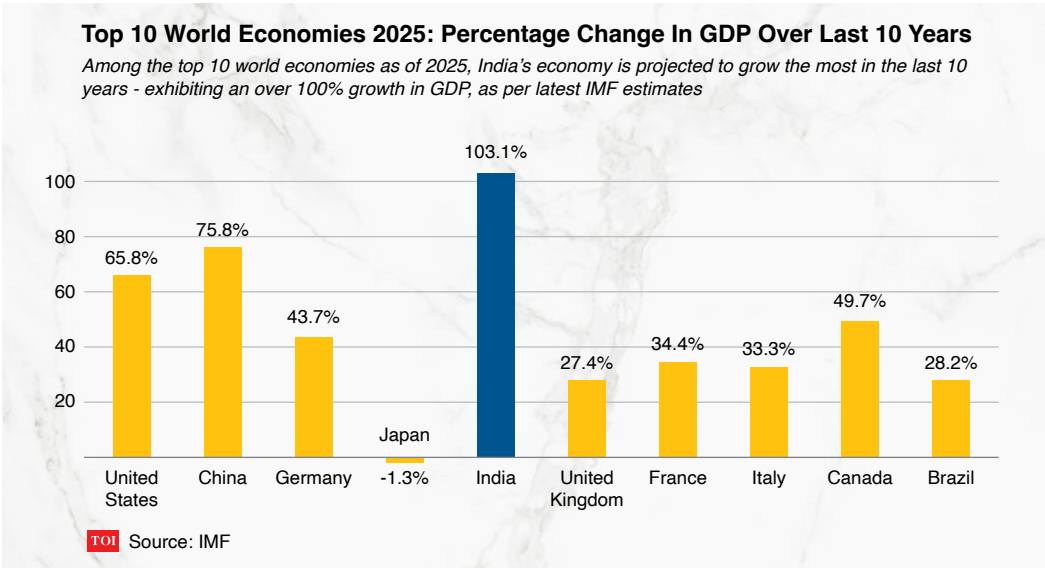
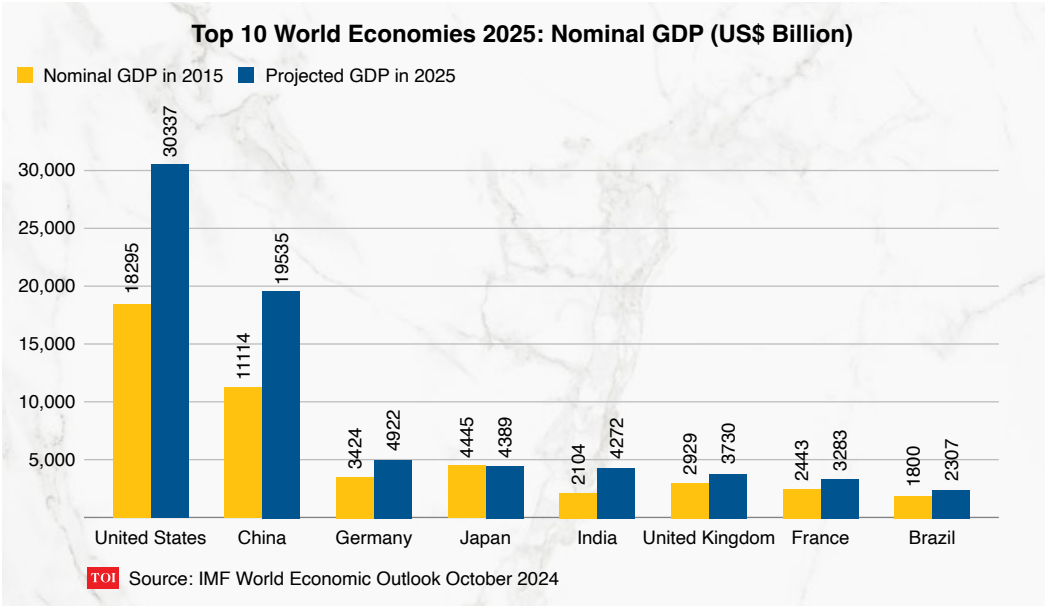
The inflation landscape has brightened considerably, providing relief to policymakers and consumers alike. Retail inflation has eased to 4.6% in FY25, down from 5.4% the previous year, marking its lowest level in six years. While a rate cut and softer food prices bolster this trend, geopolitical uncertainties remain a point of concern. (Source: <https://www.pib.gov.in/PressReleasePage.aspx?PRID=2122148>)

Fiscal dynamics present a mixed but disciplined narrative. The fiscal deficit for FY25 is projected to align with the revised estimate of ₹15.7 trillion, or 4.8% of GDP, despite widening from the previous year. Strong tax collections and sustained capital expenditure aimed at driving consumption and job creation underpin this ambition.

On the trade front, India’s total exports surged to 6.01% in FY25, propelled by services exports and a notable rise in merchandise exports excluding petroleum.

FY26 appears optimistic, with GDP growth projected at 6.5%. The government’s fiscal roadmap, targeting a 4.4% deficit, aligns with its vision to establish India as the world’s third-largest economy by 2030. The government’s commitment to fiscal consolidation remains steadfast, supporting its aim of maintaining the budget gap below 4.5% by FY26.

India’s Gross Domestic Product (GDP) has doubled in the last 10 years - a huge feat for an economy that is also set to become the world’s third-largest in a few years.





The Tile Industry

INDIA IS THE SECOND-LARGEST PRODUCER AND CONSUMER OF TILES GLOBALLY.

Tiles have long moved out of the dingy stores to adorn stunning showrooms. Because tiles have gone beyond mere functionality, they reflect individuality, bringing personality to a space.

Whether bold, subtle, modern, or classic, they shape the mood and aesthetic of a space. Each pattern, texture colour tells a story of personal style and design sensibilities. From intricate mosaics to sleek monochromes, they showcase creativity and craftsmanship. More than decor, tiles become an extension of one's identity, making a lasting impression.

The Indian tile sector has undergone significant evolution and growth, driven by factors such as urbanisation, increasing per capita income, affordability and a shift towards aesthetics and large-format products. Significant technology advancements and a sharp focus on innovation have also contributed to this transformation.

Additionally, the heightened emphasis on sustainability and eco-friendly materials has catalysed the development of tiles that are not only visually attractive but also environmentally responsible.

WHAT TRANSPIRED IN FY25

Despite being in a soft spot, the tile industry's performance remained subdued. While volumes remained flattish, the realisation was has also declined.



THE OUTLOOK

While the domestic tile industry endured challenges, the long-term outlook remains optimistic.

Domestic demand: Economic resurgence, increased disposable income and growing development in Tier 2 & 3 cities, positioning them as new economic hubs, should improve tile demand.

ECONOMY

India's ambition to double its economy to US\$7 trillion by 2030 will be driven by reforms, infrastructure development, investment in human capital, a focus on innovation consistent investment in key growth sectors such as manufacturing, exports agriculture.

DISPOSABLE INCOME

India's disposable income is expected to surge by 2030, fueled by a growing middle class and increasing consumer spending. Per capita income is forecast to exceed \$4,000, with the number of Indians earning over \$10,000 a year predicted to triple.

REAL ESTATE

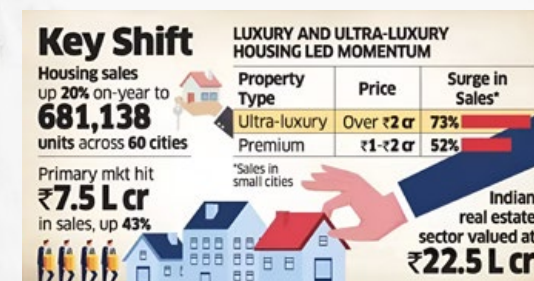
India's real estate market is projected to reach US\$1 trillion by 2030 (~US\$ 650 bn in FY25), driven by factors like urbanisation, increasing disposable incomes government initiatives.

WHAT WILL DRIVE REAL ESTATE DEMAND

TIER 2 & 3 TOWNS HAVE EMERGED AS ACTIVITY HUBS

India's real estate market is silently witnessing a significant shift, with tier II and III cities emerging as key players in shaping the sector's future.

A total of 60 cities accounted for 44% of the 3,294 acres of land acquired by developers during FY25.



Source: <https://economictimes.indiatimes.com/industry/services/property/-/construction/beyond-metros-tier-ii-and-iii-cities-emerging-as-real-estate-growth-hubs/articleshow/118793537.cms?from=mdr>

GOVERNMENT INITIATIVES

- The Central Government has announced a five-year plan to develop and expand more than 50 airports across smaller cities.
- The Amrit Bharat Station Scheme (ABB) is the government's effort to modernise and redevelop more than 1,300 railway stations across the country.



ABOUT THE BUSINESS

WE HAVE NURTURED A BRAND THAT HAS BECOME AN ASPIRATION FOR EVERY INDIAN.

Kajaria's capacity to fulfill customer and market requirements has rendered the Company synonymous with quality. The Company provides a comprehensive array of ceramic and vitrified tiles polished vitrified tiles. These tiles are available in a wide range of colours and textures, making them particularly suitable for enhancing spaces. Each design is grounded in the philosophy that a home should reflect the beauty of its environment. With an unwavering commitment to quality, Kajaria consistently embraces new technologies and standards to remain aligned with evolving trends.

BUSINESS VERTICAL 1

TILES

114.69 *MSM*

Sales volume in FY25

89%

Contribution to Topline in FY25

Kajaria, a name synonymous with elegance and excellence, continues to command attention with its ever-growing appeal in the realm of Tiles. Over the years, the Company has established a strong presence in all tile variants, namely Ceramic Wall and Floor Tiles, Polished and Glazed Vitrified Tiles.

The Company produces these tiles at its facilities located pan-India while maintaining strategic partnerships with select, quality-oriented manufacturers in Morbi (Gujarat). Through the integration of in-house production and strategic outsourcing, Kajaria effectively meets market demands while upholding exceptional quality standards.

Throughout the year, the Company introduced multiple product collection ranges across all verticals, effectively aligning with changing aesthetic preferences. Simultaneously, targeted upgrades to product displays in existing showrooms contributed to a rise in customer footfall and an enhanced in-store experience. Additionally, the Company expanded its dealer network by establishing large showrooms in Tier 2 and Tier 3 towns, which are increasingly recognised as emerging construction hubs throughout India. To augment brand equity, region-specific marketing initiatives were implemented, thereby deepening engagement with key decision-makers and opinion leaders.

BUSINESS VERTICAL 2

BATHWARE

Corporate
Overview

Statutory
Reports

Financial
Statements



KEROVIT | AURUM

Bathrooms you desire

3.51 MN PCS

Sales volume in FY25

8%

Contribution to Topline in FY25

Under the prestigious Kerovit brand, the bathware division has carved a distinct niche for itself, earning recognition for its refined design sensibilities and uncompromising quality, with a product portfolio that rivals global standards.

Its dedicated manufacturing facilities in Gailpur, Rajasthan (faucets) and Morbi, Gujarat (sanitaryware), are instrumental in crafting uniquely designed, aesthetically superior bathware collections that reflect both innovation and functional excellence.

During the year, the bathware division launched high-end sanitary ware from the Kerovit Global Private Limited plant and introduced special multifunction showers designed to complement its premium Aurum Range. It also expanded its customer engagement footprint by opening six new state-of-the-art customer experience centres, with three more in the pipeline for future launch.

BUSINESS VERTICAL 3

TILE ADHESIVES



69,240 MT

Sales volume in FY25

2%

Contribution to Topline in FY25

Building on its legacy in the tile industry, Kajaria expanded its portfolio with the launch of GresBond—a premium suite of tile adhesives, grouts surface care solutions engineered for excellence. Combining competitive pricing with global-quality standards, GresBond delivers enduring performance across diverse applications. Our robust dealer network ensures widespread availability, while its commitment to longevity and precision empowers professionals and homeowners alike to achieve flawless, lasting finishes.

We commissioned a new Adhesive Plant at Gailpur, Rajasthan, with an installed capacity of 9,000 MT per month in last year, which commenced production in May 2025. In line with our growth strategy to further strengthen our presence in South India, we are also setting up another plant of equal capacity in Erode, Tamil Nadu, which is expected to be commissioned by the end of this year. Engagement initiatives gained momentum, with widespread adoption of the GRESBOND Rewards Mobile App and nationwide Mason Meets reinforcing brand presence. The product portfolio was enhanced with advanced cement-, epoxy- and polyurethanebased adhesives tailored for modern tile formats and complex substrates.

ANALYSIS OF FINANCIAL STATEMENTS

“Pricing pressures offset modest revenue gains in a turbulent macro environment”

In FY25, we delivered a subdued financial performance. Although sales volume increased by 6% (114.69 MSM vs 108.14 MSM), revenue from operations recorded a marginal increase of 2 % (₹4,683.24 crore vs ₹4,578.42 crore) and sustained pricing pressures weigh on profitability.

EBITDA declined to ₹597.50 crore (12.76%) from ₹699.69 crore (15.28%) in the previous year. A significant drop of 252 bps. Profit After Tax (PAT) declined by 30% and dropped to ₹294.36 crore in FY25, down from ₹422.11 crore in FY24.

The decline in margins was primarily due to lower realisation, muted performance in the Bathware division, losses in the UK operations and provisions for doubtful debts in the Plywood division. The decline in PAT was primarily due to bad debts and an additional provision for settlement with JV partners and vendors in the plywood division.

Shareholders’ Fund and Return

Shareholders’ Fund rose to ₹2,744.34 crore as on March 31, 2025, up from ₹2616.53 crore a year earlier, driven primarily by retained earnings.

Return on Capital Employed (ROCE) moderated from 21.90% in FY24 to 16.28% in FY25, while Return on Equity (ROE) declined from 17.08% to 10.98% over the same period, reflecting the impact of subdued profitability.

Debt Position & Liquidity

Total Debt (net of cash & cash equivalents) stood at ₹-423.84 crore as on March 31, 2025, compared to ₹-348.75 crore in the previous year. The net debt-equity position was strong at (0.15)x as on March 31, 2025, against (0.13)x as on March 31, 2024.

Working Capital Cycle

The working capital cycle decreased from 58 days as on March 31, 2024, to 51 days as on March 31, 2025, primarily due to the reduction of receivables in the plywood division, resulting from the decision to close this division and the reduction of loans extended to other companies.

HUMAN RESOURCE

Kajaria is committed to build a collaborative and inclusive workplace, recognising its role in long-term growth and operational excellence. People-focused initiatives support every stage of the employee journey, fostering engagement and well-being. Competitive compensation and a culture of respect help attract and retain diverse, high-quality talent.

The Company also prioritises continuous learning, offering structured development programs that build future-ready skills and encourage personal growth. By investing in capability-building, Kajaria supports both individual advancement and collective progress.

Risk Management

NAVIGATING UNCERTAINTIES WITH PRUDENT PLANNING

Our comprehensive risk management policy has been duly approved by the Business Process and Risk Management Committee, the Audit Committee and the Board of Directors. This policy provides an extensive framework for identifying and mitigating risks within our business operations. We engage in ongoing reviews and refinements of this framework to ensure its adaptability to the evolving scale and complexity of our business, as well as to the changing regulatory landscape. Periodic reviews facilitate the maintenance of effective and responsive risk mitigation strategies in alignment with our operational context.

GROWTH RISK

The Company’s growth momentum has slowed considerably in recent times.

Mitigation measures

The unification strategy of merging the tile verticals into one will eliminate cannibalisation between the verticals and provide a wider range of tiles for dealers to showcase and customers to choose from. This single initiative will drive volumes over the coming years.

PROFITABILITY RISK

Elevated costs were impacting the Company’s margins badly.

Mitigation measures

The Company’s aggressive cost reduction drive is expected to yield appreciable results in the current year and beyond. The unification strategy is expected to help eliminate considerable flab within the marketing and sales function. The use of technology will further streamline operational costs. Additionally, the ongoing cost optimisation efforts at all plants are also expected to yield benefits to the overall cost structure. These combined efforts should help in improving business profitability.



DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 39th Annual Report together with the Audited Financial Statements of your Company for the financial year ended 31st March 2025.

Financial Results

The Company's financial performance for the financial year ended on 31st March 2025 is summarised below:
(₹ in Crores)

Particulars	Standalone		Consolidated	
	2024-25	2023-24	2024-25	2023-24
Revenue from Operations	4219	4103	4635	4474
Other Income	68	69	43	46
Profit Before Depreciation and Interest	490	562	626	707
Profit Before Tax and Exceptional Items for continuing operations	431	512	484	588
Exceptional Items	112	-	-	-
Profit before Tax for continuing operations	319	512	484	588
Tax Expense	115	131	136	144
Profit After Tax for continuing operations	204	381	348	444
Loss for discontinuing operations	-	-	48	12
Profit After Tax (before Minority interest)	204	381	300	432
Minority Interest	-	-	6	10
Profit After Tax (after Minority interest)	204	381	294	422

Financial highlights and State of affairs of the Company

FY25 tested the Company's resilience amid challenging market dynamics. An oversupply in the domestic market led to pricing pressures, adversely affecting profitability. Despite these challenges, revenue improved by 2% over the previous year. However, EBITDA and net profit saw a decline.

The EBITDA margin reduced from 15.28% in FY24 to 12.76% in FY25. The reasons for decline in margin are: another muted year of the bathware division, some loss in UK operations and provision of doubtful debts in plywood division as we have decided to close this division. Profit after tax for FY 25 declined to ₹ 294 Crore compared to ₹ 422 Crore in FY24.

Further details on the Company's performance, strategic initiatives, and forward-looking plans are available in the Management Discussion and Analysis section of this report.

Outlook

India's tile industry may grow better than earlier years after many years of slow growth, driven by sustained economic expansion, rising disposable incomes, and accelerating real estate development in Tier 2 and Tier 3 cities. On the global front, as geopolitical tensions ease and trade agreements gain traction, tile exports from India are expected to improve.

Internally, the Company's focused cost optimisation initiatives, intensified marketing efforts, and exit from non-viable ventures are expected to support a recovery in business growth and profitability. Enhanced utilisation of existing assets is set to unlock operating leverage, while disciplined working capital management will strengthen liquidity and operational efficiency.

This combination of sectoral tailwinds and strategic streamlining positions the Company to deliver improved profitability in the current fiscal year.

Dividend

Your Directors have recommended to the shareholders a final dividend of ₹ 4/- (i.e. 400%) per equity share of ₹ 1/- each fully paid-up for the financial year ended 31st March, 2025, if approved at the ensuing Annual General Meeting ('AGM').

During the year 2024-25, the Company has also paid Interim Dividend of ₹ 5/- (i.e. 500%) per equity share of ₹ 1 each fully paid-up aggregating to ₹ 79.64 Crores thereby making the total Dividend (Interim Dividend & Final Dividend) of ₹ 9/- per equity share of ₹ 1/- each fully paid-up (previous year ₹ 12/- per equity shares of ₹ 1/- each fully paid-up) aggregating to ₹ 143.35 Crores.

Consolidated Financial Statements

The Company adopted Indian Accounting Standard (Ind-AS) from 1st April, 2016 and accordingly, the Consolidated Financial Statements have been prepared in accordance with the Accounting Standard notified under Section 133 of the Companies Act, 2013 ('the Act') and the relevant rules issued thereunder read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and the other accounting principles generally accepted in India. The Consolidated Financial Statements form part of the Annual Report.

There are no material changes and commitments affecting the financial position of the Company and also no change in the nature of business of the Company.

Holding, Subsidiaries, Associate, Joint Venture Companies and their performance

During the financial year 2024-25, Kajaria Surfaces Private Limited (formerly known as Keronite Tiles Private Limited) and Kajaria Adhesive Private Limited have become subsidiary(ies) of the Company.

A report on performance and financial position (Form AOC-1) of each of the subsidiaries/joint venture as per the Act is provided as **Annexure-1**.

Share Capital

As on 31st March, 2025, the Authorised Share Capital of the Company is ₹154,10,00,000 (Rupees One Hundred Fifty Four Crores Ten Lacs only) divided into 77,00,00,000 (Seventy Seven Crores) Equity Shares of ₹ 1/- each (Rupee One Only) aggregating to ₹ 77,00,00,000 (Rupees Seventy Seven Crores Only)

and 77,10,000 (Seventy Seven Lacs Ten Thousand) Redeemable Preference Shares of ₹ 100/- each (Rupees One Hundred Only) aggregating to ₹ 77,10,00,000 (Rupees Seventy Seven Crores Ten Lacs Only).

During the financial year 2024-25, the Company's paid up share capital has been increased by issue and allotment of 13,990 equity shares of ₹ 1/- each pursuant to the Kajaria Employee Stock Option Scheme 2015. Accordingly, as on 31st March, 2025, the paid-up and subscribed share capital of the Company is 15,92,72,290 equity shares of ₹ 1 each.

The Company has not issued shares with differential voting rights or sweat equity shares during the financial year 2024-25. As on 31st March, 2025, none of the Directors of the Company hold any instruments convertible into equity shares of the Company.

Employee Stock Option Scheme

Kajaria Employee Stock Option Scheme 2015 ('ESOP Scheme 2015') was approved by the shareholders of the Company on 7th September, 2015 for issue and allotment of options exercisable into not more than 10,62,000 equity shares of ₹ 1 each (Originally the ESOP Scheme 2015 was for 5,31,000 equity shares of ₹2 each) to eligible employees of the Company and its subsidiaries. The shareholders of the Company had further increased the stock options under the ESOP Scheme 2015 from 10,62,000 to 15,87,000 equivalent to 15,87,000 equity shares of ₹ 1/- each by addition of 5,25,000 options on 24th March, 2022.

The ESOP Scheme 2015 is administered by the Nomination and Remuneration Committee of the Board of Directors ('the Board') of the Company. The exercise period for 4,58,000 options granted on 20th October 2015 to the employees of the Company and its subsidiaries in 1st Tranche has been competed on 19th October, 2023.

The Company had further granted 8,37,600 options equivalent to 8,37,600 equity shares of ₹ 1/- each to the eligible employees of the Company and its subsidiaries in 2nd Tranche and 3rd Tranche. Details regarding the ESOP Scheme 2015 are given at Note No. 43 to the Financial Statements.

In 2nd Tranche and 3rd Tranche under the ESOP Scheme 2015, total 1,42,190 (55,690 options during the year 2024-25, 55,500 options during the year 2023-24 and

31,000 options during the year 2022-23) have been forfeited/lapsed due to resignation/retirement of ESOP Option holders.

After closure of the financial year 2024-25, the Company has also granted 6,35,000 options equivalent to 6,35,000 equity shares of ₹ 1/- each to the eligible employees of the Company in 4th & 5th Tranches on 30th May, 2025 and 22nd July, 2025.

During the year under review, there are no material changes in the ESOP Scheme 2015 and the same is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('ESOP Regulations'). The disclosures under Regulations 14 of ESOP Regulations is uploaded on the Company's website viz.: https://www.kajariaceramics.com/pdf/Disclosure_pursuant_to_Reg_14_of_SEBI_SBEB_and_SE_Reg_2021_for_FY_2024_25.pdf

Transfer to Reserves

During the year under review, there is no transfer of fund to the Company's General Reserve Account.

Directors' Responsibility Statement

In terms of the provisions of the Companies Act, 2013, the Directors confirm that:

- i) In the preparation of the annual accounts for the year ended on 31st March, 2025, the applicable accounting standards have been followed and no material departures have been made from the same;
- ii) Appropriate accounting policies have been selected and applied consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2025 and of the profit of the Company for the period ended 31st March, 2025;
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) The annual accounts have been prepared on a going concern basis;

- v) The Company is following up the proper Internal financial controls and such internal financial controls are adequate and are operating effectively; and
- vi) The Company has devised proper systems to ensure the Compliance with the provisions of all the applicable laws and that such systems are adequate and operating effectively.

Corporate Governance

The Company has complied with the Corporate Governance requirements as stipulated under the Listing Regulations. A separate section on corporate governance, along with a certificate from M/s Chandrasekaran Associates, Company Secretaries confirming the compliance, is annexed and forms part of the Annual Report.

Management Discussion and Analysis Report

Management Discussion and Analysis on matters related to the business performance as stipulated in the Listing Regulations, is given as a separate section in the Annual Report.

Related Party Transactions

For all related party transactions, prior approvals of the Audit Committee and the Board of Directors, as may be required under the applicable laws, were obtained. Further, the omnibus approvals of Audit Committee and the Board of Directors, as may be required under the applicable laws, are usually obtained on yearly basis, which are of a foreseen and repetitive nature and such approval is in the interest of the Company. The transactions entered into, pursuant to the omnibus approvals so granted, were placed before the Audit Committee by way of a statement giving details of all related party transactions for its review. All related party transactions are disclosed in Note No. 40 to the Financial Statements. The particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Act in the prescribed Form AOC-2 is annexed as **Annexure- 2**.

The Related Party Transactions Policy is uploaded on the Company's website i.e. <https://www.kajariaceramics.com/pdf/RelatedPartyTransactionPolicy.pdf>

Corporate Social Responsibility Initiatives

In terms of provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility

Policy) Rules, 2014 ['the CSR Rules'], the Company has formulated a Corporate Social Responsibility Policy ('CSR Policy') indicating the activities to be undertaken by the Company. The constitution of the Corporate Social Responsibility Committee ('CSR Committee') is disclosed in the Annual Report on CSR Activities as an **Annexure - 3** of this report.

The Corporate Social Responsibility ('CSR') Policy may be accessed on the Company's website i.e. https://www.kajariaceramics.com/pdf/CSR_Policy.pdf

Your Company strives to make a difference in the lives of people with a special focus on neighbouring and local areas of the Company's manufacturing locations. Your Company has implemented various CSR programmes/projects which made positive impacts mainly in the areas of health, sanitation, social relief, environment, sports and education, etc. During the year under review, the CSR programmes/activities initiated by the Company includes taking steps for Swachh Bharat, preventive health care, constructing sanitation facilities in the schools, etc., contributing to the education, environment, sports, protection of national heritage, etc. These CSR initiatives are implemented directly and/or through trusts/societies/NGOs. These projects/activities are also in accordance with Schedule VII of the Act.

The Annual Report on CSR activities as prescribed under the CSR Rules is set out as **Annexure-3**, forming part of this Report.

During the year 2024-25, the Company has incurred CSR expenditures of ₹ 925.21 Lacs and ₹ 47 Lacs are yet to be incurred to the ongoing CSR activity(ies)/ project(s), as not fully completed during the financial year 2024-25. The said CSR activity(ies)/project(s) will be completed during the financial year 2025-26. Further, the excess CSR expenditures of ₹ 1.52 Lacs incurred in previous years has also been utilised towards the CSR obligations of the Company for the financial year 2024-25. Accordingly, the actual CSR obligation of the Company for the financial year 2024-25, was as under:

(₹ in Lacs)		
(A)	CSR obligation of the Company as per the Companies Act, 2013	969.00
(B)	Less: Excess CSR expenditure incurred in previous years	1.52
(C)	CSR obligation of the Company for the year 2024-25 (A-B)	967.48

However, the Company had incurred CSR expenditures of ₹ 972.21 Lacs [i.e. ₹ 925.21 Lacs and ₹ 47 Lacs] during the financial year 2024-25. Accordingly, the Company has incurred excess amount of CSR expenditures of ₹ 4.73 Lacs, which would be carried forward to next year(s) and the same would also be available to set-off the CSR obligations of the Company as per the provisions of the Act read with CSR Rules.

The Company has also completed the ongoing CSR project(s)/activity(ies) of ₹ 60.24 Lacs pertaining to the financial year 2023-24.

Risk Management

Your Company understands the importance of various risks faced by it and has adopted a Risk Management Policy which establishes various levels of accountability within the Company. The Company has also constituted a Risk Management Committee which ensures that the Company has appropriate and effective risk management systems which carries out risk identification, assessment and ensures that risk mitigation plans are in place. The Risk Management Committee identifies, from time to time, various risks to which the Company is subject to and has accordingly, aligned the concerned departments to take the necessary mitigating steps. Risk management has been inter-linked with the annual planning exercise where each function and business carries out fresh risk identification, assessment and draws up treatment plans.

A Risk Management Policy in terms of provisions of Section 134(3)(n) of the Act read with the Listing Regulations is in place and is uploaded on the Company's website i.e. https://www.kajariaceramics.com/pdf/Risk_Management_Policy.pdf

Internal Control Systems and their adequacy

The Company believes in a strong internal control framework, which is necessary for business efficiency, management effectiveness and safeguarding assets. The Company has a well-defined internal control system in place, which is designed to provide reasonable assurance related to operation and financial control. The Management of the Company is responsible for ensuring that Internal Financial Control has been laid down in the Company and that controls are adequate and operating adequately.

Internal Audit of the Company's operations are carried out by the Internal Auditors and periodically covers different areas of business. The audit scope, methodology to be used, reporting framework are defined well in advance, subject to consideration of the Audit Committee of the Company. The Internal Auditors evaluates the efficacy and adequacy of internal control system, its compliance with operating systems and policies of the Company and accounting procedures at all the locations of the Company. Based on the report of the Internal Auditors, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are placed before the Audit Committee of the Company. The Internal Audit also continuously evaluates the various processes being followed by the Company and suggests value addition, to strengthen such processes and make them more effective.

Internal Controls with respect to financial statements

The Company has an adequate system of internal financial control in place with reference to Financial Statements. The Company has policies and procedures in place for ensuring proper and efficient conduct of its business, 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.

Directors and Key Managerial Personnel

Mrs. Sushmita Singha has completed her tenure as the Independent Director of the Company on 29th March, 2025 and accordingly, she ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.

Mrs. Ambika Sharma has been appointed as the Independent Director of the Company for the period of five consecutive years effective from 30th March, 2025 upto 29th March, 2030 and the shareholders of the Company have accorded their approval(s) through Postal Ballot on 26th June, 2025 for appointment of Mrs. Ambika Sharma as the Independent Director of the Company.

During the year under review, Mr. Rajender Mohan Malla has also been appointed as the Independent Director of the Company for the period of five consecutive years

effective from 1st April, 2024 upto 31st March, 2029 and the shareholders of the Company have accorded their approval(s) through Postal Ballot on 20th June, 2024 for appointment of Mr. Rajender Mohan Malla as the Independent Director of the Company.

Mr. Dev Datt Rishi, who is liable to retire by rotation, has offered himself for re-appointment as the Director at the ensuing AGM of the Company. The Board recommends for his re-appointment in the ensuing AGM of the Company.

All Independent Directors of the Company have given declarations that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulations 16(1)(b) & 25(8) of the Listing Regulations and in the opinion of the Board of the Company, all Independent Directors of the Company have integrity, expertise, experience and proficiency as prescribed under the Companies (Appointment and Disqualification of Directors) Rules, 2014 read with the Companies (Accounts) Rules, 2014 (including amendment thereof).

All Directors of the Company have also given declarations that they are not debarred from holding the office of Director by virtue of any SEBI order or any other such statutory authority as required under the Circular dated 20th June, 2018 issued by BSE Limited and National Stock Exchange of India Limited.

Further, except as stated above there is no other change in the composition of the Directors and Key Managerial Personnel of the Company.

Performance Evaluation

The Board of the Company, on recommendation of the Nomination and Remuneration Committee and in line with the Nomination and Remuneration Policy of the Company, has carried out an annual performance evaluation of the Board as a whole, its Committees and all Directors including the Chairman.

The manner in which the annual performance evaluation has been carried out has been explained in the Corporate Governance Report.

Nomination and Remuneration Policy

On the recommendation of the Nomination and Remuneration Committee, the Board has framed a policy for selection and appointment of Directors, Senior

Management including Key Managerial Personnel and their remuneration. The Nomination and Remuneration Policy includes the criteria for determining qualification, positive attributes, independence, etc. is placed on the Company's website, i.e. https://www.kajariaceramics.com/pdf/Nomination_Remuneration_Policy.pdf

Details of remuneration under Section 197 of the Act and read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is stated in **Annexure- 4**, which forms part of this report.

Statutory Audit

M/s Walker ChandioK & Co LLP, Chartered Accountants, (Firm Registration Number 001076N/N500013), the Statutory Auditors of the Company has given their report(s) on the Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2025, which form part of the Annual Report. There is no qualification, reservation, adverse remark, comments, observations or disclaimer given by the Statutory Auditors in their report(s). There were no frauds reported by the Statutory Auditors under the provisions of Section 143 of the Act.

M/s Walker ChandioK & Co LLP, Chartered Accountants (Firm Registration Number 001076N/N500013), were re-appointed as the Statutory Auditors of the Company at the 36th AGM of the Company held on 23rd September, 2022, for second term of five consecutive years to hold office from the conclusion of the 36th AGM of the Company till the conclusion of the 41st AGM of the Company. Hence, the tenure of the existing Statutory Auditors of the Company would expire at the conclusion of the 41st AGM of the Company.

M/s Walker ChandioK & Co LLP, Chartered Accountants are eligible to continue as the Statutory Auditors of the Company for the remaining term in accordance with the provisions of the Act read with rules made thereunder and applicable laws.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Chandrasekaran Associates, Company Secretaries, were appointed as the Secretarial Auditors, to undertake the Secretarial Audit of the Company for the year ended

31st March 2025. The Report of the Secretarial Audit is annexed herewith as **Annexure 5**.

There are no qualifications, reservations, adverse remarks, comments, observations or disclaimer made by the Secretarial Auditors in their report. There were no frauds reported by the Secretarial Auditors under the provisions of Section 143 of the Act.

In accordance with the provisions of Regulation 24A of the Listing Regulations read with the Section 204 of the Act and rules made thereunder, M/s Chandrasekaran Associates, a Peer Reviewed Firm of Company Secretaries (Firm Registration Number: P1988DE002500) has been appointed as the Secretarial Auditors of the Company for a period of five consecutive years commencing from the financial year 2025-26 till the financial year 2029-30, subject to approval of the shareholders of the Company at the ensuing AGM of the Company. The Board recommends for their re-appointment in the ensuing AGM of the Company.

Disclosures under the Companies Act, 2013 and rules made thereunder:

Annual Return

The Annual Return in Form MGT-7 is available at https://www.kajariaceramics.com/pdf/Annual_Return_Form_2024-25.pdf

Compliance of the Secretarial Standards

During the year under review, the Company has complied with the applicable provisions of the Secretarial Standard on meeting of the Board of Directors ('SS-1') and the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India.

Particulars of Loans, Investments and Guarantees

Particulars of Loans, Investments and Guarantees, covered under the provisions of Section 186 of the Act are given in the Notes Nos. 6, 7, and 40 to the Financial Statements.

Conservation of energy, technology absorption and foreign exchange earnings & outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as required to be disclosed under the Act are provided in **Annexure - 6** to this report.

Meetings of Board

The Board of the Company met five (5) times during the financial year 2024-25 on 7th May, 2024, 23rd July, 2024, 27th August, 2024, 22nd October, 2024 and 4th February, 2025. Details of the meetings of the Board of Directors held during the financial year 2024-25 and attendance thereof are disclosed in the Corporate Governance Report.

Audit Committee

The Composition of Audit Committee is disclosed in the Corporate Governance Report. All the recommendations made by the Audit Committee were accepted by the Board.

Vigil Mechanism

The Company has established a Vigil Mechanism for the Directors and Employees of the Company by adopting the Whistle Blower Policy to report about the genuine concerns, unethical behaviour, fraud or violation of Company's Code of Conduct and leakage/ suspected leakage of Unpublished Price Sensitive Information with respect to the Company. The Whistle Blower Policy may be accessed on the website of the Company i.e. https://www.kajariaceramics.com/pdf/whistel_blowing_policy.pdf

Maintenance of Cost Records

The Company is not required to maintain the cost records as per sub-section (1) of Section 148 of the Act.

Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal), Act, 2013 and Maternity Benefit Act, 1961

The Company has in place a Policy on Prevention of Sexual Harassment at the Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. This Policy may be accessed on the Company's website i.e. https://www.kajariaceramics.com/pdf/prevention_of_sexual_harassment_at_workplace.pdf

Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, Contractual, Temporary and Trainees) are covered under this Policy. Details of complaints of sexual harassment during the year 2024-25 are as under:

Number of complaints of sexual harassment received during the year 2024-25	Nil
Number of complaints of sexual harassment dispose off during the year 2024-25	Nil
Number of complaints of sexual harassment pending for more than 90 days	Nil

The Company has also complied with the provisions of the Maternity Benefit Act, 1961.

Particulars of Employees

The information required pursuant to Section 197 of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is attached as **Annexure- 7** to this Report.

Deposits

The Company has not invited/accepted any deposit within the meaning of Section 73 of the Act and the rules made thereunder.

Proceeding under Insolvency and Bankruptcy Code, 2016

No application or any proceeding has been filed against the Company under the Insolvency and Bankruptcy Code, 2016, during the financial year 2024-25.

Details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

The Company has not made any one-time settlement, therefore, the same is not applicable.

Significant and material orders passed by the regulators or courts or tribunals

There is no significant and material order passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

Cautionary Statement

Statements in this Directors' Report & the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statements within

the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include raw material/ fuel availability and its prices, cyclical demand and pricing in the Company's principle markets, changes in the Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other ancillary factors.

Appreciation and Acknowledgement

The Directors take this opportunity to express their deep sense of gratitude to the Banks, Central and State Governments and their Departments and the Local

Authorities for their continued guidance and support.

Your Directors would also like to record their appreciation for the support and cooperation your Company has been receiving from its suppliers, dealers, business partners and others associated with the Company.

Your Directors place on record their sincere appreciation to the employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain as industry leader.

And to you, our shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.

For and on behalf of the Board

Ashok Kajaria
Chairman and Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

(Pursuant to first provision of sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014

(₹ in Crores)

Name of the subsidiaries / joint venture	Kajaria Vitri-fied Private Limited (CIN: U26933 GJ2010 PTC062933)	Kajaria In-finity Private Limited (CIN: U26933 GJ2010 PTC063444)	Kajaria Bath-ware Private Limited ('KBPL')* (CIN: U26943 DL2013 PTC252495)	Kajaria Ply-wood Private Limited ('KPPL') * (CIN: U36109 DL2017 PTC324260)	South Asian Ceramic Tiles Private Limited (CIN: U26931 TG2015 PTC101548)	Kajaria In-ternational DMCC ('KIDM CC') **	Kajaria Ramesh Tiles Limited ('KRTL') ***	Kajaria Surfaces Private Limited [Formerly known as Keronite Tiles Private Limited] ('KTPL')^ (CIN: U23952 DL2023 PTC423735)	Kajaria Adhesive Private Limited ('KAPL') ^^ (CIN: U20295 DL2024 PTC 426002)
Date since when subsidiaries/ joint venture were acquired	15/01/2012	17/10/2012	15/05/2014	05/06/2018	31/08/2022	19/09/2022	07/09/2023	20/05/2024	14/02/2025
AS AT	31 Mar-24	31 Mar-24	31 Mar-24	31 Mar-24	31 Mar-24	31 Mar-24	31 Mar-24	31 Mar-24	31 Mar-24
Capital									
- Equity Shares	14.95	14.95	25.00	45.00	21.00	2.25	46.85	9.50	0.01
- Preference Shares	0.00	0.00	4.41	0.00	0.00	0.00	0.00	0.00	0.00
Reserves	80.11	52.08	69.32	107.24	8.53	(20.16)	5.29	1.09	(0.07)
Total Assets	265.64	250.29	376.99	21.45	104.03	5.64	8.69	115.75	0.55
Total Liabilities	170.58	183.26	276.45	83.69	74.50	23.55	191.92	105.16	0.61
Investments	0.00	0.00	0.00	4.08	0.00	1.60	0.00	0.00	0.00
Turnover	351.81	364.93	386.20	48.17	135.10	0.00	59.68	109.97	0.00
Profit before Taxation	39.25	47.29	12.21	(48.29)	15.37	(19.00)	5.29	1.51	(0.07)
Provision for Taxation	11.43	(9.34)	3.54	0.00	3.89	0.00	0.00	0.42	0.00
Profit After Taxation	27.82	37.95	(16.45)	(48.29)	11.48	(0.88)	(1.52)	1.09	(0.07)
Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
% of Shareholding	95%	84.59%	100%	100%	59.50%	100%	50%	90%	75%

* Consolidated figures include performance of its subsidiaries - Kajaria Sanitaryware Private Limited ('KSPL') and Kerovit Global Private Limited ('KGPL'). The Company holds 100% (85% on diluted basis) equity shares of KBPL. KBPL holds 82% equity shares of KSPL and 100% equity shares of KGPL.
^ KPPL has discontinued the plywood and laminates businesses.
** KIDMCC had entered into a joint venture agreement with UK Parts (Holdings) Limited, (U.K.) during the year 2023-24 and accordingly, a joint venture company ('JVC') named Kajaria - UKP Limited, incorporated in U.K. KIDMCC had also entered into a joint venture agreement with AL Rathath Marble Factory LLC (U.A.E.) during the year 2022-23 and accordingly, a JVC named Kajaria RMF Trading LLC, incorporated in U.A.E.
*** Pursuant to the Joint Venture Agreement entered into by the Company with various individuals affiliated with Ramesh Corp, Nepal, a JVC named 'Kajaria Ramesh Tiles Limited' incorporated in Nepal, which has commenced the commercial production on 6th September, 2024.
^ The Company has acquired 90% equity shares in KTPL on 20th May, 2024.
^^ The Company has acquired 75% equity shares in KAPL on 14th February, 2025.
Note: There is no Associate or JV Company other than those mentioned above.

For and on behalf of the Board of Directors of

Place: New Delhi Date: 22 nd July, 2025	Ashok Kajaria Chairman & Managing Director (DIN: 00273877)	Chetan Kajaria Joint Managing Director (DIN: 00273928)	Rishi Kajaria Joint Managing Director (DIN: 00228455)	Ram Chandra Rawat COO (A&T) & Company Secretary (FCS 5101)	Sanjeev Agarwal Chief Financial Officer
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Annexure – 2

FORM NO. AOC-2

(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/ Arrangements / transactions not at arm’s length as on 31.03.2025

S. No.	Name(s) of the Related Party and Nature of Relationship	Nature of Contract / Arrangement / Transactions	Duration of the Contract / Arrangement / Transactions	Salient terms of contract / Arrangement / Transactions including the value, if any	Justification for entering into such contract / Arrangement / Transactions	Date of Approval by the Board	Amount paid as advance, if any	Date on which the Special Resolution was passed in the General Meeting under first proviso to Section 188
NIL								

2. Details of material contracts or arrangement or transactions at arm’s length basis as on 31.03.2025

S. No.	Name(s) of the Related Party and Nature of Relationship	Nature of Contract / Arrangement / Transactions	Duration of the Contract / Arrangement / Transactions	Salient terms of Contract / Arrange-ment / Transactions including value, if any	Date of Approval by the Board, if any	Amount paid as advance, if any	Total Amount
NIL							

For and on behalf of the Board

Ashok Kajaria
Chairman and Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

ANNUAL REPORT ON CSR ACTIVITIES

Annexure – 3

1. Brief outline on CSR Policy of the Company:

Corporate Social Responsibility ('CSR') is strongly connected with the principles of sustainability. An organization should make decisions based not only on financial factors, but also on the social and environmental consequences. Therefore, it is the core corporate responsibility of the Company to practice its corporate values through its commitment to grow in a socially and environmentally responsible way, while meeting the interests of its stakeholders.

In order to provide further impetus to the social interventions and make the entire process and activities more impact driven, the Company has adopted the Corporate Social Responsibility Policy ('CSR Policy') pursuant to the provisions of

the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (including amendment(s) made thereto, from time to time).

The Company recognizes and is always committed towards sustainable development and inclusive growth. The Company strives to ensure strong corporate culture, which emphasizes on integrating the CSR values with business objectives. The Company also pursue initiatives related to quality management, environment preservation and social awareness. The Policy includes guiding principles for selection, implementation and monitoring of activities as well as formulation of the annual action plan.

2. Composition of CSR Committee of the Company:

S No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Sudhir Bhargava*	Chairman/ Non- Executive & Independent Director	2	-
2.	Mrs. Sushmita Singha**	Chairperson / Non- Executive & Independent Director	2	2
3.	Mr. Chetan Kajaria	Member / Executive Director	2	1
4.	Mr. Rishi Kajaria	Member / Executive Director	2	2

* Mr. Sudhir Bhargava has been appointed as the Chairman of the CSR Committee of the Company, w.e.f. 30th March 2025.

** Mrs. Sushmita Singha has completed her tenure as the Independent Director of the Company on 29th March, 2025. Hence, she ceased to be the Chairperson of CSR Committee of the Company w.e.f. 30th March 2025.

3. Web-link where composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

Web-link of composition of CSR Committee	https://www.kajariaceramics.com/composition-of-committees.php
Web-link of CSR Policy	https://www.kajariaceramics.com/pdf/CSR_Policy.pdf
Web-link of CSR Project	https://www.kajariaceramics.com/pdf/CSR_Project_for_FY_2024_25.pdf

4. Executive summary along with web-link of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014:

Not Applicable

5. (a) Average net profit of the Company as per Section 135(5):

₹ 48461 Lacs

(b) Two percent of average net profit of the Company as per Section 135(5):

₹ 969 Lacs

(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years:

Not Applicable

(d) Amount required to be set-off for the financial year, if any:

₹ 1.52 Lacs [Please refer clause 6(f) below]

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]:

₹ 967.48 Lacs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

₹ 972.21 Lacs

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Not Applicable

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 972.21 Lacs

(e) CSR amount spent or unspent for the Financial Year:

Total amount spent for the Financial Year (₹ in Lacs)	Amount Unspent (₹ in Lacs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
925.21	47.00	24th April, 2025		Not Applicable	

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

S. No.	Particular	Amount (₹ in Lacs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per Section 135(5)	969.00
(ii)	Excess amount incurred in previous year(s) adjusted / set off during the financial year	1.52
(iii)	CSR obligation of the Company for the financial year [(i)-(ii)]	967.48
(iv)	Total amount spent for the financial year	972.21
(v)	Excess amount spent for the financial year [(iv) – (iii)]	4.73
(vi)	Surplus arising out of the CSR projects or programmes to activities of the previous financial years, if any	0.00
(vii)	Amount available for set-off in succeeding financial years	4.73

7. Details of Unspent CSR amount for the preceding three Financial Years:

1	2	3	4	5	6	7	8
S. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Section 135(6) (₹ in Lacs)	Balance Amount in Unspent CSR Account under Section 135(6) (₹ in Lacs)	Amount Spent in the Financial Year (₹ in Lacs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding Financial Years (₹ in Lacs)
					Amount (₹ in Lacs)	Amount (₹ in Lacs)	
1.	2023-24	60.24	0.00	60.24	Not Applicable		0.00
2.	2022-23	88.10	0.00	88.10			0.00
3.	2021-22	54.00	0.00	54.00			0.00

8. Whether any capital assets have been created or acquired through CSR amount spent in the Financial Year:

Yes ☐ No ☒

9. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per Section 135(5):

Not Applicable

For and on behalf of the Board

Place: New Delhi
Date : 22nd July, 2025

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Sudhir Bhargava
Chairman, CSR Committee
(DIN: 00247515)

Annexure - 4

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

I. Ratio of remuneration of each Executive Director to the median remuneration of Employees of the Company for the financial year 2024-25, the percentage increase in remuneration of Chairman & Managing Director, Joint Managing Directors, Executive Director, Company Secretary and Chief Financial Officer of the Company during the financial year 2024-25:

S. No.	Name of Director / KMP	Designation	Ratio of Remuneration of each Director to median remuneration of employees	Percentage increase in Remuneration
1.	Mr. Ashok Kajaria (DIN: 00273877)	Chairman & Managing Director	68:1	Nil
2.	Mr. Chetan Kajaria (DIN: 00273928)	Joint Managing Director	69:1	Nil
3.	Mr. Rishi Kajaria (DIN: 00228455)	Joint Managing Director	70:1	Nil
4.	Mr. Ram Chandra Rawat (FCS 5101)	COO (A&T) & Company Secretary	Not Applicable	8.05%
5.	Mr. Sanjeev Agarwal	Chief Financial Officer	Not Applicable	5.16%

Note:

The Non-executive Directors of the Company are entitled for sitting fees only. The detail of remuneration of Non-executive Directors is provided in Corporate Governance Report and is governed by the Nomination and Remuneration Policy, as stated herein below. The ratio of remuneration and percentage increase for Non-executive Directors' remuneration is, therefore, not considered for the purpose above.

II. S. No.	Particulars	Details
1.	% increase in the median remuneration of employee in the financial year 2024-25	6.09%
2.	Total number of permanent employees on the rolls of the Company as on 31st March, 2025 (on standalone basis)	2649
3.	Average percentile increase in the salaries of employees excluding managerial personnel during financial year 2024-25 and its comparison with the percentile increase in remuneration of Executive Directors and justification thereof	Average percentile increase in the salaries of employees excluding managerial personnel during financial year 2024-25 was 7.60%. Whereas, there was no increase in remuneration of Executive Directors.

III. Affirmation that the remuneration is as per the remuneration policy of the Company:

Remuneration is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board

Place: New Delhi
Date : 22nd July, 2025

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

NOMINATION AND REMUNERATION POLICY

1. PREAMBLE

The Nomination and Remuneration Policy of Kajaria Ceramics Limited ('the Company') was originally formulated pursuant to the provisions of Section 178 of the Companies Act, 2013 and rules made thereunder ('the Act') read with provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI's Notification dated May 9, 2018 including amendments/modifications thereof (the 'Listing Regulations') and revised in accordance with the provisions the Act and the Listing Regulations.

This Policy is designed to attract, motivate, improve productivity and retain manpower, by creating a congenial work environment, encouraging initiatives, personal growth and team work, and inculcating a sense of belonging and involvement, besides offering appropriate remuneration packages and superannuation benefits. The Policy reflects the Company's objectives for good corporate governance as well as sustained long term value creation for shareholders.

This Policy applies to Directors, Senior Management including Key Managerial Personnel ('KMPs') of the Company.

2. OBJECTIVES

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors and persons who may be appointed in Senior Management and Key Managerial positions.
- To determine remuneration based on the Company's size and financial position, cost of living, and trends and practices on remuneration prevailing in peer companies, in the tile industry.
- To carry out evaluation of the performance of Directors, as well as Key Managerial Personnel and Senior Management Personnel.
- To retain, motivate and promote talent

and to ensure long term sustainability of talented managerial persons and create competitive advantage.

3. DEFINITIONS

'The Act' means the Companies Act, 2013 and rules made thereunder, as amended from time to time.

'The Board' means Board of Directors of the Company.

'Director' means a Director appointed to the Board of the Company.

'Independent Director' means a Director referred to in Section 149(6) of the Companies Act, 2013 read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

'Key Managerial Personnel' in relation to a Company means:

- The Managing Director / Joint Managing Director / Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- Chief Financial Officer;
- Company Secretary; and
- Such other officer(s), as may be prescribed.

'Nomination and Remuneration Committee' or 'Committee' shall mean a Committee of the Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Act and the Listing Regulations.

'Policy' means Nomination and Remuneration Policy of the Company.

'Senior Management' shall mean officers/ personnel of the Company, who are members of its core management team excluding Board of Directors and this shall comprise all members of management one level below the Chief Executive Officer/Managing Director/Whole-time Director (including Chief Executive Officer, in case he is not part of the Board) and shall also include the

Company secretary and Chief financial officer of the Company.

4. APPLICABILITY

The Policy is applicable to:

- Directors (including Independent Directors);
- Key Managerial Personnel ('KMPs'); and
- Senior Management

5. CONSTITUTION OF COMMITTEE

The members of the Nomination and Remuneration Committee will be appointed by the Board and the Committee will comprise of three or more Non-executive Directors out of which not less than one-half shall be Independent Directors. The Chairman of the Committee shall be an Independent Director. The Chairman of the Nomination and Remuneration Committee shall be present at every Annual General Meeting or may nominate some other member to answer the shareholders' queries. The Chairman of the Company may be appointed as a member of the Committee.

The Board may re-constitute the Committee, whenever required, to comply with the provisions of the Act, Listing Regulations and other applicable statutory requirements.

6. ROLES OF THE NOMINATION AND REMUNERATION COMMITTEE

The terms of reference of the Committee will, inter-alia, include the following:

- Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance;
- Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;

- While formulating the policy as above said, to ensure that:
 - The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - Relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
 - Remuneration to Directors, Key Managerial Personnel and Senior Management (one level below the functional heads including the Company Secretary and Chief Financial Officer) involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- Recommending the Board, all remuneration, in whatever form, payable to senior management including the Company Secretary and the Chief Financial Officer;
- Formulating the criteria for evaluation of Independent Directors and the Board of Directors of the Company;
- To extend or continue the term of appointment of Independent Director, on the basis of performance evaluation of Independent Directors;
- Devising a policy on diversity of Board of Directors;
- To formulate the detailed terms and conditions of the Kajaria Employee Stock Option Scheme 2015 ('ESOP Scheme 2015') including the following:
 - issuing and allotment of equity shares [including share certificate(s)] of the Company to the ESOP holders and all matters related thereto, from time to time, pursuant to the ESOP Scheme 2015;

- b. signing, execution and submission of necessary documents/papers for the listing of equity shares of the Company with the stock exchanges or other concerned authority(ies) and all matters related thereto;
 - c. making a fair and reasonable adjustment to the number of options and to the exercise price, in case of rights issues, bonus issues and other corporate actions;
 - d. approval of list of employee(s) of the Company and/or its subsidiary(ies) [including quantum of ESOP grant] to whom ESOP options are to be granted under ESOP Scheme 2015;
 - e. determining the procedure for winding up of the ESOP Scheme 2015;
 - f. other matters which may be relevant for administration of ESOP Scheme 2015, from time to time.
9. For every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description;
10. For the purpose of identifying suitable candidates as above, the Committee may:
- To use the services of an external agencies, if required;
 - To consider candidates from a wide range of backgrounds, having due regard to diversity;
 - To consider the time commitments of the candidates.
11. To do all other acts as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

7. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMPs AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
2. The Company shall not appoint or continue the employment of any person as Managing Director/Whole time Director, who has attained the age of 70 years provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
3. The Company shall not appoint a person or continue the Directorship of any person as a Non-executive Director who has attained the age of 75 years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.

Term / Tenure:

1. Managing Director / Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director, Joint Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director:

- i) An Independent Director shall hold office for

a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board’s report.

- ii) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- iii) Subject to the applicable provisions of the Listing Regulations and the Act, at the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed Company.

3. KMPs / Senior Management:

Term of appointment will be governed through a letter of appointment issued to the respective KMP / Senior Management / Employee.

Performance Evaluation:

The evaluation of performance of every Director, KMP and Senior Management Personnel shall be made in accordance with the applicable laws.

The major criteria for performance evaluation are as follows:

1. Role & Accountability:

- Application of knowledge for rendering advice to management for resolution of business issues.
- Active engagement with the management and attentiveness to progress of decisions taken.
- Fulfillment of Independence criteria by

Independent Directors, as specified under the Act / the Listing Regulations.

2. Objectivity:

- Appraisal of issues.
- Own recommendations given professionally without tending to majority or popular views.

3. Leadership & Initiative:

- Heading department / section/ Board Committees.
- Driving any function or identified initiative based on domain knowledge and experience.

4. Personal Attributes:

- Commitment to role & fiduciary responsibilities.
- Active participation.
- Proactive, strategic and lateral thinking.

Removal:

Due to reasons for any disqualification mentioned in the Act or the Listing Regulations or any other applicable Act, rules/regulations or in accordance with the contract of service / letter of appointment, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMPs or Senior Management Personnel.

Retirement:

The Director, KMPs and Senior Management Personnel shall retire as per the applicable provisions of the Act or any other applicable Act, rules/regulations and the prevailing policy/ guidelines of the Company. The Board will have the discretion to retain the Director, KMPs, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit/interest of the Company.

8. POLICY RELATING TO THE REMUNERATION FOR THE WHOLE-TIME DIRECTOR (EXECUTIVE DIRECTOR), KMPs AND SENIOR MANAGEMENT PERSONNEL

General:

- (i) The remuneration/compensation/commission etc., to the Whole-time Director (WTD),

- KMPs and Senior Management Personnel will be considered by the Committee and recommended to the Board for its approval. The remuneration/compensation/commission, etc. of WTD/MD shall be subject to the prior/post approval of the shareholders of the Company and the provisions of the Act & the Listing Regulations.
- (ii) The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage/slabs/conditions as per the provisions of the Act & the Listing Regulations.
 - (iii) Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director only.
 - (iv) Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.
 - (v) The fees/compensation payable to Executive Directors, who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if:
 - o the annual remuneration payable to such Executive Director exceeds ₹ 5 Crore or 2.5% of the net profits of the Company, whichever is higher; or
 - o where there is more than one such Executive Director, the aggregate annual remuneration to such Executive Directors exceeds 5% of the net profits of the Company.

- The approval of the shareholders under Clause 8(v) above shall be valid only till the expiry of the term of such Executive Director.
- Remuneration to the Managing Director, Whole-time Director, KMPs and Senior Management Personnel:**
- Remuneration to Whole-time Directors, KMPs and Senior Management consists of the following components:
- 1. Salary & Perquisites:**

The Whole-time Director/Managing Director ('MD')/Joint Managing Director ('JMD'), KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, re- imbursement of gas electricity and water expenses, HRA, Club fees, etc. shall be decided and approved by the Board on the recommendation of the Committee and shall be subject to approvals of shareholders of the Company and compliance of the Act & the Listing Regulations.
 - 2. Commission:**

MD/JMD would also be entitled for the commission in accordance with the provisions of the Act & the Listing Regulations.
 - 3. Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its MD/JMD/Whole-time Director(WTD), subject to compliance of the applicable provisions of the provisions of the Act/ the Listing Regulations.
 - 4. Provisions for excess remuneration:**

If any MD/JMD/Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed in the Act and/or not in compliance of the applicable provisions

- of the Act, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted under the Act/ the Listing Regulations.
- 5. Stock Options:**

A Director shall not be entitled to any stock option of the Company. However, KMPs and Senior Management may be granted the stock option in accordance with the scheme as may be approved by the Committee, from time to time.
- Remuneration to Non- Executive / Independent Director**
- Remuneration to Non-executive Directors/ Independent directors consists of the following components:
- 1. Sitting Fees:**

The Non-executive/Independent Director may receive remuneration by way of fees for attending meetings of the Board or Committee(s) of the Company, as approved by the Board, from time to time, which will be subject to the limits prescribed under the Act.
 - 2. Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

- 9. SEVERANCE ARRANGEMENTS**

The Contract of Employment with the Executive Director (WTD/MD/JMD) will provide for compensation of 3 months' pay or advance notice period and for other KMPs and Senior Management employees, the notice period will be 1 month or 1 month salary or as per appointment letter, whichever is higher. There will not be any severance fees.
- 10. DISCLOSURE**

Information on the total remuneration of members of the Company's Board of Directors, WTD/MD/ JMD and KMPs/Senior Management personnel will be disclosed in the Company's annual report and financial statements, etc., as per the provisions of Act, the Listing Regulations and other statutory requirements.

The disclosures regarding this Policy shall be made on the Company's website www.kajariaceramics.com and in the Annual Report of the Company, as per the provisions of the Act, the Listing Regulations and other statutory requirements.
- 11. EFFECTIVE DATE**

This Policy shall be effective w.e.f. April 1, 2019.
- 12. REVIEW / AMENDMENT**

The Board of Directors of the Company, on recommendation of the Committee, may amend, abrogate, modify or revise any or all provisions of this Policy. However, amendments in the Act/ other applicable laws shall be binding even if not incorporated in this Policy.

Annexure – 5

FORM NO. MR-3
 SECRETARIAL AUDIT REPORT
 FOR THE YEAR ENDED MARCH 31, 2025

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

To,
 The Members,
Kajaria Ceramics Limited
 SF-11, Second Floor, JMD Regent Plaza
 Mehrauli Gurgaon Road, Village Sikanderpur Ghosi
 Gurgaon, Haryana - 122001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practices by **Kajaria Ceramics Limited** (hereinafter referred as **“the Company”**). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2025, according to the provisions of:

- (i) The Companies Act, 2013 (the “Act”) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations

and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (including erstwhile Regulations) to the extent applicable;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable;**
 - (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 to the extent of securities issued;

- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable**
- (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **Not Applicable**
- (vi) As confirmed and certified by the Management of the Company, there is no Law specifically applicable to the Company based on the sectors/businesses.

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

- (i) The Secretarial Standards issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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.

Adequate notice is given to all directors to schedule the Board/Committee Meeting. Agenda and detailed notes on agenda were sent in advance (and at a shorter notice for which necessary approvals obtained, if any)

and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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 there was no major events/actions had happened having a major bearing on the Company’s affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For Chandrasekaran Associates

Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No: 6689/2025

Rupesh Agarwal

Managing Partner

Membership No.: A16302

Certificate of Practice No.: 5673

UDIN: A016302G000829323

Date: July 22, 2025

Place: Delhi

Note:

- (i) This report is to be read with our letter of even date which is annexed as Annexure-A to this Report and forms an integral part of this report.

Annexure-A

To,
The Members,
Kajaria Ceramics Limited
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi
Gurgaon, Haryana – 122001

Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliances with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS. Our report of even date is to be read along with this letter.

1.

Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in

- secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3.

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and for which we relied on the reports of the Statutory Auditor.

4.

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

5.

The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of Management. Our examination was limited to the verification of procedures on random 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.

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No.: A16302
Certificate of Practice No.: 5673
UDIN: A016302G000829323

Date: July 22, 2025
Place: Delhi

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

A. CONSERVATION OF ENERGY

(i) Energy conservations measures taken

The manufacturing plants of the Company have continued their efforts to reduce the specific energy consumption and the same is monitored in order to minimize wastage and facilitate optimum utilization of energy. The initiatives are being planned and implemented. Maintenance and repairs of all equipment and machineries are carried out timely to ensure optimum energy efficiency. Apart from regular practices and measures for energy conservation, some of the key measures taken to enhance energy conservation during the financial year 2024-25 are as follows:

- Installation of BEE (Bureau of Energy Efficiency) certified electrical items and equipment along with latest generation energy-efficient lighting (i.e. LED) with sensor and variable frequency drives in order to conserve energy and also drive down costs.
- Maintaining Power Factor near to Unity for effective utilisation of Grid power and reduction of apparent energy consumption. Utilisation of planned switching and effective use of VFD's with blowers resulting in reduction of apparent as well as active energy consumption.
- Maintaining heat recovery system at Gailpur & Malootana (Rajasthan), Sikandrabad (U.P.), Srikalahasti (Andhra Pradesh) plants to attain considerable fuel savings by allocating the exhaust heat of kilns to vertical/horizontal driers. Some of heat recovery blowers are equipped with VFD to get the maximum efficiency.
- Maintaining Energy Management System (EMS) software development, which will generate real-time data and help to monitor, analyze, & report and also compare the

power consumption across all plants of the Company.

- Air leakage audit conducted and the air leakage arrested.
- Auto switching on and off of conveyors, blowers, etc., when not in use.
- In continual efforts of Green energy, replacement of HSD forklifts into battery forklifts at all plants of the Company.

(ii) Utilising alternate sources of energy

a. Solar Energy:

i. Rooftop Solar Energy:

Total installed rooftop solar energy capacity is 7.33 MW at Gailpur & Malootana (Rajasthan), Sikandrabad, (U.P.) and Srikalahasti (Andhra Pradesh) plants of the Company.

For the financial year 2024-25, the solar project has generated about 86.79 Lacs units, which is about 4.55 % of electricity consumption across all the plants of the Company.

ii. Captive Solar Power:

The Company has made an arrangement with Sunsure Solar Park Two Private Limited to set up a solar power plant under group captive model at Pilania, District: Banda (U.P.) having capacity of 10.5 MW and it has generated 139.60 Lacs units for the Company's plant at Sikandrabad (U.P.), which is about 7% of electricity consumption across all the plants of the Company.

b. Wind Energy:

The Company is utilizing wind turbines at Gailpur (Rajasthan) plant to produce green energy. During the financial year 2024-25, the wind turbine project generated about 17.32 Lacs units, which is about 0.91 % of

electricity consumption across all the plants of the Company.

(iii) Capital investment on energy conservation equipments

The Company has spent ₹ 1.04 Crores on energy conservation equipments, during the financial year 2024-25.

latest technology available for producing tiles and putting the Company in the same league as other manufacturers in the Chinese and European markets.

- e. All the machines are equipped with VFD's and thus, the energy efficiency has been improved.

B. TECHNOLOGY ABSORPTION

The Company has been acquiring, developing, and utilizing technological knowledge to deliver a large variety of technologically advanced products to its customers. The Company focuses on development of innovative products and improvement of processes, so as to achieve the Company's business goal in long-term perspective. The entire product portfolio is based on in-house technology developed by internal team.

(i) Major efforts made towards technology absorption

- a. Installation of digital printing machines for glaze/dry application to make various structures, complete glaze application at Sikandrabad (U.P.) plant of the Company. Srikalahasti (Andhra Pradesh) plant has installed a new digital printing machine with glue and granular powder surface coating technology. This has enabled the plant to manufacture high and rock carving series of tiles comparable with European designs, giving better market realization.
- b. New technology of pressing system (i.e. Continuous and Roller Pressing Technology) at Sikandrabad (U.P.) and Srikalahasti (Andhra Pradesh) plants of the Company has been installed to make bigger size slab tiles.
- c. The Company's R&D and technical experts constantly visit international markets to identify and keep pace with the latest technologies.
- d. The Company has fully adopted the

(ii) Benefits derived through such efforts

- a. The production capacity enhanced through its continuous value generation process by way of formulation, re-engineering, sourcing efficiency, process optimization, searching of new raw material / techniques.
- b. The Company has developed a culture of staying informed about the latest developments in related technology as well as constantly updating our equipment and processes. Such innovations have led the Company to be in the forefront amongst its competitors.
- c. Technology absorption efforts have not only allowed the Company to develop new products but also improve its existing ones and reduce the cost of products.
- d. Installation of new technology of pressing system at Sikandrabad (U.P.) and Srikalahasti (Andhra Pradesh) plants of the Company provides best surface flatness and uniform pressing bulk density across the tile surface which improves the quality as well as productivity. This technology is also an environment friendly and an energy efficient technology having high flexibility in production and low time required for size changeover which increases the flexibility of bigger size slab tiles.

(iii) Technology imported

No technology has been imported during the last three years.

(iv) Expenditure incurred on Research and Development ('R&D')

(₹ in Crores)		
Particulars	2024-25	2023-24
a) Capital	0.20	1.18
b) Recurring	5.60	9.63
Total	5.80	10.81
Total R&D expenditure as a percentage of total turnover	0.14%	0.26%

C. FOREIGN EXCHANGE EARNING AND OUTGO

Foreign exchange earned in terms of actual inflow during the financial year 2024-25 was ₹ 25.45 Crores (equivalent value of various currencies).

Foreign exchange outgo in terms of actual outflow during the financial year 2024-25 was ₹ 43.58 Crores (equivalent value of various currencies).

For and on behalf of the Board

Ashok Kajaria
Chairman & Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

(a) Top Ten Employees in terms of Remuneration drawn including the Employees who was in receipt of remuneration exceeding ₹1.02 crores per annum, who was employed throughout the financial year 2024-25:

S. No.	Name	Age	Designation	Qualification	Experi- ence	Date of commence- ment of em- ployment	Remuneration received during the financial year 2024-25 (₹ in Crores)	Particular of last employment
1.	Mr. Ashok Kajaria	78	Chairman & Managing Director	B.Sc., BSME, UCLA (California), USA	49	01.01.1987	5.67	Managing Director -Kajaria Exports Limited
2.	Mr. Chetan Kajaria	50	Joint Managing Director	B. Engg. (Petrochem), Pune University, MBA from Boston College (USA)	25	15.01.2000	5.74	Managing Director - Kajaria Plus Limited
3.	Mr. Rishi Kajaria	47	Joint Managing Director	B.Sc. in Business Administration from Boston University (USA)	21	26.07.2003	5.80	Director - Kajaria Infotech Limited
4.	Mr. Pankaj Sethi	54	COO (Marketing)	BE - Civil Engg.	33	01.04.2003	3.02	Regional Manager -Kajaria Infotech Limited
5.	Mr. Bhupendra Vyas	67	COO (Marketing)	MMS	44	01.08.2016	2.61	Executive Director- City Tiles Limited
6.	Dr. Rajveer Choudhary	71	COO (Galipur Plant)	M.A., Ph.D.	43	03.08.1998	2.48	VP - Venus Sugars Limited
7.	Mr. Vivek Goyal*	56	Sr. VP (Marketing)	PGDBA (Marketing)	34	01.05.2000	2.40	DGM (Marketing) - Kajaria Plus Limited
8.	Mr. Gautam Sethi	51	Sr. VP (Marketing & Technical)	BE- Mech. Engg.	26	01.09.2009	2.30	VP (Marketing) - Kajaria Plus Limited
9.	Mr. Ram Chandra Rawat	69	COO (A&T) & Company Secretary	M. Com. FCA, FCS	45	14.07.1987	2.28	Chief Accounts Officer - RCS Vanaspati Limited
10.	Mr. Sanjeev Aganwal	61	CFO	B.Com., CA	38	09.02.1994	2.24	Dy. Manager (Finance) - Orissa Synthetics Limited
11.	Mr. Dipankar Bhattacharya	57	Dy. VP (Marketing)	PGDBA	32	01.08.2007	1.77	AGM (Sales) - Vermora Granito Private Limited
12.	Mr. Amit S Jain	49	Dy. VP (Marketing)	PGDBM (Marketing)	25	01.08.2000	1.76	Auditing – B.S. Sharma & Consultancy

S. No.	Name	Age	Designation	Qualification	Experi- ence	Date of commence- ment of em- ployment	Remuneration received during the financial year 2024-25 (₹ in Crores)	Particular of last employment
13.	Mr. Balmukund Sharma	49	Dy. VP (Marketing)	PGDBA	27	17.01.2005	1.70	Asst. Manager (Sales) – Kajaria Tiles (Aust.) Private Limited
14.	Mr. Rajender Kumar Bhagat	59	Dy. VP (Marketing)	B.Com.	38	15.06.1998	1.66	Sales Executive – Infra India Limited
15.	Mr. Rajiv Kumar Chauhan	51	AVP (Marketing)	PGDM (Marketing & IT)	30	06.04.1998	1.47	Sr. Marketing Executive – Kamakshi Electricals Limited
16.	Mr. Amit Kumar Jain	47	General Manager (Marketing)	MBA (Marketing)	21	11.09.2004	1.47	JPO - Standard Chartered Finance Limited
17.	Mr. Thushar K G	51	Dy. VP (Marketing)	PGDBM	29	17.01.2001	1.41	Sr. Sales Executive – Classic Paints & Chemicals
18.	Mr. Jaganathan B.**	60	VP (Sales)	B.Com.	36	19.02.2018	1.36	VP (Sales & Marketing) - H&R Johnson (I) Limited
19.	Mr. Harish Singh	55	AVP (Marketing)	B.Sc.	31	16.01.2017	1.26	Country Head – Pavit Ceramics Private Limited
20.	Mr. Alok Kumar	59	Dy. VP (Accounts)	B.Com.	36	27.06.1989	1.17	-
21.	Mr. Arun Bagla	62	Dy. VP (Accounts)	B.Com. (Hons.), CA	38	01.08.2007	1.17	DGM (Accounts & Finance)- Kajaria Plus Limited
22.	Mr. Chertyan M Tharakan#	51	AVP (Marketing)	MBA	28	02.03.2020	1.17	General Manager – RAK Ceramics
23.	Mr. Ravi Jain**	59	AVP (Marketing)	MBA (Marketing)	34	17.02.1998	1.16	Resident Executive – Rajasthan Explosive & Chemical
24.	Mr. S P Rajendran	63	COO (Srikalahasti Plant)	B.Tech. (Electrical)	38	13.12.2019	1.07	President – H&R Johnson (I) Limited
25	Mr. Atul Gupta	48	AVP (Marketing)	PGDBA (Marketing)	30	27.04.2007	1.06	Area Manager – Sogo Ceramics Private Limited

*Resigned w.e.f. closing of working hours of 3rd April, 2025

**Retired w.e.f. closing of working hours of 31st March, 2025

Resigned w.e.f. closing of working hours of 30th April, 2025

- (b) No employee was in receipt of remuneration exceeding ₹8.50 Lacs per month, who was employed for a part of financial year 2024-25.
- (c) During the financial year 2024-25, no employee was in receipt of remuneration exceeding the remuneration drawn by the Managing Director or Whole-Time Director of the Company.

Notes:

1. Remuneration includes salary, allowances, perquisites and excludes Provident Fund, Gratuity Fund & Personal Accident Insurance as the same are paid for the Company as whole.
2. All above mentioned employees are on the rolls of the Company and nature of employment is as per the appointment letter given by the Company.
3. As on March 31, 2025, Mr. Ashok Kajaria, Mr. Chetan Kajaria, Mr. Rishi Kajaria, Mr. Gautam Seth, Mr. Pankaj Sethi, Mr. Vivek Goyal, Dr. Rajveer Choudhary, Mr. Dipankar Bhattacharya, Mr. Amit S Jain, Mr. Jaganathan B, Mr. Rajender Kumar Bhagat, Mr. Ravi Jain and Mr. Amit Kumar Jain hold 10,47,004 equity shares, 13,39,880 equity shares, 18,05,716 equity shares, 16,000 equity shares, 7,000 equity shares, 1,900 equity shares, 3,810 equity shares, 11,000 equity shares, 5,000 equity shares, 1,500 equity shares, 7,500 equity shares, 3,800 equity shares and 50 equity shares of the Company, respectively.
4. None of the above referred employees, except as mentioned in Note No. 3 above, hold equity shares of the Company.
5. Mr. Ashok Kajaria, Chairman & Managing Director is father of Mr. Chetan Kajaria and Mr. Rishi Kajaria, Joint Managing Directors, of the Company. Except this, no employee is relative of any Directors of the Company.

For and on behalf of the Board

Ashok Kajaria
Chairman and Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

A REPORT ON CORPORATE GOVERNANCE

The Company’s Philosophy on Corporate Governance

Corporate governance at Kajaria Ceramics Limited (‘Kajaria’ / ‘the Company’) is strongly founded on its core values viz. passion, integrity, respect, and accountability in all its actions, operations and engagement with the stakeholders and society at large.

The Company believes that good corporate governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics.

Being an industry leader for more than three decades, gives us immense pride and at the same time puts onus on us to raise our own bar of governance. Achieving milestones is important for us, but achieving them the right and ethical way is all the more important and essential.

In keeping with this responsibility, we continuously review our Corporate Governance framework and practices, to uplift them to align them with the best across the globe. The Company’s Code of Conduct and Ethics and the Code of Conduct for Prevention of Insider Trading are an extension of our values and reflect our commitment to ethical business practices.

The governance structure at Kajaria is based on the principles of providing adequate authority to the executive management within a given framework to ensure that the powers vested in the executive management are exercised with due care and utmost responsibility so as to meet the expectation of all the stakeholders.

The Board of Directors (‘the Board’) are responsible and committed to sound principles of Corporate Governance in the Company. The Board of the Company plays a crucial role in overseeing how the management serves the short and long term interest of the shareholders and other stakeholders.

The Corporate Governance Philosophy of the Company is based on the following principles:

- Appropriate composition of the Board;

- Timely disclosure of material and financial information to the Board and Stakeholders;
- Systems and processes are in place to ensure financial control and compliance of applicable laws; and
- Proper Business Conduct by the Board, Committees, Senior Management and Employees.

Board of Directors

The Company firmly believes that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance in order to bring objectivity and transparency in the Management. The Board of Directors alongwith their Committees are entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has vested with the requisite powers, authorities and duties.

Selection of the Board

In terms of the requirement of the provisions of the Companies Act, 2013 (‘the Act’) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’), the Nomination and Remuneration Committee has been designated to evaluate and recommend the Board, the need for change in the composition and size of the Board of the Company and to select members for filling the Board vacancies and nominating candidates for election by the shareholders at the General Meeting / through Postal Ballot of the Company.

Composition

The Board has an optimum combination of Executive and Non-Executive Directors including Independent Directors and Woman Director as required under the applicable legislations. The Board consists of eminent individuals from the Industry, management, technical, financial and marketing fields, etc. The Company is managed by the Board in co-ordination with their Committees and the Senior Management team. As on 31st March, 2025, the Company has Eight (8) Directors on its Board, out of which Three (3) are Executive Directors, One (1) is Non-executive Non-Independent Director and Four (4) are Non-executive-Independent

Directors including one (1) Woman Non-executive Independent Director. The Board, on recommendation of the Nomination and Remuneration Committee periodically evaluates the need for change in composition and size of the Board of the Company.

The details of composition of the Board, category of Directorship, number of Directorships in other companies, Chairmanship/Membership of the Committee of each Director in other Companies, attendance of the Directors at Board Meetings and last Annual General Meeting ('AGM') as on 31st March 2025 are given below:

Name	Category of Director	Board Meeting held during his/her tenure	Board Meeting attended	Last Annual General Meeting attended	Directorship* in other companies	Committee Chairmanship of other Boards**	Committee Membership of other Boards**
Mr. Ashok Kajaria (DIN: 00273877)	Chairman & Managing Director (Promoter)	5	5	Yes	1	0	2
Mr. Chetan Kajaria (DIN: 00273928) \$	Joint Managing Director	5	4	Yes	2	3	1
Mr. Rishi Kajaria (DIN: 00228455) \$	Joint Managing Director	5	5	Yes	1	0	0
Mr. Dev Datt Rishi (DIN: 00312882)	Director - (Non-Executive)	5	5	Yes	1	0	0
Mrs. Sushmita Singha (DIN: 02284266) #	Director (Non-Executive & Independent)	5	5	Yes	3	0	1
Dr. Lalit Kumar Panwar (DIN: 03086982)	Director (Non-Executive & Independent)	5	5	Yes	1	0	1
Mr. Sudhir Bhargava (DIN: 00247515)	Director (Non-Executive & Independent)	5	5	Yes	2	4	0
Mr. Rajender Mohan Malla (DIN: 00136657) ^	Director (Non-Executive & Independent)	5	4	Yes	9	4	3
Mrs. Ambika Sharma (DIN: 08201798) ^^	Director (Non-Executive & Independent)	-	-	-	9	2	6

* Excluded the Directorship held in private limited companies, foreign companies and companies incorporated under Section 8 of the Companies Act, 2013, as per Regulation 26 of the Listing Regulations, but included Kajaria Ceramics Limited.

**Included only the Membership/Chairmanship in Audit Committee and Stakeholders Relationship Committee in all Public Limited Companies as per Regulation 26 of the Listing Regulations, including Kajaria Ceramics Limited.

\$Promoter Group

#Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.

^Mr. Rajender Mohan Malla has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 1st April, 2024.

^^Mrs. Ambika Sharma has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 30th March, 2025.

The number of Directorships, Chairmanships and Committee memberships of each Director is in compliance with the relevant provisions of the Act and the Listing Regulations.

During the year 2024-25, none of the Independent Director resigned from the office before the expiry of his/her tenure.

Mr. Ashok Kajaria, Chairman & Managing Director of the Company is the father of Mr. Chetan Kajaria and Mr. Rishi Kajaria, Joint Managing Directors, of the Company. There is no inter-se relationship between any of the Non-executive/Independent Directors of the Company.

As mandated by the Listing Regulations, none of the Directors of the Company are members of more than ten Board level committees nor are the Chairperson of more than five Board level committees in public limited companies in which they are Directors.

Category of Directorship in other companies listed on recognized Stock Exchange(s):

Name of other companies listed at the recognised Stock Exchange(s) in which the Directors of the Company hold position of Directorship (alongwith category of Directorship), as on 31st March, 2025, are as under:

Name of Director	Name of other companies listed at the recognized Stock Exchange(s) in which hold Directorship*	Category of Directorship
Mr. Ashok Kajaria (DIN: 00273877)	-	-
Mr. Chetan Kajaria (DIN: 00273928)	-	-
Mr. Rishi Kajaria (DIN: 00228455)	-	-
Mr. Dev Datt Rishi (DIN: 00312882)	-	-
Mr. Sudhir Bhargava (DIN: 00247515)	-	-
Dr. Lalit Kumar Panwar (DIN: 03086982)	-	-
Mrs. Sushmita Singha (DIN: 02284266) #	Radico Khaitan Limited	Non-executive & Independent Director
	Hindustan Tin Works Limited	Non-executive & Independent Director
Mr. Rajender Mohan Malla (DIN: 00136657) @	Filatex India Limited	Non-executive & Independent Director
	IOL Chemicals and Pharmaceuticals Limited	Non-executive & Independent Director
	NCC Limited	Non-executive & Independent Director
	Religare Enterprises Limited	Non-executive & Independent Director
	Waaree Energies Limited	Non-executive & Independent Director
Mrs. Ambika Sharma (DIN: 08201798) ^	LT Foods Limited	Non-executive & Independent Director
	Panacea Biotech Limited	Non-executive & Independent Director
	Indo Count Industries Limited	Non-executive & Independent Director
	Waaree Renewable Technologies Limited	Non-executive & Independent Director

*Excluded the Directorship held in Kajaria Ceramics Limited.

Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she

ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.
@Mr. Rajender Mohan Malla has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 1st April, 2024.
^Mrs. Ambika Sharma has been appointed as an Independent Director of the Company for a period of five consecutive years effective from 30th March, 2025.

Number of shares held by Independent Directors/ Non-executive Director

The details of equity shares of the Company held by the Independent / Non-Executive Directors as on 31st March, 2025 are as under:

Name of Independent / Non-executive Directors	Category	No. of equity shares of Re. 1 each of the Company held as on 31 st March, 2025
Mr. Dev Datt Rishi	Non-executive Director	1240

No Independent Directors of the Company hold any equity share of the Company as on 31st March, 2025.

None of the Independent Directors of the Company is serving as an Independent Director in more than seven listed companies. Further, no Independent Directors of the Company hold positions of Whole-Time Director / Managing Director in another listed company.

Board Meetings

The Board meets at least once in every quarter in compliance of applicable laws, to discuss and decide on, inter-alia, business strategies/policies and review the financial performance of the Company and its subsidiaries/joint venture(s) and other items on agenda. Additional meetings are held from time to time as and when required.

The notice of each Board Meeting is given in writing to each Director of the Company. The agenda along with the relevant notes and other material information are sent to each Director in advance and in exceptional cases tabled at the meeting.

Also, the Board meetings of the Company have been held with proper compliance of the provisions of the Act, the Listing Regulations [including Notifications/Circulars issued thereunder, from time to time] and the Secretarial Standards, as applicable thereon.

During the financial year 2024-25, five (5) Board Meetings were held, at least one in every calendar

quarter as permitted under the Act read with the Listing Regulations. The dates on which the Board Meetings were held, are as under:

7th May, 2024, 23rd July, 2024, 27th August, 2024, 22nd October, 2024 and 4th February, 2025.

Post meeting follow up Mechanism

All the important decisions taken at the Board / Committee meetings are communicated to the concerned departments / divisions. Action Taken Report on decisions / minutes of previous meetings is also placed at the succeeding meeting of the Board.

Board Support

The Company Secretary attends the Board / Committee meetings and advises on compliances with applicable laws and governance.

Separate Meeting for Independent Directors

The Independent Directors of the Company meet without the presence of Non-Independent Directors and Management Personnel. Such Meeting reviews the performance of Non-Independent Directors and the Board as a whole, reviews the performance of Chairman of the Company taking into account the views of Executive Directors and Non-executive Directors, access the quality, quantity and timeliness of the flow of information between management and the Board that is necessary to effectively and reasonably perform its duties. During the year 2024-25, the meetings of Independent Directors were held on 7th May, 2024 and 4th February, 2025.

Familiarization Programme for Independent Directors

At the time of appointment/re-appointment of Independent Directors, a formal letter of appointment is given to him/her, which, inter-alia, explains the role, functions, duties and responsibilities expected from him/her as an Independent Director of the Company. The Independent Director is also explained in detail the nature, business model of the industry and compliances

under the Act, the Listing Regulations and other relevant rules & regulations. The Chairman & Managing Director also has one to one discussion with the newly appointed Director to familiarize him with the Company's Operations. The Board Members are provided with necessary documents, reports and policies to enable them to familiarize with the Company's Procedures and Practices. Periodic presentations are made at the Board and its Committee Meetings on the Company's Business, performance and other relevant updates.

The familiarization program alongwith details thereof has been uploaded on the Company's website at <https://www.kajariaceramics.com/pdf/FamiliarisationProgrammeforIndependentDirectors.pdf> / https://www.kajariaceramics.com/pdf/Details_of_Familiarisation_Programme_of_Independent_Directors_231021.pdf

Audit Committee

During the year 2024-25, the Committee met five (5) times i.e. 7th May, 2024, 23rd July, 2024, 27th August, 2024, 22nd October, 2024 and 4th February, 2025. The Committee has been re-constituted by the Board of the Company by way of passing a circular resolution on 11th April, 2024. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Sudhir Bhargava*	Non-executive & Independent	Chairman	5
Mr. Ashok Kajaria	Executive	Member	5
Dr. Lalit Kumar Panwar	Non-executive & Independent	Member	5
Mr. Rajender Mohan Malla*	Non-executive & Independent	Member	4

*On 11th April, 2024, Mr. Sudhir Bhargava and Mr. Rajender Mohan Malla have been appointed as the Chairman and the member of the Audit Committee of the Company, respectively.

The Committee's Composition meets the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations. The Members of the Committee are financially literate and possesses sound knowledge of accounts, audit, internal controls and expertise in financial management.

Mr. Ram Chandra Rawat, COO (A&T) & Company Secretary of the Company acts as the Secretary of the Audit Committee. Mr. Sudhir Bhargava, the Chairman of the Audit Committee also attended the last Annual General Meeting of the Company held on 6th September, 2024.

Terms of Reference of Audit Committee

The terms of reference of the Audit Committee, inter-alia, includes the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for the appointment, remuneration, terms of appointment of the Auditors of the Company and reviewing & monitoring the auditor's independence and performance and effectiveness of the audit processes;
- Approval for payment to the Statutory Auditors for any other permitted services rendered by Statutory Auditors;
- Reviewing and examining, with the management, the annual financial statements and the Auditors' report thereon, before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134(3)(c) of the Act;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Modified opinion(s) in the draft Auditors' report.
- Reviewing, with the management, the quarterly financial results before submission to the Board for approval;

6. Reviewing and monitoring, with the management, the statement of uses / application of funds raised through an issue/public offers (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

7. Approval (including omnibus approval) or any subsequent modification of transactions of the Company with related parties / statement of related party transactions;

8. Scrutiny of inter-corporate loans and investments;

9. Valuation of undertakings or assets of the Company, wherever it is necessary;

10. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems including evaluation of internal financial controls and risk management system and discussion with internal auditors any significant findings and follow up thereon;

11. 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;

12. 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;

13. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

14. Review the functioning of the Whistle Blower Policy (Vigil Mechanism);

15. Approval of appointment of Chief Financial Officer ('CFO') after assessing the qualifications, experience & background, etc. of the candidate;
16. Reviewing the utilization of loans and/or advances from/investment by the Company in its subsidiary exceeding rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;

17. Review of Management discussion and analysis of financial condition and results of operations and Management letters / letters of internal control weaknesses issued by the statutory auditors;

18. Review of Internal audit reports relating to internal control weaknesses and the appointment, removal and terms of remuneration of the Internal Auditors;

19. Review of Financial statement, in particular, investments made by the subsidiary company(s);

20. To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders; and

21. Any other role/functions as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

Nomination and Remuneration Committee

During the year 2024-25, the Committee met four (4) times i.e. 7th May, 2024, 23rd July, 2024, 22nd October, 2024 and 4th February, 2025. The Committee has been re-constituted by the Board of the Company w.e.f. 30th March, 2025. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mrs. Sushmita Singha*	Non-executive & Independent	Chairperson	4
Mr. Rajender Mohan Malla**	Non-executive & Independent	Chairman	3
Mr. Ashok Kajaria	Executive	Member	4
Mr. Sudhir Bhargava	Non-executive & Independent	Member	4
Mrs. Ambika Sharma**	Non-executive & Independent	Member	-

*Tenure of Mrs. Sushmita Singha as the Independent Director

of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company and the Chairperson of the Nomination and Remuneration Committee of the Company w.e.f. 30th March, 2025.

** W.e.f. 30th March, 2025, Mr. Rajender Mohan Malla and Mrs. Ambika Sharma have been appointed as the Chairman and the member of the Nomination and Remuneration Committee of the Company, respectively.

The Composition of the Nomination and Remuneration Committee is as per Section 178 of the Act and Regulation 19 of the Listing Regulations.

Mrs. Sushmita Singha, the then Chairperson of the Nomination and Remuneration Committee was present in the last Annual General Meeting of the Company held on 6th September, 2024.

Terms of reference (Role) of the Committee, inter-alia, includes the following:

1. Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance;

2. Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;

3. While formulating the policy as above said, to ensure that:

a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks;

c) Remuneration to Directors, Key Managerial Personnel and Senior Management (one level below the functional heads including the Company Secretary and Chief Financial Officer) involves a balance between fixed and incentive pay reflecting short and long-
- term performance objectives appropriate to the working of the Company and its goals.
4. Recommending the Board, all remuneration, in whatever form, payable to senior management including the Company Secretary and the Chief Financial Officer;

5. Formulating the criteria for evaluation of Independent Directors and the Board of Directors of the Company;

6. To extend or continue the term of appointment of Independent Director, on the basis of performance evaluation of Independent Directors;

7. Devising a policy on diversity of Board of Directors;

8. To formulate the detailed terms and conditions of the Kajaria Employee Stock Option Scheme 2015 ('ESOP Scheme 2015') including the following:

a. issuing and allotment of equity shares [including share certificate(s)] of the Company to the ESOP holders and all matters related thereto, from time to time, pursuant to the ESOP Scheme 2015;

b. signing, execution and submission of necessary documents/papers for the listing of equity shares of the Company with the stock exchanges or other concerned authority(ies) and all matters related thereto;

c. making a fair and reasonable adjustment to the number of options and to the exercise price, in case of rights issues, bonus issues and other corporate actions;

d. approval of list of employee(s) of the Company and/or its subsidiary(ies) [including quantum of ESOP grant] to whom ESOP options are to be granted under ESOP Scheme 2015;

e. determining the procedure for winding up of the ESOP Scheme 2015;

f. other matters which may be relevant for administration of ESOP Scheme 2015, from time to time.

9. For every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis
- 94
- KAJARIA CERAMICS LIMITED
- Integrated Annual Report 2024-25
- 95

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;

10. For the purpose of identifying suitable candidates as above, the Committee may:
- To use the services of an external agencies, if required;

To consider candidates from a wide range of backgrounds, having due regard to diversity;

To consider the time commitments of the candidates.
11. To do all other acts as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

Risk Management Committee

During the year 2024-25, the Committee met two (2) times i.e. 4th July, 2024 and 17th December, 2024. The Committee has been re-constituted by the Board of the Company w.e.f. 30th March, 2025. The composition of the Committee and details of meetings attended by the Directors / members of this Committee are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Ashok Kajaria	Executive	Chairman	2
Mr. Chetan Kajaria	Executive	Member	1
Mr. Rishi Kajaria	Executive	Member	1
Mr. Dev Datt Rishi	Non-Executive	Member	2
Mrs. Sushmita Singha*	Non-Executive & Independent	Member	1
Mrs. Ambika Sharma **	Non-Executive & Independent	Member	-
Mr. Ram Chandra Rawat	COO (A&T) & Company Secretary	Member	2
Mr. Sanjeev Agarwal	Chief Financial Officer	Member	2

*Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence,

she ceased to be the Independent Director of the Company and the member of the Risk Management Committee of the Company w.e.f. 30th March, 2025.

**W.e.f. 30th March, 2025, Mrs. Ambika Sharma has been appointed as the member of the Risk Management Committee of the Company.

The composition of the Risk Management Committee is as per Regulation 21 of the Listing Regulations.

Terms of reference (Role) of the Committee, inter-alia, includes the following:

1. To formulate a detailed Risk Management Policy which shall include:
- a. A framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability, information, cyber security risks or any other risk as may be determined by the Risk Management Committee;

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

c. Business continuity plan.
2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
3. To monitor and oversee implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems;
4. To periodically review the Risk Management Policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken;
6. To review appointment, removal and terms of remuneration of the Chief Risk Officer (if any).
7. Any other role/function as be assigned by the Board of Directors or required under the applicable law, from time to time.

Performance Evaluation

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out the annual performance evaluation of the Board as a whole, its Committees and all Directors including the Chairman, in line with the criteria specified in the Nomination and Remuneration Policy and as per the recommendation of the Nomination and Remuneration Committee of the Company. The exercise was carried out through a structured evaluation process covering various aspects of the Board, its Committees, Chairman and all Directors' functioning such as composition of Board and its Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc. The Directors expressed their satisfaction with the evaluation process and performance of the Board, its Committees and the Directors including the Chairman. The Independent Directors also evaluated the performance of Non-Independent Directors, the Chairman and Board as a whole. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

Remuneration

A. Remuneration to Independent / Non-executive Directors

The Independent / Non-executive Directors are paid remuneration by way of sitting fees for each meeting of the Board and Committee of Directors attended by them. The total amount of sitting fees paid during the financial year 2024-25 was ₹ 33.60 Lacs. The Independent/Non-executive Directors do not have any pecuniary relationship or transactions with the Company. The criteria of making payment to Independent / Non-executive Directors are disclosed in the Nomination and Remuneration Policy of the Company. The said Policy is given as a part of Annexure- 4 to the Directors Report and is also disclosed on the website of the Company [https://www.kajariaceramics.com/pdf/nomination remuneration_policy.pdf](https://www.kajariaceramics.com/pdf/nomination_remuneration_policy.pdf)

The details of remuneration paid to Independent / Non-executive Directors during the financial year ended 31st March 2025 is as under:

S. No.	Name of Independent/ Non-Executive Directors	Sitting Fees (₹ in Lacs)
1.	Mr. Dev Datt Rishi	4.35
2.	Mrs. Sushmita Singha*	5.85
3.	Dr. Lalit Kumar Panwar	7.50
4.	Mr. Sudhir Bhargava	9.00
5.	Mr. Rajender Mohan Malla**	6.90
6.	Mrs. Ambika Sharma **	-

* Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company w.e.f. 30th March, 2025.

** Mr. Rajender Mohan Malla and Mrs. Ambika Sharma have been appointed as an Independent Director(s) of the Company for a period of five consecutive years effective from 1st April, 2024 and 30th March, 2025, respectively.

Other than sitting fees as mentioned above including reimbursement of expenses, if any, incurred for attending the meetings of the Board/ its Committees, the Independent / Non-Executive Directors did not have any pecuniary relationship or transactions with the Company during the year 2024-25.

B. Remuneration to Executive Directors

The appointment and remuneration of Executive Directors including Chairman & Managing Director, Joint Managing Directors are governed by the approval(s)/recommendation(s) of the Audit Committee and the Nomination and Remuneration Committee and approvals by the Board and shareholders of the Company. The terms and conditions of appointment (including remuneration package) of the Chairman & Managing Director and Joint Managing Directors are governed by the respective agreements executed between them and the Company. Their remuneration package comprises of salary, perquisites and commission, if any, as approved by the shareholders at the General Meeting(s).

The details of remuneration paid to Executive Directors during the year ended 31st March 2025 are as under:

(₹ in Crores)

Name of Directors	Fixed Component		Performance Linked Incentive	Total
	Salary	Perquisites & other Benefits	Commission	
Mr. Ashok Kajaria	5.35	0.32	-	5.67
Mr. Chetan Kajaria	5.25	0.49	-	5.74
Mr. Rishi Kajaria	5.25	0.55	-	5.80

Presently, the Company does not have a scheme for grant of stock options to any Director. As per the contract entered into with the Executive Directors, there is a notice period of three months and there is no severance fee to be paid to the Executive Directors.

Stakeholders Relationship Committee

The Committee is responsible for the satisfactory redressal of investor's grievances and recommends measures for overall improvement in the quality of investor's services. During the year 2024-25, the Committee met four (4) times i.e. 4th April, 2024, 4th July, 2024, 7th October, 2024 and 6th January, 2025. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Sudhir Bhargava	Non-executive & Independent	Chairman	1
Mr. Ashok Kajaria	Executive	Member	4
Mr. Chetan Kajaria	Executive	Member	3

Mr. Ram Chandra Rawat, COO (A&T) & Company Secretary, is the Compliance Officer of the Company.

During the year 2024-25, sixteen (16) shareholders related complaints were received and the said complaints were duly addressed/disposed. Other than that, none of the complaints were pending, except the cases where the Registrar & Share Transfer Agent is constrained by dispute or legal impediment, if any or due to incomplete or non-submission of documents by the shareholders.

The role of the Committee, inter-alia, includes the following:

- To resolve the grievances of the security holders

of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

- To review the measures taken for effective exercise of voting rights by shareholders of the Company;
- To review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent of the Company;
- To review the 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;
- To consider all other matters related to the security holders/shareholders of the Company;
- Any other role/function as may be delegated by the Board of Directors of the Company or prescribed by law, from time to time.

Corporate Social Responsibility Committee

During the year 2024-25, the Committee met two (2) times i.e. 6th May, 2024 and 3rd February, 2025. The Committee has been re-constituted by the Board of the Company w.e.f. 30th March, 2025. The composition of the Committee and details of meetings attended by the Directors are as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mrs. Sushmita Singha*	Non-executive & Independent	Chairperson	2
Mr. Sudhir Bhargava**	Non-executive & Independent	Chairman	-
Mr. Chetan Kajaria	Executive	Member	1
Mr. Rishi Kajaria	Executive	Member	2

*Tenure of Mrs. Sushmita Singha as the Independent Director of the Company completed on 29th March, 2025. Hence, she ceased to be the Independent Director of the Company and the Chairperson of the Corporate Social Responsibility Committee of the Company w.e.f. 30th March, 2025.

** W.e.f. 30th March, 2025, Mr. Sudhir Bhargava has been appointed as the Chairman of the Corporate Social Responsibility Committee of the Company.

Terms of reference of the Committee, inter-alia, includes the following:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as per the provisions of the Companies Act, 2013 and rules made thereunder;
- Recommend the amount of expenditure to be incurred on the CSR activities; and
- Monitor the Corporate Social Responsibility Policy of the Company, from time to time.

Corporate Social Responsibility Policy (CSR Policy) of the Company

In compliance with the provisions of Section 135 of the Act and rules made thereunder, the Company has framed a CSR Policy, which is uploaded on the website of the Company i.e. www.kajariaceramics.com

As a part of initiative of CSR drive, the Company has implemented various CSR programmes/projects which made positive impacts mainly in the areas of health, sanitation, social relief, environment, sports and education, etc. The CSR programmes initiated by the Company includes taking steps for Swachh Bharat, preventive health care, constructing sanitation facilities in the schools, etc., contributing to the education,

environment, sports protection of national heritage, etc. These projects/activities are also in accordance with Schedule VII of the Act. Details of CSR initiative taken by the Company during the year is specified in the Annexure- 3 to the Directors Report.

Business Responsibility & Sustainability Committee

During the year 2024-25, the Committee met one (1) time i.e. 12th July, 2024. The Committee has been re-constituted by the Board of the Company w.e.f. 27th August, 2024.The composition of the Committee is as follows:

Name of the Committee Member	Category	Designation	No. of Meetings Attended
Mr. Ashok Kajaria	Executive Director	Chairman	1
Mr. Chetan Kajaria	Executive Director	Member	1
Mr. Rishi Kajaria	Executive Director	Member	1
Dr. Rajveer Choudhary	COO (Gailpur Plant)	Member	1
Mr. Bhupendra Vyas	COO (Marketing)	Member	1
Mr. A Venkat Madhavan*	Chief Human Resources Officer	Member	1
Mr. Praveen Prakash*	AVP (HR)	Member	-

* On 27th August, 2024, Mr. Praveen Prakash has been appointed as a member of the Business Responsibility and Sustainability Committee, in place of Mr. A Venkat Madhavan who ceased to be a member of the Business Responsibility and Sustainability Committee of the Company.

Terms of reference of the Committee, inter-alia, includes the following:

- To oversee the implementation of the Business Responsibility Policy;
- To review the Business Responsibility performance of the Company; and
- To carry out such acts as may be delegated by the Board of Directors or as may be prescribed by the law.

Management Committee

The Company has a Management Committee of Directors set up to, inter-alia, oversee routine operations that arise in the normal course of the business such as decision on banking related matters, delegation of operational powers, authorisation for various acts / under statutes, etc. The Committee comprises of three Executive Directors of the Company. The Committee functions under the guidance/supervision of the Board and the minutes of meetings of this Committee are also placed before the Board.

Ethics / Governance Policies:

1. Code of Business Conduct and Ethics

In compliance with the Listing Regulations and the Act, the Company has framed and adopted a Code of Business Conduct and Ethics ('the Code'). The Company has in place a comprehensive Code of Conduct applicable to all Senior Management Personnel which would include the Directors of the Company, the Top Management Personnel and all functional heads (including Management Personnel with Functional reporting to Directors and Top Management Personnel). The Code gives guidance and support needed for ethical conduct of business and compliance of laws. The Code reflects the values of the Company, viz. the Company value, Ownership Mind-set, Respect, Integrity, One team and Excellence.

A Code of Business Conduct and Ethics is available on the Company's website <https://www.kajariaceramics.com/pdf/CodeofBusinessConductethics.pdf>

The Code has been circulated to all the Directors and Senior Management Personnel. All members of the Board and Senior Officers have affirmed compliance to the Code as on 31st March, 2025.

A declaration signed by the Company's Chairman & Managing Director is published in this report.

2. Insider Trading Code

As per the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (including amendments thereto), the Company has adopted the Code of Conduct for Prevention

of Insider Trading and the Code of Fair Disclosure. The Code of Conduct for Prevention of Insider Trading is applicable to all Designated Persons as defined in the above Code, who are expected to have access to unpublished Price Sensitive Information relating to the Company. The Company Secretary of the Company is the Compliance Officer for ensuring/monitoring the adherence to the said code/regulations.

3. Material Subsidiary Policy

The Company has adopted Material Subsidiary Policy. The objective of this Policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The Material Subsidiary Policy is available on the Company's website at <https://www.kajariaceramics.com/pdf/MaterialSubsidiaryPolicy-kajaria.pdf>

4. Related Party Transaction Policy

In compliance with the Listing Regulations and the Act, the Company has adopted Related Party Transaction Policy. This Policy is available at Company's website at <https://www.kajariaceramics.com/pdf/RelatedPartyTransactionPolicy.pdf>

The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and its Related Party(ies). The Policy specifically deals with the review and approval of Material Related Party Transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions.

Pursuant to the provisions of the Act read with the Listing Regulations, a statement on related party transactions is presented before the Audit Committee on a quarterly basis for its review.

5. Dividend Distribution Policy

Pursuant to the Regulation 43A of the Listing Regulations, the Company has adopted the Dividend Distribution Policy. The said policy is uploaded at the Company's website i.e. <https://www.kajariaceramics.com/pdf/DividendDistributionPolicy.pdf>

6. Risk Management Policy

The Company has adopted the Risk Management Policy and the same is uploaded at the Company's website i.e. https://www.kajariaceramics.com/pdf/Risk_Management_Policy.pdf

7. Business Responsibility & Sustainability Report

Pursuant to Regulation 34(2)(f) of the Listing Regulations (including notification(s)/circular(s) issued from time to time), a Business Responsibility and Sustainability Report for the financial year 2024-25 is given as Annexure-A. The Company has also framed and adopted the Business Responsibility Policy and the same is uploaded at the Company's website i.e. <https://www.kajariaceramics.com/pdf/BusinessResponsibilityPolicy.pdf>

General Body Meetings

a) The last three Annual General Meetings of the Company were held as per details given below:

Year	Date	Time	Venue	Details of Special Resolution(s) Passed, if any
2023-24	6 th September, 2024	1:00 p.m.	Deemed Venue: Registered Office of the Company as the Annual General Meeting was conducted through Video Conferencing / Other Audio Visual Means	-
2022-23	12 th September, 2023	1:00 p.m.	Deemed Venue: Registered Office of the Company as the Annual General Meeting was conducted through Video Conferencing / Other Audio Visual Means	-
2021-22	23 rd September, 2022	3:00 p.m.	Deemed Venue: Registered Office of the Company as the Annual General Meeting was conducted through Video Conferencing / Other Audio Visual Means	<ul style="list-style-type: none">Appointment of Dr. Lalit Kumar Panwar as an Independent Director of the CompanyAppointment of Mr. Sudhir Bhargava as an Independent Director of the Company

b) Special Resolution passed through Postal Ballot:

(i) Three Special Resolutions were passed on 20th June, 2024 through Postal Ballot and the voting results for the said Special Resolutions are as under:

Special Resolution	No. of total valid votes received	Votes cast (No. of shares)	
		For	Against
Appointment of Mr. Rajender Mohan Malla as an Independent Director of the Company for a period of five consecutive years effective from 1 st April, 2024	14,06,34,536	13,98,53,587	7,80,949
Continuation of Mr. Rajender Mohan Malla as an Independent Director of the Company on attaining the age of seventy-five years	14,06,34,296	14,06,27,105	7,191
Continuation of Mr. Dev Datt Rishi as the Non-executive Director of the Company on attaining the age of seventy-five years	14,06,41,016	13,80,28,596	26,12,420

(ii) One Special Resolution was passed on 26th June, 2025 through Postal Ballot and the voting results for the said Special Resolution is as under:

Special Resolution	No. of total valid votes received	Votes cast (No. of shares)	
		For	Against
Appointment of Mrs. Ambika Sharma as an Independent Director of the Company for a period of five consecutive years effective from 30 th March, 2025	13,48,12,021	13,38,47,622	9,64,399

Mr. Shashikant Tiwari, Partner of M/s Chandrasekaran Associates, Company Secretaries, Delhi had conducted the Postal Ballot exercises for the above said Postal Ballot(s) as the Scrutinizer and submitted the report(s) in compliance of the applicable laws.

c) **Special Resolution proposed to be conducted through Postal Ballot:**

There is no Special Resolution proposed to be conducted through Postal Ballot.

d) **Procedure for Postal Ballot:**

- In compliance with Regulation 44 of the Listing Regulations read with Sections 108, 110 and other applicable provisions, if any, of the Act and the rules made thereunder and the Secretarial Standard on General Meetings ('SS-2'), the Company provides facility for casting votes by way of e-voting and/or postal ballot to all its shareholders, as may be permitted by the applicable laws. The Company engages the services of National Securities Depository Limited ('NSDL') for the purpose of providing e-voting facility to all its shareholders. The shareholders will have the option to vote either by physical ballot or e-voting, as may be permitted by the applicable laws.
 - The Company dispatches postal ballot notices, etc. to its shareholders whose names appear on the Register of Members / List of Beneficiaries as on the Cut-off date. The Postal Ballot Notice is sent to the shareholders in electronic form at the e-mail addresses registered with their depository participants (in case of electronic shareholding) / the Company's Registrar and Share Transfer Agents (in case of physical shareholding) as may be permitted by the applicable laws. Subject to the applicable laws, physical copy of notice is sent to the shareholders, whose email is not registered or who has requested for physical copy of notice. The Company
- also publishes a notice in the newspaper(s) declaring the details of completion of dispatch and other requirements as mandated under the Act and other applicable rules and regulations.

 - Voting rights are reckoned on the paid-up value of the shares registered in the names of the shareholders as on the Cut-off date. Subject to the applicable laws, shareholders desiring to exercise their votes by physical postal ballot forms are requested to return the forms duly completed and signed, to the Scrutiniser on or before the closure of the voting period. Shareholders desiring to exercise their votes by electronic mode are requested to vote before the closure of the voting period.
 - In compliance with the applicable laws, the Scrutiniser submits his report to the Chairman or a person authorised by the Chairman, after the completion of scrutiny, and consolidated results of the voting by postal ballot and e-voting are announced by the Chairman or a person authorised by the Chairman to do the same. The results are also displayed at the Company's Registered Office & the Corporate Office and also on the Company's website i.e. www.kajariaceramics.com, besides being communicated to the Stock Exchange(s), within the prescribed timeline.

e) Except above, the Company did not hold Extra-Ordinary General Meeting of the Shareholders during the financial year 2024-25.

Disclosures

a) **Materially Significant Related party transactions**

During the financial year 2024-25, there are no materially significant transactions with the related parties, viz. Promoters, Directors or the Management, their subsidiaries or relatives that had potential conflict with the Company's interest.

Suitable disclosure as required by Indian Accounting Standard ('Ind AS-24') has been made under Note No. 40 of the Financial Statements. The Related Party Transaction Policy is available on the Company's website: <https://www.kajariaceramics.com/pdf/RelatedPartyTransactionPolicy.pdf>

b) **Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchange(s) or the SEBI or any statutory authority, on any matter related to Capital Markets, during last three years**

The Company has complied with all the requirements of the Listing Agreements with the Stock Exchange(s) as well as regulations and guidelines of the SEBI. No penalties have been imposed or stricture has been issued by the SEBI, the Stock Exchange(s) or any statutory authorities on matters relating to Capital Markets during the last three years.

c) **Vigil Mechanism / Whistle Blower Policy**

Pursuant to Section 177(9) and 177(10) of the Act and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy with vigil mechanism for the Directors and Employees of the Company to report to the management about the genuine concerns, unethical behaviour, fraud or violation of Company's Code of Conduct, leakage or suspected leakage of Unpublished Price Sensitive Information with respect to the Company. The mechanism provides for adequate safeguards against victimization of employees and directors who use such mechanism and make provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of

the personnel of the Company has been denied access to the Audit Committee. No complaint has been received during the year 2024-25.

The details of establishment of vigil mechanism (Whistle Blower Policy) have been disclosed by the Company on its website i.e. https://www.kajariaceramics.com/pdf/whistle_blowing_policy.pdf and in the Directors' Report.

d) A certificate on compliance with the conditions of the Corporate Governance under the Listing Regulations issued by Mr. Rupesh Agarwal, Managing Partner of M/s Chandrasekaran Associates, Company Secretaries, forms part of this report.

e) In accordance with the provisions of the Regulation 24A of Listing Regulations, the Annual Secretarial Compliance Report for the year 2024-25 has been issued by Mr. Shashikant Tiwari, Partner of M/s Chandrasekaran Associates, Company Secretaries, which forms part of this report.

f) A certificate issued by Mr. Rupesh Agarwal, Managing Partner of M/s Chandrasekaran Associates, Company Secretaries that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/the Ministry of Corporate Affairs or any such statutory authority, which forms part of this report.

g) The Board of the Company considered the declarations submitted by all Independent Directors of the Company that:

- They meet the criteria of independence as provided in Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act.
- They are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence as provided under the Listing Regulations.

Accordingly, in the opinion of the Board of the Company, all Independent Directors of the Company fulfill the conditions/criteria specified in the Listing Regulations read with the Act and rules made thereunder and they are also independent of the management.

Further, in the opinion of the Board of the Company, all Independent Directors of the Company have integrity, expertise, experience as prescribed under the Companies (Appointment and Disqualification of Directors) Rules, 2014 read with the Companies (Accounts) Rules, 2014 (including amendment thereof).

h) During the year 2024-25, the Board of the Company had accepted all recommendations of the Committee(s) of the Company.

i) **Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

The Company has adopted the Policy for Prevention of Sexual Harassment at the Workplace is available on the website of the Company at https://www.kajariaceramics.com/pdf/prevention_of_sexual_harassment_at_workplace.pdf.

No complaint of sexual harassment is pending as on 31st March, 2025. Further, details of complaint under said Policy read with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are given in the Directors' Report, which forms part of the Annual Report.

j) **Details of all credit ratings obtained by the Company along with any revisions thereto during year 2024-25, for all debt instruments of the Company or any fixed deposit programme or any scheme or proposal of the Company involving mobilization of funds, whether in India or abroad**

During the year 2024-25, the Company has not issued any debt instruments or fixed deposit programme/ scheme and no proposal of mobilization of fund by the Company. Thus, the Company has not obtained Credit rating for the above said purpose.

k) **During the year 2024-25, total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to M/s. Walker ChandioK & Co LLP, Chartered Accountants, the Statutory Auditors of the Company and all entities in the network firm/network entity of which the Statutory Auditors is a part**

A. Payment to M/s. Walker ChandioK & Co LLP, Chartered Accountants, Statutory Auditors of the Company

S. No.	Particulars	Amounts (₹ in Lacs) (exclusive of applicable taxes)
1	Audit Fee of Financial Statements (Standalone & Consolidated) for the financial year 2024-25 (including Limited Review)	100.00
2	Other Services and out of pocket expenses	13.84
	Total	113.84

B. Payment to M/s. Walker ChandioK & Co LLP, Chartered Accountants, Statutory Auditors of the Company's subsidiaries

1. Kajaria Bathware Private Limited

S. No.	Particulars	Amounts (₹ in Lacs) (exclusive of applicable taxes)
1	Audit Fee of Financial Statements (Standalone & Consolidated) for the financial year 2024-25	11.00
2	Other Services and out of pocket expenses	1.33
	Total	12.33

2. Kajaria Sanitaryware Private Limited (Step-down subsidiary)

S. No.	Particulars	Amounts (₹ in Lacs) (exclusive of applicable taxes)
1	Audit Fee of Financial Statements for the financial year 2024-25	10.00
2	Other Services and out of pocket expenses	0.88
	Total	10.88

C. No Payment made to the network firm of M/s. Walker ChandioK & Co LLP, Chartered Accountants, the Statutory Auditors of the Company

l) **Skills/ Experience/Competencies of the Directors of the Company:**

The Board of Directors of the Company have identified the Core Skills/Practical Experience/Competencies as required in the context of its business(es) and sector(s) for it to function effectively and the names of the Directors who have such skills/expertise/competence are as given below:

Skills/ Expertise/ Competencies	Mr. Ashok Kajaria	Mr. Chetan Kajaria	Mr. Rishi Kajaria	Mr. Dev Datt Rishi	Dr. Lalit Kumar Panwar	Mr. Sudhir Bhargava	Mr. Rajender Mohan Malla	Mrs. Ambika Sharma
Technology	Yes	Yes	Yes	Yes	-	-	-	-
Manufacturing process	Yes	Yes	Yes	Yes	-	-	-	-
Accountancy	Yes	Yes	Yes	-	Yes	Yes	Yes	Yes
Finance and financial management	Yes	Yes	Yes	-	Yes	Yes	Yes	Yes
Law	Yes	Yes	Yes	-	Yes	Yes	Yes	Yes
Economics	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Business Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Risk Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Administration	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Human Resources	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

m) **Disclosures of transactions of the Company with the person or entity belonging to the Promoter/ Promoter Group of the Company which hold(s) 10% or more shareholding in the Company are as under:**

S. No.	Name of Entity belongs to Promoter/Promoter Group of the Company	Category	Nature of Transaction during the financial year 2024-25	Amount of Transaction during the financial year 2024-25 (₹ in Crores)
1	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	Promoter Group	Final/Interim Dividend Paid	28.45
2	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	Promoter Group	Final/Interim Dividend Paid	28.45

n) The Company has complied with all the corporate governance mandatory requirements specified in the Listing Regulations and following are the details of non-mandatory/discretionary requirements:

Details of Compliance with discretionary requirements as specified in Part E of Schedule II of the Listing Regulations:

The status of compliance with discretionary requirements of Part E of Schedule II of Listing Regulations is provided below:

- a. **The Board:** The Company has appointed an Executive Chairman, being the promoter of the Company.
- b. **Shareholders’ Rights:** As the quarterly, half yearly and annual financial results are published in the newspapers and are also posted on the Company’s website, the same are not being sent separately to household of each shareholders.
- c. **Modified opinion(s) in Audit Report:** The Audit Report(s) on the Financial Statements (Standalone & Consolidated) for the year ended 31st March, 2025, do not contain any modified opinion.
- d. **Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:** As per the Articles of Association of the Company and in accordance with the provisions of the Act, the Company continues to appoint one person as the Chairman and Managing Director of the Company.
- e. **Reporting of Internal Auditor:** Independent Internal Auditor has been appointed and is reporting directly to the Audit Committee of the Company.
- f. **Independent Directors:** Meetings of the Independent Directors of the Company were held on 7th May, 2024 and 4th February, 2025, without presence of non-independent Directors and the management of the Company and all Independent Directors were present at the said meetings.

o) **CEO / CFO Certificate**

The Chairman & Managing Director and the Chief Financial Officer (‘CFO’) of the Company have given the annual certification on the financial reporting and internal controls to the Board of the Company in accordance with the Listing Regulations. The Chairman & Managing Director and CFO of the Company also give quarterly certification on financial results while placing the financial results before the Board of the Company in terms of the Listing Regulations. The Annual Certificate given by the Chairman & Managing Director and CFO of the Company is published in this report.

p) **Loans and advances in the nature of loans given by the Company and its subsidiaries to firms/ companies in which Directors are interested:**

i) **By the Company:**

Loans given to		Advances in the nature of loans given to	
Firm/companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)	Firm/ companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)
Kajaria Sanitaryware Private Limited*	19.00	Nil	
Kajaria Plywood Private Limited ^s	67.38		
Kajaria Infinity Private Limited	20.00		
Kajaria Vitrified Private Limited	106.00		
South Asian Ceramic Tiles Private Limited	8.90		
Kajaria International DMCC	23.38		
Kerovit Global Private Limited*	99.00		
Kajaria Surfaces Private Limited [#]	76.30		
Kajaria Adhesive Private Limited	0.60		

*Step-down subsidiary of the Company.
Formerly known as Keronite Tiles Private Limited.
\$ The Company has impaired the above said amounts of loan.

ii) **By subsidiary(ies) of the Company:**

Loans given to		Advances in the nature of loans given to	
Firm/companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)	Firm/companies	Amount (₹ in Crores) (Outstanding as on March 31, 2025)
Nil		Nil	

q) **Details of material subsidiaries of the Company, as on 31st March, 2025:**

Name of Material Subsidiaries	Date of Incorporation of Material Subsidiaries	Place of Incorporation of Material Subsidiaries	Name of Statutory Auditors of Material subsidiaries	Date of appointment of Statutory Auditors of Material subsidiaries
Nil				

- r) During the year 2024-25, the Company has not raised any fund through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations.

s) As on March 31, 2025, details of Senior Management of the Company are as under:

Name	Designation
Mr. Ram Chandra Rawat	COO (A&T) & Company Secretary
Mr. Sanjeev Agarwal	Chief Financial Officer
Mr. Kartik Kajaria	Head (Adhesive Division)
Dr. Rajveer Choudhary	COO (Gailpur Plant)
Mr. Pankaj Sethi	COO (Marketing)
Mr. Vivek Goyal [^]	Sr. VP (Marketing)
Mr. Gautam Seth	Sr. VP (Marketing & Technical)
Mr. Bhupendra Vyas	COO (Marketing)
Mr. Arun Lath ^{**}	Sr. VP (Works)
Mr. Jaganathan B ^{**}	VP (Sales)
Mr. A Venkat Madhavan [*]	Chief Human Resources Officer
Mr. S P Rajendran	COO (Srikalahasti Plant)
Mr. Atul Nigam	VP (IT)
Mr. Anil Kumar Singh	Dy. VP (Works)
Mr. Praveen Prakash	AVP (HR)

[^] Resigned after the closure of the year 2024-25, i.e. w.e.f. the close of working hours of 3rd April, 2025.
^{*} Retired during the year 2024-25.
^{**} Retired w.e.f. the close of working hours of 31st March, 2025.

Except as mentioned above, there are no changes in the senior management since close of the previous financial year.

- t) As on 31st March, 2025, the Company does not have any material unlisted subsidiary company as defined under the Listing Regulations.
- u) **Details of information disclosed under Clause 5A of Paragraph A of Part A of Schedule III of the Listing Regulations:** Not Applicable.

Means of Communication

Quarterly, Half Yearly & Annual Financial Results:

The quarterly, half yearly, nine months ended and annual financial results of the Company are sent to the Stock Exchange(s) through permitted mode, immediately after approval of the Board of the Company. These are also published in the Financial Express and Jansatta. These results are simultaneously posted on the website of the Company at www.kajariaceramics.com along with submission to National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE').

Investor Release

The official release, if any, made to institutional Investors/Analysts are sent to NSE / BSE and posted on the Company's website. The Company also uploads the recording of Conference Call and transcript thereof at its website alongwith submission of the same to NSE & BSE, in compliance of the provisions of the Listing Regulations.

General Shareholders Information

Notice relating to the 39th Annual General Meeting is sent to the members at their registered address/email address available with the Depositories / the Company, as permitted under the applicable laws.

Date, Time and Venue of the 39th Annual General Meeting ('AGM')

Day & Date:	Monday, 29 th September, 2025
Time:	01:00 P.M. (IST)
Venue:	Registered Office of the Company will be deemed as the venue of the AGM

Financial Year : April 1 to March 31

Financial Calendar (Tentative)

First Quarter Results :	22 nd July, 2025
Second Quarter / Half Yearly Results :	4 th week of October, 2025
Third Quarter / Nine Months Results :	4 th week of January, 2026
Fourth Quarter / Annual Results for the year ending 31 st March 2026:	2 nd week of May, 2026

Dividend Payment date

Final Dividend will be paid to all eligible shareholders within 30 days from the date of declaration of dividend at the 39th Annual General Meeting of the Company whose names appear in the Register of Members and the List of Beneficial Owners to be furnished by Depositories as on the 'Record Date' for payment of the final Dividend i.e. Friday, 12th September 2025.

Shareholders of the Company are informed that pursuant to the SEBI's Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024 read with the SEBI's Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024, a shareholder who holds shares in physical mode needs to update his/her KYC details (including PAN/contact details/bank details, etc.) with the Company and effective from 1st April, 2024, payment of dividend is being made through electronic mode only. Thus, the shareholder who holds shares of the Company in physical mode, is requested to get updated KYC details including the bank account details, etc. with the Company / its Registrar and Share Transfer Agent.

Dividend history for the last 5 years is as under:

Year	Dividend Rate (%)	In per Share	Dividend Amount (₹ in Crores)
2023-24	600	₹ 6.00	95.55
2023-24*	600	₹ 6.00	95.55
2022-23	300	₹ 3.00	47.78
2022-23*	600	₹ 6.00	95.54
2021-22	300	₹ 3.00	47.77
2021-22*	800	₹ 8.00	127.34
2020-21*	1000	₹ 10.00	159.08
2019-20*	300	₹ 3.00	47.69

* Interim Dividend

During the year 2024-25, the Company has paid Interim Dividend @ ₹ 5 per share aggregating to ₹ 79.64 Crores.

Unpaid / Unclaimed Dividend

The entire unpaid / unclaimed dividend up to the financial year 2016-17 has been transferred to Investor Education and Protection Fund ('IEPF'). No claims will lie against the Company in respect of unclaimed amount so transferred. The unclaimed dividend declared in respect of the financial year 2017-18 will become due to transfer to the IEPF on 25th September, 2025, as per the applicable laws.

Transfer of equity shares to Investor Education and Protection Fund ('IEPF') Authority

The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 including its amendment (the 'IEPF Rules'), amongst other matters, provide for transfer of the shares, in respect of which dividend has not been claimed for seven or more consecutive years, to IEPF Authority and the shares will be credited to the Demat Account of IEPF Authority, within 30 days of such shares becoming due to be transferred to the IEPF.

Accordingly, pursuant to the IEPF Rules, the Company has transferred total 7,73,260 equity shares of Re. 1 each, in respect of which dividend had not been claimed by the shareholders for Seven consecutive years or more to IEPF Authority and as on 31st March, 2025, the IEPF Authority has released 51,250 equity shares of Re. 1/- each to the claimant(s).

Pursuant to the IEPF Rules, the unclaimed dividend for the financial year 2017-18 will become due for transfer in favour of the IEPF Authority on 25th September, 2025 (i.e. Due date) and accordingly, both the unclaimed dividend and shares in respect of which dividend had not been claimed by the shareholders for Seven consecutive years or more will be transferred to the IEPF Authority within 30 days of the Due date.

Listing on Stock Exchanges

- BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 ('BSE').
- National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400051 ('NSE')

Listing fees for the financial year 2025-26 have been paid by the Company within the stipulated time.

In case the securities are suspended from trading, the Directors' report shall explain the reason thereof: Not applicable.

Registrar & Share Transfer Agent

The correspondence address of the Company's Registrar and Share Transfer Agent, i.e. MCS Share Transfer Agent Limited is as follows:

MCS SHARE TRANSFER AGENT LIMITED
179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase - I, New Delhi – 110020
Phone No.: +91-11-41406149-51
E-mail ID: admin@mcsregistrars.com

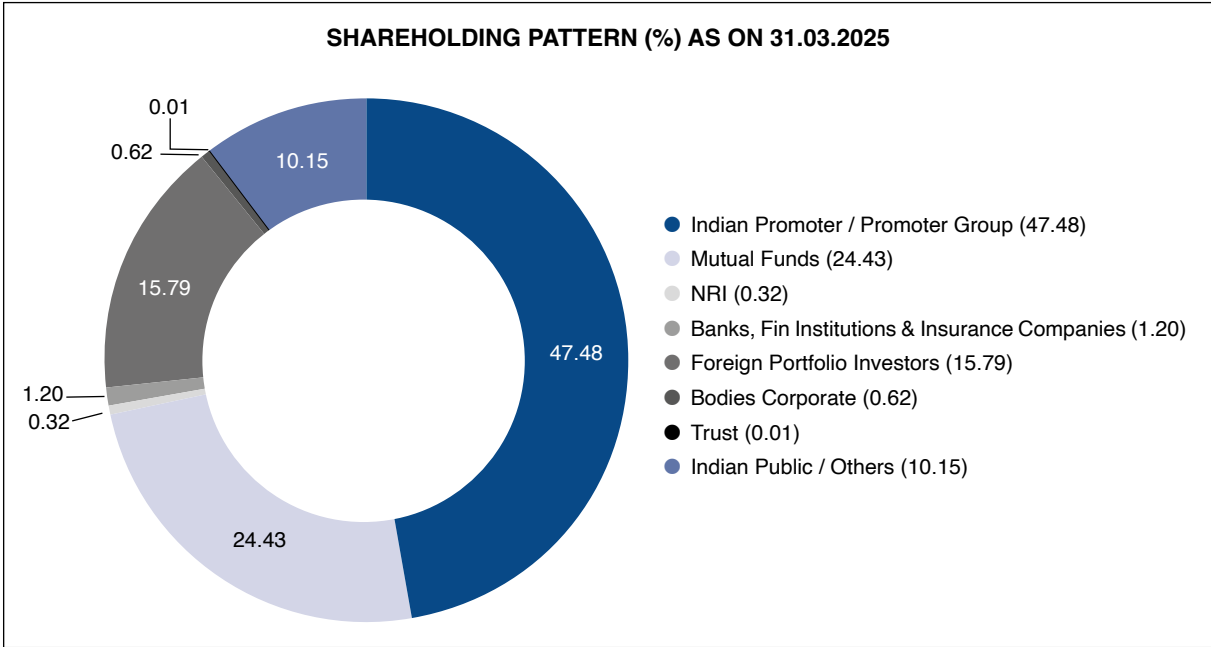
Share Transfer System

MCS Share Transfer Agent Limited is the Registrar and Share Transfer Agent ('RTA') for handling the share registry work relating to shares held in physical and electronic format at single point. Subject to the provisions of the applicable laws, the applications received by the Company/its RTA for the transfer/transmission of shares are processed and the share certificate/letter of confirmation for the same are sent to the transferee within the stipulated period.

Pursuant to the amendment in the Regulation 40 of the Listing Regulations, transfer of shares in physical mode was discontinued with effect from 1st April, 2019. However, the SEBI has (vide SEBI's Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated 2nd July, 2025) allowed to open a special window only for re-lodgment of transfer deeds, which were lodged prior to 1st April, 2019 and rejected/returned/not attended due to deficiency in the documents/process/or otherwise, for a period of six months from 7th July, 2025 till 6th January, 2026. During the said period, the shares that are re-lodged for transfer will be issued only in demat mode, subject to compliance of applicable laws. Thus, the Members holding shares in physical form are requested to dematerialised their shareholding, as the shares of the Company are also under compulsory demat trading.

Shareholding Pattern as on 31.03.2025

Category	No. of Shares Held	Percentage of Shareholding
Promoters/Promoter Group		
Indian Promoter/ Promoter Group	75625231	47.48
Institutional Investors & Others		
Mutual Funds	38919354	24.43
Banks, Financial Institutions & Insurance Companies	1912850	01.20
Foreign Portfolio Investors	25141465	15.79
Bodies Corporate	985589	00.62
NRI	509192	00.32
Trust	13187	00.01
Indian Public / Others	16165422	10.15
Total	159272290	100.00



Distribution of Shareholding as on 31.03.2025

Category Range	No. of Shareholders		No. of shares	
	Total	% of shareholders	Total	% of share capital
1-500	85971	95.99	3742110	2.35
501-1000	1693	1.89	1338569	0.84
1001-2000	937	1.05	1429776	0.90
2001-3000	312	0.35	801133	0.50
3001-4000	173	0.19	625739	0.39
4001-5000	94	0.10	439651	0.28
5001-10000	161	0.18	1162798	0.73
10001 and above	226	0.25	149732514	94.01
Total	89567	100.00	159272290	100.00

Dematerialisation of shares and liquidity

The shares of the Company are in compulsory demat segment and are available for trading in depository systems of both the National Securities Depository Limited (‘NSDL’) and Central Depository Services (India) Limited (‘CDSL’). As at 31st March 2025, 15,87,50,398 equity shares out of 15,92,72,290 equity shares of the Company, forming 99.67% of the Company’s paid up capital is held in dematerialised form. The status of shares held in demat and physical format is given below:

Particulars	No. of Shares	Percentage
Shares in Demat Form		
NSDL	152008287	95.44
CDSL	6742111	4.23
Shares in Physical Form		
Total	159272290	100.00

Reconciliation Audit for Share Capital as on 31st March, 2025

Reconciliation Audit for Share Capital is carried out at every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of the Company. The said Report, inter-alia, confirms that the total listed and paid up capital of the Company is an agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and in physical form.

Outstanding GDRs / ADRs / Warrants or other Convertible Instruments

The Company has not issued any GDR/ADR/Warrants or other convertible instruments during the year 2024-25.

Foreign Exchange Risk & Hedging Activities

There is no foreign currency loan outstanding as on 31st March 2025. The details of foreign currency exposure as on 31st March 2025 is provided in Note No. 48 of the Financial Statements. All import liabilities are unhedged because cost of forward premium was higher. However, all import liabilities are paid on the due date. There is no commodity price risk and commodity hedging risk during the financial year 2024-25.

Corporate Identification Number (CIN) of the Company: L26924HR1985PLC056150

Plant Locations

The Company’s plants (Standalone) are located as under:

- A-27 to 30, Industrial Area, Sikandrabad, Distt.: Bulandshahr (U.P.) - 203205.
- 19 KM Stone, Bhiwadi – Alwar Road, Village: Gailpur, Distt.: Tijara (Rajasthan) – 301707 (Tiles and Adhesives plants).
- Alwar Shahpura Road, Village & Post: Malootana, Tehsil: Thanagazi, Distt.: Alwar (Rajasthan) -301022.
- Survey No. 129, Industrial Park,Opp. Bhavanisankarapuram,Thatiparthi (V), Thottambedu (M), Near Srikalahasti, Distt.: Chittoor (A.P.) - 517 642

Address for Correspondence

Registered Office	Corporate Office
Kajaria Ceramics Limited SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana-122001 Telefax: +91-124-4081281	Kajaria Ceramics Limited J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate, Mathura Road, New Delhi - 110044 Phone : +91-11-26946409 Fax : +91-11-26946407

Email ID for Investors

The Company has designated investors@kajariaceramics.com as an email address especially for investors' grievance(s).

Declaration related to the Code of Conduct to Directors/ Senior Management

In accordance with the Listing Regulations, I hereby declare that all Directors and Senior Management Personnel of the Company have confirmed the compliance with the Code of Conduct as adopted by the Company.

For and on behalf of the Board

Ashok Kajaria

Chairman & Managing Director
DIN: 00273877

Place: New Delhi
Date : 22nd July, 2025

CEO & CFO CERTIFICATE

To,
The Board of Directors of
Kajaria Ceramics Limited
Dear Sirs,

This is to certify that:

- A. We have reviewed financial statements and the cash flow statement of Kajaria Ceramics Limited for the year ended 31st March, 2025 and that to the best of our knowledge and belief we state that:

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

2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2025, which are fraudulent, illegal or in violation of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:

1. significant changes in internal control over financial reporting during the year ended 31st March, 2025;

2. significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

3. instances to significant fraud of which we 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: New Delhi
Date : May 6, 2025

Ashok Kajaria
Chairman & Managing Director

Sanjeev Agarwal
CFO

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF
CORPORATE GOVERNANCE UNDER SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Members
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana – 122001.

We have examined all relevant records of Kajaria Ceramics Limited (**‘the Company’**) for the purpose of certifying all the conditions of Corporate Governance under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) for the financial year ended March 31, 2025. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

Compliance with the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof. This certificate 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.

On the basis of our examination of the records produced, explanations and information furnished, we certify that the Company has complied with the conditions of Corporate Governance under Listing Regulations.

For **Chandrasekaran Associates**
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No. A16302
Certificate of Practice No. 5673
UDIN: A016302G000829411

Date : July 22, 2025
Place : Delhi

SECRETARIAL COMPLIANCE REPORT OF KAJARIA CERAMICS LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur
Ghosi, Gurgaon, Haryana, India-122001

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **KAJARIA CERAMICS LIMITED** (hereinafter referred as **‘the listed entity’**), having its Registered Office at SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur, Ghosi, Gurgaon, Haryana, India-122001. Secretarial Review was conducted in a manner that provided us with a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity’s books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, Chandrasekaran Associates, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by the listed entity,
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended March 31, 2025 (**“Review Period”**) in respect of compliance with the provisions of:

- (a) Securities and Exchange Board of India Act, 1992 (**“SEBI Act”**) and the Regulations, circulars, guidelines issued thereunder; and
- (b) Securities Contracts (Regulation) Act, 1956 (**“SCRA”**), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (**“SEBI”**);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined and include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI LODR Regulations 2015”**);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the extent applicable;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 to the extent applicable;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the review period;**

- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 to the extent applicable;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
Not Applicable during the review period;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client to the extent of securities issued;
- (j) The Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 to the extent applicable;
- (k) The Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (in relation to obligations of Issuer Company); **Not applicable during the review period**

and circulars/guidelines issued thereunder and based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Not Applicable
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	
Regulation/ Circular No.	
Deviations	
Action Taken by	
Type of Action	
Details of Violation	
Fine Amount	
Observations/ Remarks of the Practicing Company Secretary	
Management Response	
Remarks	

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Not Applicable
Observations/ Remarks of the Practicing Company Secretary in the previous reports	
Observations made in the Secretarial Compliance Report for the year ended.	
Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	
Details of violations/deviations and actions taken/penalty imposed, if any, on the listed entity	
Remedial actions, if any, taken by the listed entity	
Comments of the practicing Company Secretary on the action taken by the listed entity.	

We hereby report that during the review period the compliance status of the listed entity with the following requirements:

S. No.	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) as notified by the Central Government under section 118 (10) of the Companies Act, 2013 and mandatorily applicable.	Yes	
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity.All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under a separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013	Yes	Based on the confirmation received from the Directors of the Listed Company.
5.	Details related to Subsidiaries of listed entity have been examined w.r.t.: (a) Identification of material subsidiary companies	NA	The management had identified that during the period under review, there were no Material Subsidiary Company.
	(b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	

S. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
8.	Related Party Transactions:	Yes	
	(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or		
	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	NA	The listed entity has obtained prior approval of the Audit Committee for all Related Party Transactions.
9.	Disclosure of events or information:	Yes	
	The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.		
10.	Prohibition of Insider Trading:	Yes	
	The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.		
11.	Actions taken by SEBI or Stock Exchange(s), if any:	Yes	
	No action has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder with respect to the listed entity.		No action was taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.
12	Resignation of Statutory auditors from the listed entity or its material subsidiaries:	NA	
	In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/ have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the master circular on compliance with the provisions of the LODR regulations by listed entity.		The auditor has not resigned during the period.
13.	Additional non-compliances, if any:	Yes	
	No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.		No non-compliance observed for any SEBI regulation/ circular/ guidance note etc.

Assumptions & Limitation of scope and Review:

- Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
- Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

- We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
- This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.
- This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to financial year ended March 31, 2025.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
- We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

For **Chandrasekaran Associates**
Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No: 6689/2025

Shashikant Tiwari

Partner

Membership No. F11919

Certificate of Practice No. 13050

UDIN: F011919G000259870

Date : 06.05.2025

Place : Delhi

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
KAJARIA CERAMICS LIMITED
SF-11, Second Floor, JMD Regent Plaza
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon, Haryana- 122001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Kajaria Ceramics Limited** (hereinafter referred to as “**the Company**”) having CIN: L26924HR1985PLC056150 and having Registered Office at SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana - 122001, produced before us by the Company, for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub-clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and based on the declarations received from respective Directors, we hereby certify that for the financial year ended on March 31, 2025, none of the Directors on the Board of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

S. No.	Name of Directors	DIN	Date of appointment in Company
1.	Mr. Ashok Kajaria	00273877	20/12/1985
2.	Mr. Chetan Kajaria	00273928	15/01/2000
3.	Mr. Rishi Kajaria	00228455	26/07/2003
4.	Mr. Dev Datt Rishi	00312882	14/01/2015
5.	Mr. Sudhir Bhargava	00247515	23/09/2022
6.	Dr. Lalit Kumar Panwar	03086982	23/09/2022
7.	Mr. Rajender Mohan Malla	00136657	01/04/2024
8.	Mrs. Ambika Sharma	08201798	30/03/2025

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 **Chandrasekaran Associates**
Company Secretaries

FRN: P1988DE002500
Peer Review No.: 6689/2025

Rupesh Agarwal
Managing Partner
Membership No. A16302
Certificate of Practice No. 5673
UDIN: A016302G000829378
Date : July 22, 2025
Place: Delhi

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

I. Details of the entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L26924HR1985PLC056150
2.	Name of the Listed Entity	Kajaria Ceramics Limited ('the Company')
3.	Year of incorporation	1985
4.	Registered office address	SF-11, Second Floor, JMD Regent Plaza, Mehrauli Gurgaon Road, Village Sikanderpur Ghosi, Gurgaon, Haryana- 122001
5.	Corporate address	J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044
6.	E-mail	investors@kajariaceramics.com
7.	Telephone	+91-124-4081281 +91-11-26946409
8.	Website	www.kajariaceramics.com
9.	Financial year for which reporting is being done	FY 2024-25
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE), National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	INR 15.93 Crore
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Investor Relations Cell +91-11-26946409 investors@kajariaceramics.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together):	The boundary* covers Kajaria Ceramics Limited and its subsidiaries namely: <ul style="list-style-type: none">Kajaria Infinity Private LimitedKajaria Vitrified Private LimitedKajaria Plywood Private LimitedSouth Asian Ceramic Tiles Private LimitedKajaria Bathware Private LimitedKajaria Surfaces Private Limited (formerly known as Keronite Tiles Private Limited)Kajaria Sanitaryware Private Limited (Step-down subsidiary)Kerovit Global Private Limited (Step-down subsidiary)
14.	Name of assurance provider	Not applicable
15.	Type of assurance Obtained	Not applicable

*Previous financial year's figures have been re-grouped and re-arranged wherever considered necessary

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	Tiles	Manufacturing and trading of ceramic and vitrified tiles	89%
2	Others including bath ware, sanitaryware, plywood products and tiles adhesives	Manufacturing and trading of sanitaryware and faucet and trading of plywood, laminates and tile adhesives	11%

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	Manufacturing and trading of Ceramic / Vitrified Tiles. This activity accounts for majority turnover by our Company	239 2392 23929	89%
2	Manufacturing and trading of Faucets/ Sanitaryware	281 2813 28132 239 2392 23922	8%
3	Trading of Plywood and Laminates	466 4663 46631	1%
4	Trading of Tile Adhesives	242 2429 24295	2%

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	11	65	76
International	1	3	4

19. Markets served by the entity:

a. Number of locations

Locations	Value (in numbers)
National (No. of States and UT)	36
International (No. of Countries)	28

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

The contribution of exports as a percentage of the total turnover of Kajaria Ceramics Limited is 1.08%

c. A brief on types of customers:

Our customer base consists of homeowners, architects, interior designers, developers, contractors etc through our well-established dealers and sub-dealers' network. We also serve institutional customers such as builders, corporates, government agencies etc.

IV. Employees

20. Details as at the end of Financial Year (FY 2024-25):

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)	2590	2491	96%	99	4%
2.	Other than Permanent (E)	2	2	100%	0	0%
3.	Total employees (D + E)	2592	2493	96%	99	4%
Workers						
4.	Permanent (F)	2204	2165	98%	39	2%
5.	Other than Permanent (G)	2856	2748	96%	108	4%
6.	Total workers (F + G)	5060	4913	97%	147	3%

b. Differently abled Employees and workers (FY 2024-25):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C/A)
Differently Abled Employees						
1.	Permanent (D)	0	0	0%	0	0%
2.	Other than Permanent (E)	0	0	0%	0	0%
3.	Total Employees(D+E)	0	0	0%	0	0%
Differently Abled Workers						
4.	Permanent (F)	0	0	0%	0	0%
5.	Other than Permanent (G)	0	0	0%	0	0%
6.	Total workers (F+G)	0	0	0%	0	0%

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	1	12.5%
Key Management Personnel	2	0	-

22. Turnover rate for permanent employees and workers

	FY 2024-25			FY 2023-24			FY 2022-23		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	18%	14%	18%	15%	22%	15%	14%	21%	14%
Permanent Workers	16%	18%	18%	14%	16%	14%	10%	15%	10%

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	Kajaria Vitrified Private Limited	Subsidiary	95.00%	No
2	Kajaria Infinity Private Limited	Subsidiary	84.59%	No
3	South Asian Ceramic Tiles Private Limited	Subsidiary	59.50%	No
4	Kajaria Plywood Private Limited	Subsidiary	100.00%	No
5	Kajaria Bathware Private Limited	Subsidiary	85.00%*	No
6	Kajaria Sanitaryware Private Limited	Step-down subsidiary	69.70%*	No
7	Kajaria International DMCC	Subsidiary	100.00%	No
8	Kerovit Global Private Limited	Step-down subsidiary	85.00%*	No
9	Kajaria Adhesive Private Limited	Subsidiary	75.00%	No
10	Kajaria Surfaces Private Limited (Formerly known as Keronite Tiles Private Limited)	Subsidiary	90.00%	No
11	Kajaria Ramesh Tiles Limited	Joint Venture	50.00%	No

*Diluted basis

VI. CSR Details

24. i. Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No): Yes
- ii. Turnover (in Rs.): 4,683 Crore
- iii. Net worth (in Rs.): 2,744 Crore

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 web-link for grievance redress policy)	FY 2024-25			FY 2023-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes, https://www.kajariaceramics.com/pdf/whistleblowing_policy.pdf	0	0	None	0	0	None
Investors (Other than Shareholders)		0	0		0	0	
Shareholders		16	0		14	0	
Employees and Workers		0	0		0	0	
Customers		52	0		58	0	
Value Chain Partners		0	0		0	0	

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

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

S. No.	Material 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)
Refer materiality assessment section in Integrated Annual Report					

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

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

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	https://www.kajariaceramics.com/pdf/BusinessResponsibilityPolicy.pdf								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	We are committed to upholding the principles outlined in our Business Responsibility Policy and actively work to embed these values across our value chain. We aim to foster a culture of sustainability beyond our immediate operations by promoting ethical conduct, environmental stewardship, and social responsibility among our value chain partners								
4. Name of the national and international codes/ certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trusts) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	We have implemented various standards across our plants, ensuring compliance with international best practices, namely: 1. ISO 9001:2015 for Quality Management System 2. ISO 14001:2015 for Environmental Management System 3. ISO 45001:2018 for Occupational Health & Safety Management System 4. ISO 22000:2005 for Preparation & Serving of Vegetarian Food/ Non-Alcoholic Beverages for employees & visitors in its canteen 5. ISO 50001:2011- Energy Conservation 6. Membership: India Green Building Council (IGBC) 7. CE Certified Product 8. BISL: ISI Certified product (IS15622/2017) 9. CII-Green Products and Services Council Certified Entity Vitrified Tiles as Green Product								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	We are dedicated to integrating Environmental, Social, and Governance (ESG) principles across our operations. Our aim is to create long-term sustainable value for all our stakeholders and contribute to a better future. This includes minimising our environmental footprint, fostering a safe, inclusive workplace where employees are valued, maintain positive relationship with communities and upholding the highest standards of ethical conduct and corporate governance								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	We have disclosed our ESG performance in relevant sections of this report								

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9									
Governance, leadership and oversight																			
7.	Statement by director Responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements	We reaffirm our commitment to Environmental, Social, and Governance (ESG) related principles. We firmly believe that integrating these factors is not only our responsibility but also drives long-term value creation and resilience. This report reflects our ongoing efforts to minimise our environmental footprint, foster a safe and inclusive workplace, detail our engagement with communities, and demonstrate how we uphold the highest ethical standards in all our endeavours. We are dedicated to continuously improve our ESG related performance and believe in transparently communicating our progress																	
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Ashok Kajaria Chairman and Managing Director DIN: 00273877																	
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	Yes, our Business Responsibility and Sustainability Committee ("BRS Committee") oversees the implementation of our Business Responsibility Policy and sustainability initiatives.																	
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		Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances		Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	Y e s	We track the compliance requirements of each regulatory authority and proactively ensure all compliances are in place before due date.								
11.	Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9	We have not carried out independent audit / evaluation of working of the BR Policy by an internal or external agency as of now. However, our internal control procedures ensure periodic assessment of our operations to verify compliance to our policies and applicable regulations.								
12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:																			
Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9									
The entity does not consider the principles material to its business (Yes/No)		-	-	-	-	-	-	-	-	-									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)		-	-	-	-	-	-	-	-	-									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)		-	-	-	-	-	-	-	-	-									
It is planned to be done in the next financial year (Yes/No)		-	-	-	-	-	-	-	-	-									
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 programmes held	Topics / principlescovered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	5 (as part of Board meetings)	Trainings, updates and awareness sessions related to regulatory changes are conducted for the Board of Directors & KMPs. Topics includes: <ul style="list-style-type: none">Corporate GovernanceUnderstanding of the Companies Act and amendments thereofRisk ManagementSEBI's regulations and circularsTopics pertaining to Environmental, Health & SafetyEthics and Compliance including Code of conduct, compliance management	100%
Key Managerial Personnel			
Employees other than BoD and KMPs	22	Trainings, updates and awareness sessions were given to employees included topics such as <ul style="list-style-type: none">Employee Induction program covering key business aspectsTechnical skills like using Excel and data toolsLeadership and management abilities,Safety and compliance knowledge.Workplace ethicsAnti-corruption and anti-briberyPOSH,Understanding of environmental rulesEnergy efficiency	100%

Segment	Total number of training and awareness programmes held	Topics / principlescovered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Workers	24	Trainings and awareness sessions were given to workers included topics such as <ul style="list-style-type: none">Workers Induction program covering key operations aspectTechnical aspects of operations and maintenance, including handling specific equipmentEnsuring workplace safety (PPEs, fire safety, working in hot areas, working near machines etc)Handling emergencies,Health and well-beingPOSHWorking ergonomicallyEthical conductMaterials management	100%

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 the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil
Non-Monetary					
Imprisonment	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil

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
Not applicable	Not applicable

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.**

Our Code of Business Conduct and Ethics, along with the Whistleblower Policy, reflects our commitment to maintaining the highest standards of integrity, ethical behaviour, and our stance against corruption and bribery. Our whistle-blower mechanism allows anyone in the Company to raise voice against any instances of unethical/fraudulent activities, improper behaviour etc.

Visit <https://www.kajariaceramics.com/pdf/CodeofBusinessConductEthics.pdf> to view our Code of Business Conduct and Ethics and https://www.kajariaceramics.com/pdf/whistel_blowing_policy.pdf to view our Whistleblower Policy.

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

	FY 2024-25	FY 2023-24
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

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

	FY 2024-25		FY 2023-24	
	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

8. Number of days of accounts payables

	FY 2024-25	FY 2023-24
Number of days of accounts payables	41	36

9. Open-ness of business

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

Parameter	Metrics	FY 2024-25	FY 2023-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Not measured	Not measured
	b. Number of trading houses where purchases are made from	Not measured	Not measured
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Not measured	Not measured
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	91%	90%
	b. Number of dealers / distributors to whom sales are made	2,649	2,489
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	11%	9%

Parameter	Metrics	FY 2024-25	FY 2023-24
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	45%	46%
	b. Sales (Sales related parties / Total Sales)	Nil	Nil
	c. Loans & advances (Loans & advances given to related parties /Total loans & advances)	80%	72%
	d. Investments (Investments in related parties / Total Investments made)	100%	94%

LEADERSHIP INDICATORS

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	% Age of value chain partners covered (by value of business done with such partners) under the awareness programmes
4	<ul style="list-style-type: none">We organise multiple awareness sessions for our dealers encompassingProduct knowledge and brand managementCustomer feedbackCustomer service excellenceImplementation of digitisation initiatives	38%

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

Yes, provisions related to Conflict of Interest are part of our Code of Business Conduct and Ethics ("Code"). All directors of the Company disclose their interests in any other company(s), firm(s), bodies corporate, or associations of individuals on an annual basis or whenever there is a change in their holdings. As mentioned in the Code, Board members must avoid and promptly disclose to the Company potential conflicts of interest regarding any matters concerning the Company. Any disclosure related to conflict of interest shall be done in writing and shall be submitted to the Company Secretary/Compliance Officer, who in consultation with the Managing Director, will communicate to the concerned person to take necessary action, as advised, to resolve / avoid the conflict, if any. Additionally, during Board meetings, Directors refrain from participating in discussions or decisions on matters in which they have a personal interest.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

ESSENTIAL INDICATORS

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

	FY 2024-25	FY 2023-24	Details of improvements in Environmental and social impacts
R&D	Nil	Nil	Our R&D efforts focus on eco-friendly technologies such as use of recycled material, enhanced reuse of process waste and reducing freshwater consumption in our manufacturing process. Additionally, our cartons are made from eco-friendly paper with higher durability.
Capex	Nil	Nil	In the past we have implemented multiple initiatives to enhance our use of clean energy. Solar panels have been installed at our manufacturing facilities, and few of our facilities have entered into power purchase agreements (PPAs) and group captive arrangements to source renewable electricity. Additionally, we have made structural modifications to incorporate biomass as an alternative fuel.

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

We recognise the importance of sustainable sourcing and are committed to ensure responsible practices in our supply chain. We encourage our suppliers to follow environmentally and socially responsible practices in their operations. This is an ongoing journey, and we are dedicated to continuous improvement in this critical area.

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

At present, we are not tracking the percentage of inputs that were sourced sustainably. However, we keep guiding them towards becoming more sustainable.

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.

Our products are built to last, with a long lifespan that reduces the need for frequent replacement. Since our products stay in use for many years, we currently do not see an immediate requirement to product reclamation processes.

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.

EPR is not applicable to us. However, we are committed to manage our waste properly and we are following waste management guidelines as prescribed by respective pollution control boards.

LEADERSHIP INDICATORS

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

NIC Code	Name of Product /Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
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We have not yet conducted any Life Cycle Assessment (LCA) studies; however, we acknowledge the importance of evaluating the environmental and social impacts of our products throughout their lifecycle

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

Name of Product / Service	Description of the risk / concern	Action Taken
Not applicable		

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

Indicate input material	Recycled or re-used input material to total material	
	FY 2024-25	FY 2023-24

We are committed to the practice of reusing input materials within our production processes wherever feasible. This allows us to conserve resources and reduce waste. However, we currently don't track the percentage of reused material to total material.

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

	FY 2024-25			FY 2023-24		
	Reused	Recycled	Safely Disposed	Reused	Recycled	Safely Disposed
Plastics including packaging)	Very small quantity of plastic is used in our packaging. There is no process of reclaiming it.			Very small quantity of plastic is used in our packaging. There is no process of reclaiming it.		
E-waste	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
Hazardous waste	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
Other waste	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

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

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Nil	Nil

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

ESSENTIAL INDICATORS

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

Category	% of employees covered by										
	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	2491	641	26%	2468	99%	0	0%	0	0%	0	0%
Female	99	22	22%	99	100%	99	100%	0		0	0%
									0%		
Total	2590	663	26%	2567	99%	99	100%	0	0%	0	0%
Other than Permanent Employees											
Male	2	0	0%	2	100%	0	0%	0	0%	0	0%
Female	0	0	0%	0		0	0%	0	0%	0	0%
					0%						
Total	2	0	0%	2	100%	0	0%	0	0%	0	0%

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

Category	% of workers covered by										
	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 Workers											
Male	2165	96	4%	2165	100%	0	0%	0	0%	0	0%
Female	39	0	0%	39	100%	39	100%	0	0%	0	0%
Total	2204	96	4%	2204	100%	39	100%	0	0%	0	0%
Other than Permanent Workers											
Male	2748	0	0%	239	9%	0	0%	0	0%	0	0%
Female	108	0	0%	45	42%	0	0%	0	0%	0	0%
Total	2856	0	0%	284	10%	0	0%	0	0%	0	0%

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

	FY 2024-25	FY 2023-24
Cost incurred on well-being measures as a % of total revenue of the company	0.04%*	0.03%*

*Aligned as per the guidance mentioned in the “Industry Standards Note on Business Responsibility and Sustainability Report (BRSR) Core”

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year.

Benefits	FY 2024-25			FY 2023-24		
	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	98%	63%	Yes	97%	54%	Yes
Gratuity	98%	96%	Not applicable	98%	88%	Not applicable
ESI	2%	17%	Yes	3%	18%	Yes

*Permanent Workers only

3. Accessibility of workplaces

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

We are committed to an inclusive work environment, demonstrated by significant accessibility measures across our facilities. These include ramps, accessible restrooms and meeting spaces, and ergonomic workstations, ensuring ease of access for differently abled individuals. We actively foster a culture of inclusivity for all.

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.

We ensure equal opportunities to our workforce and all eligible applicants for employment. We do not discriminate on any ground including age, caste, colour, nationality, ethnic origin, creed, gender, race, religion, disability or sexual orientation, or any other category protected by applicable law. Our Policy on Employee Wellbeing, which is part of Business Responsibility Policy includes provisions of equal opportunity practices in the Company. The policy can be viewed at <https://www.kajariaceramics.com/pdf/BusinessResponsibilityPolicy.pdf>

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	Not applicable	Not applicable	Not applicable	Not applicable
Female	100%	100%	100%	100%
Total	-	-	-	-

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, we have Grievance Redressal Mechanisms in place for all employees and workers. The mechanism includes a Standard Operating Procedure (SOP) for the management and timely redressal of our workforce's grievances. The access to SoP is available to everyone in the Company.
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:

	FY 2024-25			FY 2023-24		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	2590	0	0%	2545	0	0%
Male	2491	0	0%	2457	0	0%
Female	99	0	0%	88	0	0%
Total Permanent Workers	2204	166	8%	1939	179	9%
Male	2165	166	8%	1870	179	10%
Female	39	0	0%	69	0	0

8. Details of training given to employees and workers (permanent only):

Category	FY 2024-25					FY 2023-24				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	2491	1023	41%	268	11%	2457	401	16%	247	10%
Female	99	2	2%	0	0%	88	3	3%	-	0%
Total	2590	1025	40%	268	10%	2545	404	16%	247	10%
Workers										
Male	2165	1009	47%	692	32%	1870	476	25%	772	41%
Female	39	15	38%	7	18%	69	40	58%	20	29%
Total	2204	1024	46%	699	32%	1939	516	27%	792	41%

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

Category	FY 2024-25			FY 2023-24*		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	2491	2491	100%	2457	2457	100%
Female	99	99	100%	88	88	100%
Total	2590	2590	100%	2545	2545	100%
Workers						
Male	2165	2165	100%	1870	1870	100%
Female	39	39	100%	69	69	100%
Total	2204	2204	100%	1939	1939	100%

*Disclosures for FY 2023-24 has been restated basis recalculation

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?

We acknowledge that health and safety are vital for the Company. The provisions of health and safety for our workforce is part of our Policy for Employee Wellbeing. Our health and safety management system is designed to provide a safe and healthy work environment for all employees and workers. Aligned with guidelines of ISO 45001, we have implemented strong and comprehensive safety management systems across all our plants. Key features of our health and safety systems include:

- Our in-house safety officers regularly conduct safety assessments to proactively identify workplace hazards
- Subsequently, corrective and preventive actions are identified through assessments are implemented
- Updating health and safety management system basis adequacy, and effectiveness
- Conducting awareness campaigns and training sessions on topics like raw material handling, machine safety etc

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

We follow a proactive approach to ensure workplace safety by routinely carrying out studies based on guidelines of Hazard Identification and Risk Assessment (HIRA) and Hazard and Operability (HAZOP) at our facilities. These assessments enable us to detect and address potential risks in our operations.

To manage safety and avoid hazards in daily operations, our approach involves identifying potential hazards through various means, such as analysing incident reports, near misses and feedback from our workforce. Once the information is received, we undertake risk assessment which includes evaluating risks based on factors like probability and impact, using a defined scale. For less frequent activities like maintenance or new projects, we perform dedicated impact assessment prior to starting the work followed by a risk mitigation plan to ensure safe operations.

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

We have processes in place in identifying and reporting work-related hazards. Our workforce receives targeted training to help them recognise and report potential risks, unsafe actions, and hazardous conditions in their work environment.

Additionally, we encourage our workforce to report potential risks, unsafe behaviour, and hazardous conditions without fear of retaliation to the EHS representative at each facility. This allows us to take proactive steps to maintain a safe and healthy work environment.

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

Our employees and workers at our offices and manufacturing locations have access to non-occupational medical and healthcare services.

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

Safety Incident/Number	Category	FY 2024-25	FY 2023-24@
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)*	Employees	0.45	0.31
	Workers	0.32	0.84
Total recordable work-related injuries#	Employees	1	1
	Workers	4	1
Number of fatalities	Employees	0	1
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*includes all injuries with minimum 24 hours away from workplace
#injuries with minimum 48 hours away from workplace
@Disclosures for FY 2023-24 has been restated basis recalculation

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

We are fully dedicated to maintaining a workplace that is safe and healthy. This commitment involves proactively identifying hazards, implementing effective safety measures, and ensuring our workforce is empowered to contribute to a secure environment. We aim for continuous improvement in our health and safety practices. Some of our initiatives taken us to ensure safe and healthy workplace includes

- We give regular trainings on health and safety to our workforce including daily toolbox talks.
- We conduct routine fire drills and emergency evacuation exercises.
- We have processes in place for reporting incidents, near misses, and unsafe conditions
- We have SoPs in place for correct use of Personal Protective Equipment (PPE), including masks, gloves, etc
- We encourage open communication without fear of consequences or retaliation.
- Our workforce is provided with scheduled breaks to prevent fatigue, burnout, etc.

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

	FY 2024-25			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

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

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

Not applicable

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).

We have extended term insurance facility to our permanent employees and permanent workers in the event of death.

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

We comply with applicable deductions and deposits of statutory dues related to our transactions. They are regularly reviewed by our internal teams and external auditors from time to time. At the same time, we expect our value chain partners to uphold transparency, accountability, and ensure applicable deductions and deposits of statutory dues related of their transactions are in compliance.

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 2024-25	FY 2023-24	FY 2024-25	FY 2023-24
Employees	Nil	Nil	Not applicable	Not applicable
Workers	Nil	Nil	Not applicable	Not applicable

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

As of now we do not have transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	We recognise the importance of health and safety at our value chain partners. We expect them to ensure responsible business practices at their facilities.
Working Conditions	

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

Not applicable

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.

We value the support of our stakeholders and endeavour to maintain a cordial relationship and safeguard the interests of all the stakeholders. We engage with both internal and external stakeholders to understand their perspectives, take feedback, and address the issues that are important to them. Further to our Stakeholder Engagement conducted earlier, our key stakeholder are Investors, Dealers, Customers, Employees, Vendors, Government and Regulatory Bodies, Industry Bodies and Communities.

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

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
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Refer stakeholder engagement section of Integrated Annual Report

LEADERSHIP INDICATORS

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

During our engagement with stakeholders, we understand and obtain their insights on economic, environment or social topics. All the insights are put together and discussed during Business Responsibility and Sustainability Committee meetings. On obtaining feedback from the Committee, we act upon the way forward plan.

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

Yes, we have engaged with our internal stakeholders to discuss risk and opportunities on topics pertaining to Environment, Social & Governance aspects. Our materiality assessment incorporated the environmental and social topics. This helps us in refining our approach on sustainability. Refer materiality section in the annual integrated report for details.

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

There are no identified disadvantaged, vulnerable & marginalised stakeholder groups

PRINCIPLE 5: Businesses should respect and promote human rights

ESSENTIAL INDICATORS

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

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees workers covered (D)	% (D/C)
Employees						
Permanent	2590	0	0%	2545	0	0%
Other than permanent	2	0	0%	5	0	0%
Total Employees	2592	0	0%	2550	0	0%
Workers						
Permanent	2204	0	0%	1939	0	0%
Other than permanent	2856	0	0%	2905	0	0%
Total Workers	5060	0	0%	4844	0	0%

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

Category	FY 2024-25					FY 2023-24				
	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)
	Employees									
Permanent	2590	0	0%	2590	100%	2545	1	0	2544	99.99%
Male	2491	0	0%	2491	100%	2457	1	0	2456	99.99%
Female	99	0	0%	99	100%	88	0	0	88	100%
Other than Permanent	2	0	0%	2	100%	5	1	20%	4	80%
Male	2	0	0%	2	100%	5	1	20%	4	80%
Female	0	0	0%	0	0%	0	0	0	0	0
	Workers									
Permanent	2204	0	0%	2204	100%	1939	0	0	1939	100%
Male	2165	0	0%	2165	100%	1870	0	0	1870	100%
Female	39	0	0%	39	100%	69	0	0	69	100%
Other than Permanent	2856	676	24%	2180	76%	3178	774	24%	2404	76%
Male	2748	613	22%	2135	78%	3062	713	23%	2349	77%
Female	108	63	58%	45	42%	116	61	53%	55	47%

3. Details of remuneration/salary/wages

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary / wages of respective category (in INR Lakhs)	Number	Median remuneration/ salary/ wages of respective category (in INR Lakhs)
Board of Directors (BoD)*	7	556.40	1	-
Key Managerial Personnel	2	223.77	0	-
Employees other than BoD and KMP	2,491	8.86	99	7.75
Workers	2,204	3.92	39	5.37

*The Non-executive Directors of the Company are entitled for sitting fees only. The detail of remuneration of Non-executive Directors is provided in Corporate Governance Report and is governed by the Nomination and Remuneration. The sitting fees to Non-executive Directors is, therefore, not considered for the purpose above.

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

	FY 2024-25	FY 2023-24
Gross wages paid to females as % of total wages	2.84%*	3.25%*

*The definition of wages is aligned with the guidance mentioned in the "Industry Standards Note on Business Responsibility and Sustainability Report (BRSR) Core.

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)

We are committed to upholding and respecting human rights throughout our operations. Our Business Responsibility and Sustainability Committee is responsible for addressing any human rights impacts or issues that our business may cause or contribute to. This Committee works in close coordination with respective business heads to identify, address, and resolve any human rights concerns linked to our operations.

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

We maintain a robust internal system for addressing human rights grievances. Our workers and employees are encouraged to report any human rights concerns to Head-HR or to their respective HR head, with the option of anonymous submission via designated boxes. The Business Responsibility and Sustainability Committee, in consultation with the Head-HR, analyses complaints based on their nature. The Committee then communicates decisions and recommendations to the individual involved, and to the relevant department for action. We guarantee fairness, confidentiality, timeliness, and due process in handling these grievances.

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

	FY 2024-25			FY 2023-24		
	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	None	Nil	Nil	None
Discrimination at workplace	Nil	Nil		Nil	Nil	
Child Labour	Nil	Nil		Nil	Nil	
Forced Labour/ Involuntary Labour	Nil	Nil		Nil	Nil	
Wages	Nil	Nil		Nil	Nil	
Other human rights related issues	Nil	Nil		Nil	Nil	

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

	FY 2024-25	FY 2023-24
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/ workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

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

We have strong measures in place to protect the complainant in discrimination and harassment cases. The measures include safeguarding complainants from threats, intimidation, retaliation and victimisation. Additionally, our measures ensure that complainant's employment status or promotions will not be affected if he/she reports any incident related to discrimination or harassment.

Additionally, our Whistleblower Policy also protects the complainant in case anyone reports unacceptable/ improper practice and/or any unethical practice. The policy includes the following

- No unfair treatment will be meted out to the Whistle Blower
- Treat victimisation as a serious matter including initiating disciplinary action on such person/(s);
- Ensure complete confidentiality;
- Not attempt to conceal evidence of the Protected Disclosure;
- Take disciplinary action, if anyone destroys or conceals evidence of the Protected Disclosure made/to be made;
- Provide an opportunity of being heard to the persons involved especially to the subject

9. Do human rights requirements form part of your business agreements and contracts?

Human rights requirements are not included as contractual clauses in our business agreements; However, we actively encourage all our business associates to adhere to ethical practices and be fully comply with relevant laws and regulations.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	We are not conducting formal assessments on these topics; however, we are in compliance with all applicable laws and regulations.
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.

Not applicable

LEADERSHIP INDICATORS

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

During the reporting period, we did not receive any grievances or complaints/grievances on human rights. Consequently, no new business processes were introduced/modified.

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

We have not conducted any due diligence procedures for human rights issues during the year.

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

In line with our commitment on ensuring accessibility to differently abled employees and workers as mentioned in Principle 3, we are committed to ensuring accessibility to differently abled visitors, demonstrated by significant accessibility measures across our offices and plants. These include ramps, accessible restrooms and meeting spaces, ensuring ease of access for differently abled visitors. We actively foster a culture of inclusivity for all.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	We recognise the importance of human rights at our value chain partners. We expect them to ensure responsible business practices at their facilities.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others- please specify	

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

Not applicable

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

ESSENTIAL INDICATORS

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

Parameter	FY 2024-25	FY 2023-24*
From renewable sources		
Total electricity consumption (A) (GJ)	1,08,095	66,456
Total fuel consumption (B) (GJ)	18,35,343	14,06,326
Energy consumption through other sources (C) (GJ)	0	0
Total energy consumed from renewable sources (A+B+C)	19,43,438	14,72,782
From non-renewable sources		
Total electricity consumption (D) (GJ)	9,28,977	9,04,259
Total fuel consumption (E) (GJ)	60,91,802	57,73,702
Energy consumption through other sources (F) (GJ)	0	0
Total energy consumed from non-renewable sources (D+E+F)	70,20,779	66,77,961
Total energy consumed (A+B+C+D+E+F)	89,64,217	81,50,743

Parameter	FY 2024-25	FY 2023-24*
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations) (GJ/INR)	0.00019	0.00018
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumption/ Revenue from operations adjusted for PPP) (GJ/US\$)	0.0040	0.0036
Energy intensity in terms of physical output (GJ/sqm)	0.10	0.10
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

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

No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

*Disclosures for FY 2023-24 has been restated basis recalculation

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, we are not a designated consumer of the PAT scheme.

3. Provide details of the following disclosures related to water:

Parameter	FY 2024-25	FY 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	1,96,427	1,84,674
(ii) Groundwater	8,47,826	8,28,621
(iii) Third party water	4,79,224	3,24,456
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	15,23,477	13,37,751
Total volume of water consumption (in kilolitres)	15,23,477	13,37,751
Water intensity per rupee of turnover (Total Water consumed / Revenue from operations) (KL/Rs)	0.000033	0.000029
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/ Revenue from operations adjusted for PPP) (KL/US\$)	0.00068	0.00067
Water intensity in terms of physical output (KL/sqm)	0.017	0.017
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

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

No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

4. Provided the following details related to water discharged:

Parameter	FY 2024-25	FY 2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third parties		
- No treatment		
- With treatment – please specify level of treatment *		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

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

We are committed to water conservation practices at our facilities. Consequently, we have Zero Liquid Discharge mechanism in place across all our manufacturing facilities. The wastewater is treated at the STPs installed in our manufacturing facilities and subsequently reused in the process.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2024-25	FY 2023-24
NOx	MT	Not measured	Not measured
SOx	MT	Not measured	Not measured
Particulate Matter (PM)	MT	Not measured	Not measured
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)	Not measured		
Hazardous air pollutants (HAP)			
Others- please specify			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

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

Parameter	Unit	FY 2024-25	FY 2023-24*
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	4,37,311	4,13,590
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	1,87,602	1,80,393
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations) (tCO2e/INR)	-	0.000013	0.000013
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) (tCO2e/US\$)	-	0.00028	0.00027
Total Scope 1 and Scope 2 emission intensity in terms of physical output (tCO2e/sqm)	-	0.0071	0.0074
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.
*Disclosures for FY 2023-24 has been restated basis recalculation

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

We are committed to actively reducing our greenhouse gas emissions across our operations through the following select initiatives

- Utilisation of biomass as fuel at our manufacturing locations
- Procurement of renewable electricity through installation of solar panels and Power Purchase Agreement (PPA) with third parties along with group captive arrangements.
- Installations of energy efficient technology leading to reduction in use of electricity in our manufacturing facilities. Refer CONSERVATION OF ENERGY under Annexure-6 of the Annual Report for details
- We have started using electric forklifts in few of our manufacturing locations for loading, unload and transport of materials.

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

Parameter	FY 2024-25	FY 2023-24*
Total Waste generated (in metric tonnes)		
Plastic waste (A)	1783.69	2,373.60
E-waste (B)	13.77	3.80
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	0.50	14.10
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)	63.64	68.60
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	1,20,283.05	1,06,510.21
Total (A+B + C + D + E + F + G + H)	1,22,144.66	1,08,970.31
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) (MT/INR)	0.0000026	0.0000024
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP) (MT/US\$)	0.000054	0.000054
Waste intensity in terms of physical output (MT/sqm)	0.0014	0.0014
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
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	22,250.85	20,906.29
(ii) Re-used	83,856.12	88,064.02
(iii) Other recovery operations	-	-
Total	1,06,106.97	1,08,970.31
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	16,037.68	-
(iii) Other disposal operations	-	-
Total	16,037.68	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No Independent assessment/ evaluation/ assurance was carried out for the reporting period.
*Disclosures for FY 2023-24 has been restated basis recalculation

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.

We are committed to minimising waste generation across our operations. This includes efforts to reduce, reuse, and recycle materials. For remaining waste, we ensure waste is disposed in a responsible way. Some of the initiative on waste management include

- We have dedicated storage area for different type of waste (e-waste, battery waste hazardous and non-hazardous waste)
- Segregation of waste is done at source.
- Hazardous waste is categorised under Hazardous Waste Management Rules. It is sent to the authorised recyclers as per regulations.

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.
Not applicable			

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

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 as no EIA has been carried out during the current reporting period					

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

Yes, the Company is compliant with applicable laws, regulation, and guidelines.

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Not applicable				

LEADERSHIP INDICATORS

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- i. Name of the area: Gailpur (Tijara block) & Sikandrabad
- ii. Nature of operations: Manufacturing of tiles
- iii. Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2024-25*	FY 2023-24*
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	6,62,703	6,70,407
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (In kL)	6,62,703	6,70,407
Total volume of water consumption (In kL)	6,62,703	6,70,407
Water intensity per rupee of turnover (Water consumed / turnover)	0.000014	0.000015
Water intensity (optional) – the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.	All our manufacturing facilities are equipped with Zero Liquid Discharge (ZLD) facility.
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

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

No Independent assessment/ evaluation/ assurance was carried out for the reporting period.

*In FY 2023-24, site wise numbers were reported which are now grouped together.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2024-25	FY 2023-24
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Not estimated	Not estimated
Total Scope 3 emissions per rupee of turnover		Not estimated	Not estimated
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity		Not estimated	Not estimated

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

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of initiative
1	Utilisation of process waste in production process	We re-use majority of broken tiles, sludge and other process waste back into our manufacturing process	Lower waste generation during manufacturing process
2	Rainwater harvesting	We have installed rainwater harvesting structures at in our manufacturing facilities in Gailpur, Sikandrabad, Malutana and Srikalahasti to replenish ground water	Rainwater harvesting has helped in lowering the withdrawal of fresh water
3	Renewable energy	Procurement of renewable electricity through installation of solar panels and Power Purchase Agreement (PPA) with third parties	Lowering GHG emissions of the Company
4	Renewable fuel	Utilisation of biomass as fuel in the kilns at our manufacturing locations	Lowering GHG emissions of the Company
5	Energy efficiency	Installations of energy efficient technology leading to reduction in use of electricity in our manufacturing facilities. Refer CONSERVATION OF ENERGY under Annexure-6 of the Director Report for details.	Lowering GHG emissions of the Company

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

We have a comprehensive business continuity and disaster management plan. It ensures our workforce is safe and our operations are not affected to adverse consequences, whether natural disasters or due to human interventions. Our Risk Committee is pivotal in managing our risk management strategies including disaster management and business continuity. Salient features of our business continuity and disaster management plan include

- Maintain uninterrupted business operations during disruptions.
- Minimise operational downtime and financial impact.
- Ensure a timely response to emergencies.
- Enable swift recovery following accidents and incidents.
- Safeguard human lives and Company assets.
- Mockdrills
- Knowledge exchange sessions

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Not applicable

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

We recognise the importance of environment and sustainability at our value chain partners. We expect them to ensure responsible business practices at their facilities.

8. How many Green Credits have been generated or procured:

- a) By listed entity :- Nil
- b) By the top ten (in terms of value of purchases and sales respectively) value chain partners:- Nil

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. Number of affiliations with trade and industry chambers/ associations.

9

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	Federation of Indian Chamber of Commerce and Industry	Pan India
2	PHD Chamber of Commerce	Pan India
3	Indian Council of Ceramic Tile and Sanitaryware	Pan India
4	Bhiwadi Manufacturers Association	Bhiwadi
5	Sikandrabad Industries Association	Sikandrabad
6	Indian Industries Association	Pan India
7	Bhiwadi Chamber of Commerce and Industries	Bhiwadi
8	National Safety Council of India	Mumbai
9	Bhiwadi Integrated Industrial Association	Bhiwadi

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
None		

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
We are associated with various chambers of commerce/associations with an intention of mutual learning and contribution in development process. As and when required we put forth our views on the issues faced by the industry with respective business forums/chambers					

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 as no SIA was conducted					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity.

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 INR)
Not applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

We have strong grievance mechanism in place for receiving and addressing community complaints. We actively engage with local communities through various channels like visits, surveys, meetings, and outreach to understand their concerns and take appropriate action within defined timelines. Community members can also reach us through the messaging option of the “Contact Us” section on our website. We are committed to transparent communication and maintaining a continuous dialogue with communities to ensure our operations positively impact their social and economic well-being.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers.

	FY 2024-25	FY 2023-24
Directly sourced from MSMEs/ small producers	36%	30%
Sourced directly from within India	Not measured	Not measured

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 2024-25	FY 2023-24
Rural	42%	48%
Semi-urban	0%	1%
Urban	15%	11%
Metropolitan	43%	40%

(Place to be categorized as per RBI Classification System – rural/ semi-urban/ urban/ metropolitan)
*The definition of wages is aligned with the guidance mentioned in the "Industry Standards Note on Business Responsibility and Sustainability Report (BRSR) Core.

LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not applicable	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
None			

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)
We do not have a preferential procurement policy

- (b) From which marginalised / vulnerable groups do you procure?
We do not have a preferential procurement policy. Our existing procurement mechanism do not bifurcate between procurement from our partners

- (c) What percentage of total procurement (by value) does it constitute?
Not applicable

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge.

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
None				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Brief of the Case
Not applicable		

6. Details of beneficiaries of CSR Projects

S. No.	CSR Project	No. of persons benefited from CSR projects	% of beneficiaries from vulnerable and marginalised groups
Please refer to director's report for CSR details			

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.

Customer satisfaction is at the centre of our business. Customer satisfaction is our greatest asset. We are dedicated to continuously improving our products and services, actively listening to their feedback to ensure we consistently meet and surpass customer expectations. We have a mechanism in place to receive feedback and complaints from our customers.

Our customers can share their concerns via our dedicated toll-free phone line or through the messaging option on our “Contact Us” page. We guarantee a thorough investigation of every complaint received to understand the root cause and provide a suitable solution. Our response to feedback shared and to address any complaint or any grievance by our customers is shared in a timely manner.

Additionally, we regularly organise feedback and awareness programs for our customers across various locations. All our dealers are advised to ensure that our customer complaints are addressed in the defined timeline.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	0
Safe and responsible usage	100%
Recycling and/or safe disposal	0

3. Number of consumer complaints in respect of the following:

	FY 2024-25		Remarks	FY 2023-24		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	None	Nil	Nil	None
Advertising	Nil	Nil		Nil	Nil	
Cyber-security	Nil	Nil		Nil	Nil	
Delivery of essential services	Nil	Nil		Nil	Nil	
Restrictive Trade practices	Nil	Nil		Nil	Nil	
Unfair Trade Practices	Nil	Nil		Nil	Nil	
Others	Nil	Nil		Nil	Nil	

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	Not applicable
Forced recalls	Nil	Not applicable

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

We are committed to maintaining robust cybersecurity through proactive measures and continuous vigilance to protect our data and systems. We have a framework in place on cyber security and risks related to data privacy along with mitigation measures. The framework to cybersecurity encompasses a comprehensive range of controls, including cyber risk assessment, security policies, physical and personnel security, asset management, access control, secure development, incident management, and adherence to industry best practices. This framework protects all information, data, software, hardware, and networks of the Company.

Our framework includes core strategies to mitigate cybersecurity risks, include

- Proactive Risk Management: Rigorously assessing and prioritising cyber risks based on their potential impact and likelihood.
- Empowered Workforce: Cultivating a security-aware culture through comprehensive training on password management, phishing identification, and adherence to security protocols.
- Layered Defence: Deploying robust firewalls, intrusion detection systems, and encryption to shield our network infrastructure and data in transit.
- Resilient Data: Regularly backing up critical data with secure, tested storage to ensure business continuity.
- Fortified Access: Implementing stringent access controls, granting users only the necessary permissions for their roles.
- Rapid Response Readiness: Maintaining and regularly testing a clear incident response plan for swift and effective action against cyber threats.
- Real-time Vigilance: Continuously monitoring network traffic and user activity to proactively detect and neutralise threats.

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.

Not applicable

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches along-with impact
Nil
- b. Percentage of data breaches involving personally identifiable information of customers
Nil
- c. Impact, if any, of the data breaches
Not applicable

LEADERSHIP INDICATORS

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Our customers have the access about our products and services on the Company’s website. Furthermore, we disseminate information to customers through our dealer network, display boards, exhibitions, catalogues, advertisements, and more.

Our product can be viewed at <https://www.kajariaceramics.com/>

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We have implemented measures to keep our customers clearly informed about using our products safely and responsibly. The measures include putting clear instructions and warnings directly on our packaging for safe and responsible use. Additionally, our customer care shares best practices and safety measures via telephone call. We also inform about safe and responsible usage of products through social media and website updates.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

This question is not applicable since none of our products are categorised as essential services

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

None

FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of **Kajaria Ceramics Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Kajaria Ceramics Limited ('the Company'), which comprise the Standalone Balance Sheet as at 31 March 2025, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
<p>Revenue recognition</p> <p>Refer to the Company's material accounting policy information in note 3C(b) and the revenue related disclosures in note 25 of the standalone financial statements.</p> <p>The Company recognises the revenue from customers in accordance with Ind AS 115 "Revenue from Contracts with Customers" ('Ind AS 115') when the performance obligation is satisfied which is determined to be at a point in time when the customer obtains controls of the goods in accordance with the terms of contracts with the customers. The revenue is measured based on the transaction price specified in the contract, net of discounts, returns and goods and services tax.</p> <p>Owing to the diverse terms of contracts with customers, in line with the requirements of the standards of auditing, revenue is determined to be an area involving significant risk and hence, requiring significant auditor attention. Further, the application of Ind AS 115 requires management to make certain judgements / estimates such as determining timing of revenue recognition and transaction price including impact of variable consideration in the form of rebates and discounts as per the terms of the contracts with customers.</p> <p>The Company also focuses on revenue as a key performance measure, which could create an incentive for overstating revenue and thus, the timing of revenue recognition is critical as there is a risk of revenue being recognised before the control is transferred to the customers.</p> <p>Considering the diverse terms of contracts with customers, size of distribution network, materiality of the amount involved and significant attention required by auditor as mentioned above, revenue recognition has been identified as a key audit matter for the current year audit.</p>	<p>Our audit procedures, related to revenue recognition, included, but were not limited to, the following:</p> <ul style="list-style-type: none">• Evaluated the design and tested the operating effectiveness of Company's controls (including the automated controls) around revenue recognition (including rebates / discounts);• Assessed the appropriateness of Company's accounting policies for revenue recognition in accordance with the accounting principles laid down in Ind AS 115;• Scrutinized sales ledgers to assess accuracy and completeness of sales transactions and revenue recognised during the year;• Performed test of details on samples of revenue transactions recorded during the year, including during a specific period before and after year end. For the samples selected, inspected supporting documents such as price lists, invoices, proof of dispatches, agreements and approved incentives / discounts schemes, to ensure correct amount of revenue is recorded in the correct period;• Tested the appropriateness of accruals for various rebates and discounts as at the year-end;• Performed substantive analytical procedures on revenue recognised during the year which included review of price, quantity and product mix analysis etc;• Performed other substantive audit procedures including obtaining debtor confirmations on a sample basis and reconciling revenue recorded during the year with statutory returns; and• Ensured the adequacy and appropriateness of related disclosures made in the standalone financial statements in accordance with the requirements of the applicable accounting standards.

Information other than the Standalone Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and

other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

8. In preparing the standalone financial statements, the 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.

9. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

11. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
 - 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 of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.
- Report on Other Legal and Regulatory Requirements**

 - As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
 - As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) 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.

- Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
 - We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
 - Except for the matters stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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;
 - The standalone financial statements dealt with by this report are in agreement with the books of account;
 - In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
 - On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act;
 - The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in, paragraph 17(b) above on reporting under section 143(3) (b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2025 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; and
- 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:
 - The Company, as detailed in note 38(b) to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2025;
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;
 - 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 2025;
 - a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 54(ii)(A) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the 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 ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
 - The management has represented that, to the best of its knowledge and belief, as disclosed in note 54(ii)(B) to the standalone financial statements, no funds have been received by

the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The interim/final dividend declared and paid by the Company during the year ended 31 March 2025 and until the date of this audit report is in compliance with section 123 of the Act. Further, as stated in note 57 to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2025 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend; and

- vi. As stated in note 58 to the standalone financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2024, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, the audit trail feature was not enabled at the database level for accounting software to log any direct data changes. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled. Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Nalin Jain
Partner
Membership No.: 503498
UDIN: 25503498BMHWAY9169

Place: New Delhi
Date: 06 May 2025

ANNEXURE A

Annexure A referred to in paragraph 16 of the Independent Auditor’s Report of even date to the members of Kajaria Ceramics Limited on the standalone financial statements for the year ended 31 March 2025

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 4 to the standalone financial statements, are held in the name of the Company, except for the following properties, for which the Company's management is in the process of getting the registration in the name of the Company:

Description of property	Gross carrying value (₹ in Crores)	Held in name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in name of company
Land	12.42	Erstwhile Kajaria Tiles Private Limited (now merged with the Company)	No	More than 3 years	Refer note 4 IV to standalone financial statements.
Building	44.95				

- (d) The Company has adopted cost model for its Property, Plant and Equipment (including right-of-use assets) and intangible assets. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records.
- (b) As disclosed in Note 51 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of ₹ 5 Crores by banks based on the security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and such returns/statements are in agreement with the books of account of the Company for the respective periods, which were not subject to audit/review.

(iii) The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans to firms and limited liability partnerships during the year. Further, the Company has made investments in, provided guarantee and granted unsecured loans to companies and limited liability partnerships during the year, in respect of which:

(a) The Company has provided loans and guarantee to Subsidiaries/Joint Ventures /Others during the year as per details given below:

(₹ in Crores)		
Particulars	Guarantees	Loans*
Aggregate amount provided/granted during the year:		
- Subsidiaries	20.00	137.03
- Joint Ventures	20.00	Nil
- Others	Nil	25.98
Balance outstanding as at balance sheet date:		
- Subsidiaries	80.00	266.66
- Joint Ventures	88.13	Nil
- Others	Nil	Nil

* Loan amount is disclosed as gross of allowance for expected losses.

- (b) In our opinion, and according to the information and explanations given to us, the investments made, guarantees provided, security given and terms and conditions of the grant of all loans and guarantees provided are, prima facie, not prejudicial to the interest of the Company.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated, and the repayments/receipts of principal and interest are regular. However, in respect of loans granted by the Company amounting to ₹12.50 Crores, the schedule of repayment of principal and payment of interest has not been stipulated as it is repayable/payable on demand and accordingly, we are unable to comment as to whether the repayments/receipt of principal and interest are regular. However, during the current year, the principal/interest has been repaid/paid in a timely manner as and when demanded for repayment.
- (d) There is no overdue amount in respect of loans granted to such companies, firms, LLPs or other parties.
- (e) The Company has granted loans which had fallen due during the year and such loans were renewed/ extended during the year. The details of the same has been given below:

Name of the party	Total loan amount granted during the year* (₹ in Crores)	Aggregate amount of overdues of existing loans renewed or extended or settled by fresh loans (₹ In Crores)	Nature of extension (i.e., renewed/ extended/ fresh loan provided)	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
Kajaria International DMCC	21.09	5.65	Extended	26.79%

*Loans renewed or extended have been considered as “loans granted during the year” for the purpose of reporting under this clause.

(f) The Company has not granted any loan, which is repayable on demand or without specifying any terms or period of repayment.

(iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans and investments made and guarantees and security provided by it, as applicable.

(v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(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/ business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii) (a) In our opinion and according to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues including goods and services tax, provident fund, employees’ state insurance, income-tax, duty of customs, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, we report that there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

(₹ in Crores)					
Name of the statute	Nature of dues	Gross Amount	Amount paid under Protest	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service Tax	1.51	0.15	F.Y. 2010-2017	Appellate authorities till Commissioner level
Income Tax Act, 1961	Income Tax	0.18	-	F.Y. 2020-2021	Commissioner of Income Tax Appeals
Income Tax Act, 1961	Income Tax	0.27	-	F.Y. 2016-2017	Commissioner of Income Tax Appeals
Goods & Service Tax laws	Goods and Service Tax	0.60	-	F.Y. 2017-2018	Assistant Commissioner
Goods & Service Tax laws	Goods and Service Tax	23.48	-	July '2017 to March '2022	Commissionerate – Ahmedabad North
Goods & Service Tax laws	Goods and Service Tax	2.17	-	FY 2018-2019 and FY 2020-2021	Deputy Commissionerate – Ahmedabad North

(viii) According to the information and explanations given to us, we report that no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

- (c)

In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of term loans during the year and did not have any term loans outstanding at the beginning of the current year. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
- (d)

In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.
- (e)

In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint ventures.
- (f)

In our opinion and according to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or joint ventures companies.
- (x)

a)

The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

b)

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi)

a)

To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.

b)

According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

c)

According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii)

The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii)

In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- (xiv)

a)

In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

b)

We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

- (xv)

According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.
- (xvi)

The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- (d)

Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company.
- (xvii)

The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.
- (xviii)

There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix)

According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management 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. 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)

a)

In our opinion and according to the information and explanations given to us, there are no unspent amounts towards Corporate Social Responsibility pertaining to other than ongoing projects as at end of the current financial year. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable to the Company.

b)

In our opinion and according to the information and explanations given to us, the Company has transferred the remaining unspent amounts towards Corporate Social Responsibility (CSR) under sub-section (5) of section 135 of the Act, in respect of ongoing project, within a period of 30 days from the end of financial year to a special account in compliance with the provision of sub-section (6) of section 135 of the Act
- (xxi)

The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Place: New Delhi

Date: 06 May 2025

NALIN JAIN
 PARTNER
 MEMBERSHIP NO.: 503498
 UDIN: 25503498BMHWAY9169

ANNEXURE B

Independent Auditor’s Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)

1. In conjunction with our audit of the standalone financial statements of Kajaria Ceramics Limited (‘the Company’) as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company’s Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (‘the Guidance Note’) issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company’s business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements

3. Our responsibility is to express an opinion on the Company’s internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements, and the Guidance Note 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 were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

6. A company’s internal financial controls 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 controls with reference to standalone financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide

reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

7. 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 controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm’s Registration No.: 001076N/N500013

Place: New Delhi
Date: 06 May 2025

NALIN JAIN
PARTNER
MEMBERSHIP NO.: 503498
UDIN: 25503498BMHWAY9169

STANDALONE BALANCE SHEET as at 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Notes	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4	1,036.23	1,076.86
(b) Right-of-use assets	37	96.70	63.11
(c) Capital work-in-progress	4	97.26	54.51
(d) Intangible assets	5	0.49	0.81
(e) Financial assets			
(i) Investments	6	181.01	201.52
(ii) Loans	7	344.46	282.25
(iii) Other financial assets	8	42.82	22.04
(f) Non-current tax assets (net)	9	1.25	12.13
(g) Other non-current assets	10	4.11	3.29
Total non-current assets		1,804.33	1,716.52
Current assets			
(a) Inventories	11	369.85	363.27
(b) Financial assets			
(i) Trade receivables	12	502.48	516.78
(ii) Cash and cash equivalents	13	4.91	86.71
(iii) Bank balances other than (ii) above	14	563.99	415.79
(iv) Loans	7	3.87	53.62
(v) Other financial assets	8	3.63	2.71
(c) Other current assets	10	19.24	16.84
Total current assets		1,467.97	1,455.72
TOTAL ASSETS		3,272.30	3,172.24
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	15	15.93	15.93
(b) Other equity	16	2,591.67	2,554.59
Total equity		2,607.60	2,570.52
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	-	0.78
(ii) Lease liabilities	18	69.81	43.53
(b) Deferred tax liabilities (net)	20	74.81	77.06
Total non-current liabilities		144.62	121.37
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	2.95	5.77
(ii) Lease liabilities	18	23.56	16.77
(iii) Trade payables	22		
- Total outstanding dues of micro enterprises and small enterprises; and		45.90	33.10
- Total outstanding dues of creditors other than micro enterprises and small enterprises*		258.70	237.81
(iv) Other financial liabilities	23	97.55	95.58
(b) Other current liabilities	21	62.66	65.32
(c) Provisions	19	27.78	26.00
(d) Current tax liabilities (net)	24	0.98	-
Total current liabilities		520.08	480.35
TOTAL LIABILITIES		664.70	601.72
TOTAL EQUITY AND LIABILITIES		3,272.30	3,172.24

Material accounting policy information 3
Summary of material accounting policies and other explanatory information 1-60

As per our report of even date attached

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's registration no. 001076N/N500013
Nalin Jain
Partner
Membership no. : 503498

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place : New Delhi
Date : 06 May 2025

STANDALONE STATEMENT OF PROFIT AND LOSS for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Notes	Year ended 31 March 2025	Year ended 31 March 2024
INCOME			
Revenue from operations	25	4,218.82	4,103.02
Other income	26	67.85	68.56
TOTAL INCOME		4,286.67	4,171.58
EXPENSES			
Cost of materials consumed	27	688.78	660.74
Purchases of stock-in-trade		1,612.47	1,488.21
Changes in inventories of finished goods, stock-in-trade and work-in-progress	28	(21.12)	4.06
Employee benefits expense	29	412.30	380.27
Finance costs	30	8.88	8.17
Depreciation and amortisation expense	31	117.22	110.54
Other expenses	32	1,036.51	1,007.35
TOTAL EXPENSES		3,855.04	3,659.34
Profit before exceptional items and tax		431.63	512.24
Exceptional items	39	(112.38)	-
Profit before tax		319.25	512.24
Tax expense:	33		
Current tax		117.36	124.32
Deferred tax		(2.25)	6.47
Profit for the year		204.14	381.45
Other comprehensive income (OCI)			
Items that will not be reclassified to statement of profit or loss			
- Re-measurement of defined benefit plans		0.88	(0.09)
- Income-tax relating to items that will not be reclassified to statement of profit or loss		(0.22)	0.02
Total other comprehensive income for the year, net of tax		0.66	(0.07)
Total comprehensive income for the year		204.80	381.38
Earnings per equity share (face value of ₹ 1 each)	34		
- Basic (in ₹)		12.82	23.95
- Diluted (in ₹)		12.81	23.93

Material accounting policy information 3
Summary of material accounting policies and other explanatory information 1-60

As per our report of even date attached

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Partner
Membership no. : 503498

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Chairman and Managing Director
(DIN: 00273877)

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Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place : New Delhi
Date : 06 May 2025

STANDALONE STATEMENT OF CASH FLOWS for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	319.25	512.24
Adjusted for :		
Depreciation and amortisation expenses	117.22	110.54
Interest income	(64.41)	(52.70)
Interest expense	8.88	8.17
Share based payments to employees (net)	6.10	7.51
Loss/ (Profit) on sale/discard of property, plant and equipment	9.06	(7.79)
Unrealised gain on foreign exchange fluctuation	-	(0.06)
Subsidy income	(0.38)	(0.55)
Bad debts written off	0.65	1.06
Provision /(reversal) for expected credit loss	24.06	(0.96)
Exceptional items	112.38	-
Operating profit before working capital changes	532.81	577.46
Working capital adjustments:		
Movement in inventories	(6.58)	18.24
Movement in trade and other receivables	7.49	18.27
Movement in other assets	(8.52)	13.57
Movement in trade and other payables	32.37	52.93
Movement in provisions	2.66	1.47
Cash flow generated from operations (gross)	560.23	681.94
Less: Direct taxes (paid)(net)	(105.72)	(131.34)
Net cash generated from operations (A)	454.51	550.60
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant & equipment (including capital advances, capital work-in-progress, intangible assets and payable towards property, plant and equipment)	(129.60)	(222.15)
Proceeds from disposal of property, plant and equipment	22.74	21.35
Investment in subsidiaries and joint ventures	(24.49)	(58.00)
Proceeds from disposal of current investment	-	18.25
Loans given	(163.69)	(152.52)
Loans received back	65.95	111.59
Interest received	64.07	51.53
Movement in deposits having original maturity of more than three months (net)	(162.24)	15.33
Net cash used in investing activities (B)	(327.26)	(214.62)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(4.84)	(4.32)
Repayments of short term borrowings (net)	(2.82)	(94.06)
Principal payment of lease liabilities	(22.76)	(16.00)
Interest payment of lease liabilities	(4.81)	(3.20)
Proceeds from issue of shares	1.37	1.10
Proceeds from dividend distribution tax paid earlier	-	3.92
Dividend paid	(175.19)	(143.32)
Net cash used in financing activities (C)	(209.05)	(255.88)
Net (decrease)/increase in cash and cash equivalents (A+B+C)	(81.80)	80.10
Cash and cash equivalents at the beginning of the year	86.71	6.61
Cash and cash equivalents at the end of the year (refer note 13)	4.91	86.71
Non-cash financing and investing activities		
- Acquisition of right of use assets (refer note 37)	56.94	40.82
Components of cash and cash equivalents at the end of the year		

STANDALONE STATEMENT OF CASH FLOWS (CONT'D) for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Balances with banks		
- Current accounts	4.49	86.42
Cash on hand	0.42	0.29
	4.91	86.71

Note :
1. This cash flow statement is presented in accordance with "indirect method" as set out in Indian Accounting Standard - 7 ' Statement of cash flows' as specified in Indian Accounting Standard Rules, 2015 (as amended)

Net debt reconciliation		
This section sets out an analysis of net debt and the movements in net debt for each of the years presented.		
Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Current borrowings	2.95	5.77
Lease liabilities	93.37	60.30
Non-current borrowings	-	0.78
Net debt	96.32	66.85

Particulars	Current borrowings (including current maturities)	Lease liabilities	Non-current borrowings	Total
Net debt as at 1 April 2023	94.06	35.48	5.90	135.44
Add : Lease liabilities on leased entered during the year	-	40.82	-	40.82
Interest expenses on lease liabilities	-	3.20	-	3.20
Cash flows (net)	(94.06)	(19.20)	-	(113.26)
Transfer of current maturities from non-current borrow-ings to current borrowings	5.77	-	(5.77)	-
Non-cash adjustments - Fair value adjustments*	-	-	0.65	0.65
Net debt as at 31 March 2024	5.77	60.30	0.78	66.85
Add : Lease liabilities on leased entered during the year	-	56.94	-	56.94
Less: Lease completed during the year	-	(1.11)	-	(1.11)
Interest expenses on lease liabilities	-	4.81	-	4.81
Cash flows (net)	(2.82)	(27.57)	-	(30.39)
Non-cash adjustments - Fair value adjustments*	-	-	(0.78)	(0.78)
Net debt as at 31 March 2025	2.95	93.37	-	96.32

* pertains to unwinding of interest cost on non-current borrowings.

Material accounting policy information	3
Summary of material accounting policies and other explanatory information	1-60

As per our report of even date attached

For **Walker ChandioK & Co LLP**
Chartered Accountants
Firm's registration no. 001076N/N500013
Nalin Jain
Partner
Membership no. : 503498

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place: New Delhi
Date : 06 May 2025

174

KAJARIA CERAMICS LIMITED

Integrated Annual Report 2024-25

175

STANDALONE STATEMENT OF CHANGES IN EQUITY for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

A. Equity share capital (Amount in ₹crores, unless otherwise stated)

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the reporting year	15.93	15.92
Add: Changes in equity share capital during the year (refer note 15)	#	0.01
Balance at the end of the reporting year	15.93	15.93

(# rounded off to Nil)

B. Other equity (refer note 16)

Particulars	Reserves and surplus						Total other equity
	General reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Capital reserve	Retained earnings	
Balance as at 1 April 2023	320.37	180.63	5.00	8.88	(29.57)	1,818.71	2,304.02
Profit for the year	-	-	-	-	-	381.45	381.45
Items of OCI for the year, net of tax							
Re-measurement of defined benefit plans	-	-	-	-	-	(0.07)	(0.07)
Total comprehensive income	-	-	-	-	-	381.38	381.38
Employee stock option scheme	-	-	-	7.51	-	-	7.51
Shares issued during the year (refer note 15)	-	1.09	-	-	-	-	1.09
Transferred from share options out-standing account to security premium reserve on issue of shares	-	0.90	-	(0.90)	-	-	-
Dividend distribution tax paid earlier reversed						3.92	3.92
Dividend distributed (including inter-im dividend)	-	-	-	-	-	(143.33)	(143.33)
Balance as at 31 March 2024	320.37	182.62	5.00	15.49	(29.57)	2,060.68	2,554.59
Profit for the year	-		-	-	-	204.14	204.14
Items of OCI for the year, net of tax							
Re-measurement of defined benefit plans	-	-	-	-	-	0.66	0.66
Total comprehensive income	-	-	-	-	-	204.80	204.80
Employee stock option scheme	-	-	-	6.10	-	-	6.10
Shares issued during the year (refer note 15)	-	1.37	-	-	-	-	1.37
Amount transferred from Share option outstanding account to Security premium on issue of shares	-	0.57	-	(0.57)	-	-	-
Dividend distributed (including interim dividend)	-	-	-	-	-	(175.19)	(175.19)
Balance as at 31 March 2025	320.37	184.56	5.00	21.02	(29.57)	2,090.29	2,591.67

Material accounting policy information3

Summary of material accounting policies and other explanatory information1-60

As per our report of even date attached

For **Walker ChandioK & Co LLP**
Chartered Accountants
Firm's registration no. 001076N/N500013
Nalin Jain
Partner
Membership no. : 503498

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place: New Delhi
Date : 06 May 2025

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

1 Corporate information

KAJARIA CERAMICS LIMITED ("KCL" or "the Company") is a limited company domiciled in India and was incorporated on 20 December 1985. Equity shares of the Company are listed in India on the Bombay stock exchange and the National stock exchange. The registered office of the Company is located at SF-11, Second Floor, JMD Regent Plaza Mehrauli Gurgaon Road, Village Sikanderpur Ghosi Gurgaon Haryana - 122001, India.

The Company is engaged in the business of a manufacturing, selling and distribution of Ceramic and Vitrified wall and floor tiles.

The standalone financial statements for the year ended 31 March 2025 were authorised in accordance with a resolution of Board of Directors on 6 May 2025.

2 Application of 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.

3 Material accounting policies information

A. Basis of preparation of standalone financial statements:

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 ("**Act**") read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and guidelines issued by the Security Exchange Boards of India.

The standalone financial statements have been prepared under the historical cost convention and amortised costs basis except for certain financial assets and liabilities which are measured at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The standalone financial statements of the Company are presented in Indian Rupees (₹), which is also its functional currency and all amounts disclosed in the financial statements and notes have been rounded off to the nearest

two decimals in Crores as per the requirement of Schedule III to the Act, unless otherwise stated.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The Company has prepared the standalone financial statements on the basis that it will continue to operate as a going concern.

B. Overall considerations

The standalone financial statements have been prepared using the material accounting policies and measurement basis summarized below.

These accounting policies have been used throughout all periods presented in the standalone financial statements.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

C. Material accounting policies

a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset/liability is treated as current when it is:

- Expected to be realised or intended to be sold or consumed or settled in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised/settled within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets and liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

b. Revenue recognition

Revenue is recognised at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer. The Company recognises revenue at the point in time, when control of the asset is transferred to the customer depending upon the terms of sale with the customers.

When either party to a contract has performed, an entity shall present the contract in the balance sheet as a contract

asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment.

When either party to a contract has performed, an entity shall present the contract in the balance sheet as a contract asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment.

Revenue includes only the gross inflows of economic benefits, received and receivable by the Company, on its own account. Amounts collected on behalf of third parties such as goods and service tax is excluded from revenue.

Interest income and dividend:

Interest income is recognised using effective interest method.

Dividend income is recognised when the right to receive payment is established.

Export benefits:

The Company recognises income from duty drawback and export benefit on an accrual basis.

c. Inventories

Raw materials, work-in-progress, finished goods, packing materials, stores and spares, stock-in-trade and other products are carried at the lower of cost and net realizable value.

In determining the cost of raw materials, packing materials, stock-in-trade, stores and spares and other products, weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads and other costs incurred in bringing the inventories to their present location and condition.

d. Property, plant and equipment

Measurement and recognition

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining item.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalised if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalised under relevant heads of property, plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalised at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognised in the Statement of Profit and Loss as and when incurred.

Capital work-in-progress and capital advances

Capital work in progress includes construction stores including material / equipment / services, etc. received at site for use in the projects. All revenue expenses incurred during construction period, which are exclusively attributable to acquisition / construction of fixed assets, are capitalised at the time of commissioning of such assets. Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress.

Advances given towards acquisition of property, plant and equipment outstanding at each Balance Sheet date are disclosed as per requirement of Schedule III.

Depreciation

Depreciation on each part of an item of property, plant and equipment is provided using the Straight Line Method (SLM) based on the useful life of the asset as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013 except on some assets, where useful life has been taken based on external / internal technical evaluation as given below:

Particulars	Useful lives
Plant and machinery	7, 10 and 18 years
Roads	30 and 60 years
Fit-out and other as-sets at sales outlets	5 years

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Freehold land is not depreciated. Leasehold improvements are amortised over the period of the lease or the useful life of the asset, whichever is lower.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

e. Intangible assets

Measurement and recognition

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment loss, if any.

Amortisation

Intangible assets with finite lives are amortised on a Straight Line basis over the estimated useful economic life. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The amortisation period and method for an intangible asset is reviewed at least at the end of each reporting period.

Costs relating to computer software are capitalised and amortised on straight line method over their estimated useful economic life.

De-recognition

The carrying amount of an intangible asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognised in the Statement of Profit and Loss when the asset is derecognised.

f. Research and development costs

Expenditure on research is recognised as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognised as an expense when it is incurred.

Items of property, plant and equipment utilized for research and development are capitalised and depreciated in accordance with the policies stated for Property, Plant and Equipment.

g. Borrowing costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised, if any. All other borrowing costs are expensed in the period in which they occur.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

h. Foreign currency transactions

Initial recognition:

On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the Statement of Profit and Loss.

Measurement of foreign currency items at reporting date:

Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of these translations are recognised in the Statement of Profit and Loss.

i. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant relates to an asset, the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognised as income in statement of profit and loss over the period and in proportion in which depreciation is charged.

When the grant relates to an expense item,

it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favorable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant (deferred income) is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities. The loan or assistance is subsequently recognised in the statement of profit and loss on a straight line basis over the period of loan.

j. Taxes on income

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax

Current tax is measured at the amount expected to be paid/ recovered to/from the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised directly in equity/other comprehensive income is recognised under

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

the respective head and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets are offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Tax relating to items recognised directly in equity/other comprehensive income is recognised in respective head and not in the statement of profit & loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be

available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

k. Employee benefits

Short term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognised in the period in which the employee renders the related service. The Company recognises the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Post-employment benefits:

I. Defined contribution plans:

The Company makes payments made to defined contribution plans such as provident fund and employees' state insurance. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

II. Defined benefit plans:

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Other long-term employee benefits:

Other long-term employee benefits are recognised as an expense in the Statement of Profit and Loss as and when they accrue. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuations carried out as at the balance sheet date. Actuarial gains and losses in respect of such benefits are charged to the Statement of Profit and Loss.

I. Share-based payments

The fair value of options granted under Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by

reference to the fair value of the options. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in statement of profit and loss, with a corresponding adjustment to equity.

m. Leases

The Company as a lessee

The Company's lease asset classes primarily consist of property leases. The Company assesses whether a contract 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 recognizes 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 low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized 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.

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 amortized cost 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 in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

The Company as a lessor

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.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized

on a straight-line basis over the term of the relevant lease.

n. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

o. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible

Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

p. Earnings per share

Basic earnings per equity share is calculated by dividing the net profit for the year attributable to equity shareholders by weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders and the weighted average numbers of shares outstanding during the year are adjusted for the effects of all dilutive potential equity share

q. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks, on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

r. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

Classification

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, Trade Receivables that does not contain a significant financial component are measured at transaction price.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in below categories:

• 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.

• Financial assets at fair value through other comprehensive income

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. The Company has made an irrevocable election for

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.

• **Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

De-recognition

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Company assesses impairment based on expected credit losses (ECL) model for measurement and recognition of impairment loss, the calculation of which is based on historical data, on the financial assets that are trade receivables or contract revenue receivables and all lease receivables.

b) Financial liabilities

Classification

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement

All financial liabilities are recognised

initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

• **Financial liabilities at amortised cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

• **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

c) 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 realize the assets and settle the liabilities simultaneously

d) Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts, interest rate swaps, full currency swaps and forward commodity

contracts, to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

s. Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the recoverable amount of the asset or the cash generating unit is estimated. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount. The carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting 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. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

t. Fair value measurement

The Company measures financial instruments such as derivatives and certain investments, at fair value at each balance sheet date.

All assets and liabilities for which fair value is measured or disclosed in the financial

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

statements are categorized 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 assets and liabilities that are recognised in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

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.

D. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect thereportedamountsof revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of

future events that are believed to be reasonable under the circumstances. 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.

In particular, the Company has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements. Changes in estimates are accounted for prospectively.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor, land access and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events.

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

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

(b) Defined benefit plans

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 future pension increases. 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.

(c) Useful lives of depreciable/amortisable assets

Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

(d) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(e) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgments in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(f) Estimation of current tax and deferred tax

Management judgement is required for the calculation of provision of 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 these financial statements.

(g) Right-of-use assets and lease liability

The Company has exercised judgement in determining the lease term as the no cancellable term of the lease, together with the impact of options to extend or terminate the lease if it is reasonably certain to be exercised. Where the rate implicit in the lease is not readily available, an incremental borrowing rate is applied. This incremental borrowing rate reflects the rate of interest that the lessee would have to pay to borrow over a similar term, with a similar security, the funds necessary to obtain an asset of a similar nature and value to the right-of-use

asset in a similar economic environment. Determination of the incremental borrowing rate requires estimation.

(h) Share based payment transactions

The fair value of employee stock options is measured using the Black-Scholes model. Measurement inputs include share price on grant date, exercise price of the instrument, expected volatility (based on weighted average historical volatility), expected life of the instrument (based on expected exercise behaviour), expected dividends, and the risk free interest rate (based on government bonds). The details of variables used are given in note 43.

E. Recent 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. For the year ended 31 March 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

4 Property, plant and equipment

Particulars	Freehold land	Buildings	Plant and equipments	Furniture and fixtures	Vehicles	Office equipments	Computers	Display assets	Total
Gross carrying amount									
As at 1 April 2023	68.21	358.50	1,102.32	10.23	50.88	9.88	7.43	20.13	1,627.58
Additions	-	17.43	194.90	0.89	17.45	1.49	0.57	0.87	233.60
Disposals	0.02	3.42	52.49	0.19	8.19	0.68	1.00	0.57	66.56
As at 31 March 2024	68.19	372.51	1,244.73	10.93	60.14	10.69	7.00	20.43	1,794.62
Additions	0.04	5.92	50.11	0.41	12.72	2.20	0.91	13.52	85.83
Disposals	-	0.51	114.60	0.68	24.48	0.99	0.31	4.05	145.62
As at 31 March 2025	68.23	377.92	1,180.24	10.66	48.38	11.90	7.60	29.90	1,734.83
Accumulated depreciation									
As at 1 April 2023	-	102.66	522.36	6.48	19.15	6.41	5.16	13.56	675.78
Depreciation charge for the year (refer note 31)	-	9.82	75.91	0.62	6.14	0.84	0.70	0.95	94.98
Disposals	-	1.59	43.84	0.17	5.29	0.62	0.94	0.55	53.00
As at 31 March 2024	-	110.89	554.43	6.93	20.00	6.63	4.92	13.96	717.76
Depreciation charge for the year (refer note 31)	-	10.35	72.89	0.67	7.07	1.18	0.81	1.69	94.66
Disposals	-	0.11	96.07	0.62	12.13	0.91	0.30	3.68	113.82
As at 31 March 2025	-	121.13	531.25	6.98	14.94	6.90	5.43	11.97	698.60
Net carrying amount :									
As at 31 March 2025	68.23	256.79	648.99	3.68	33.44	5.00	2.17	17.93	1,036.23
As at 31 March 2024	68.19	261.62	690.30	4.00	40.14	4.06	2.08	6.47	1,076.86

Notes:

- I. **Property, plant and equipment pledged as security**
Refer note 50 for information on property, plant and equipment pledged as security by the Company.
- II. **Contractual obligations**
Refer to note 38 (a) for disclosure on contractual commitments for the acquisition of property, plant and equipment.
- III. **Title deeds**
Title deeds of all the immovable property held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are in the name of the Company.
- IV. **Freehold land and buildings amounting to ₹ 12.42 Crore and ₹ 44.95 Crore respectively, had been acquired through merger with Kajaria Tiles Private Limited. The Company has already initiated the process of changing the name with the Registrar of properties.**

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

4 Property, plant and equipment (cont'd)

V. Capital work-in-progress

Capital work-in-progress amounting to ₹ 97.26 Crores (31 March 2024 : ₹ 54.51 Crores) mainly pertains to machinery pending installation and civil work being carried on at the plants of the Company.

VI. Details of Capital Work in Progress (CWIP) movement and ageing is as below:

Particulars	Amount
As at 01 April 2023	77.98
Add: Additions	24.98
Less: Capitalisations	(48.45)
As at 31 March 2024	54.51
Add: Additions	48.20
Less: Capitalisations	(5.45)
As at 31 March 2025	97.26

Ageing of CWIP

Capital work-in-progress	As at 31 March 2025				Total
	Less than 1 Year	1-2 years	2-3 years	More than 3 Years	
Projects in progress	48.25	19.17	17.00	12.84	97.26

Capital work-in-progress	As at 31 March 2024				Total
	Less than 1 Year	1-2 years	2-3 years	More than 3 Years	
Projects in progress	23.81	17.86	12.84	-	54.51

Note: There are no such project under capital work in progress whose completion is overdue or has exceeded it's cost compared to its original plan as of 31 March 2025 and 31 March 2024.

VII. Capital work-in-progress pledged as security

Refer note 50 for the Capital work-in-progress pledged as security.

VIII. Contractual commitments

Refer note 38 (a) for disclosure on contractual commitments for the acquisition of Capital work-in-progress.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

5 Intangible assets

Particulars	Software	Total
Gross carrying amount		
As at 1 April 2023	9.66	9.66
Additions	-	-
Disposals/Adjustments	0.79	0.79
As at 31 March 2024	8.87	8.87
Additions	-	-
Disposals/Adjustments	7.16	7.16
As at 31 March 2025	1.71	1.71
Accumulated amortisation		
As at 1 April 2023	8.48	8.48
Amortisation charge for the year (refer note 31)	0.37	0.37
Disposals/Adjustments	0.79	0.79
As at 31 March 2024	8.06	8.06
Amortisation charge for the year (refer note 31)	0.32	0.32
Disposals/Adjustments	7.16	7.16
As at 31 March 2025	1.22	1.22
Net carrying amount :		
As at 31 March 2025	0.49	0.49
As at 31 March 2024	0.81	0.81

6 Investments - Non-current

Particulars	As at 31 March 2025	As at 31 March 2024
Investments in equity instruments (unquoted)		
(a) Investments in subsidiaries (measured at cost)		
(i) Domestic Companies		
Kajaria Vitrified Private Limited 14,202,500 (31 March 2024: 14,202,500) equity shares of ₹10 each fully paid up	34.43	34.43
Kajaria Adhesive Private Limited 7500 (31 March 2024: Nil) equity shares of ₹10 each fully paid up	0.01	-
Kajaria Infinity Private Limited 7,698,991 (31 March 2024: 7,698,991) equity shares of ₹10 each fully paid up	39.34	39.34
Kajaria Bathware Private Limited 25,000,000 (31 March 2024: 25,000,000) equity shares of ₹10 each fully paid up	40.00	40.00
Kajaria Plywood Private Limited 45,000,000 (31 March 2024: 40,000,000) equity shares of ₹10 each fully paid up	45.00	40.00

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

6 Investments - Non-current (Cont'd)

Particulars	As at 31 March 2025	As at 31 March 2024
South Asian Ceramic Tiles Private Limited 12,495,000 (31 March 2024: 12,495,000) equity shares of ₹10 each fully paid up	29.33	29.33
Keronite Tiles Private Limited* 8,550,000 (31 March 2024: Nil) equity shares of ₹10 each fully paid up	8.55	-
(ii) Overseas Company		
Kajaria International DMCC 1,000 (31 March 2024: 1,000) equity shares of United Arab Emirates (UAE) Dirham 1,000 each fully paid up	2.25	2.25
(b) Investments in joint venture (measured at cost)		
Overseas Company		
Kajaria Ramesh Tiles Limited# 3,748,200 (31 March 2024 : 2,000,000) equity shares of Nepalese Rupee 100 each fully paid up	23.43	12.50
(c) Investments in other entity (measured at FVTPL)		
Sunsure Solarpark Two Private Limited 27,901 (31 March 2024: 27,901) equity shares of ₹10 each fully paid up	3.67	3.67
Total	226.01	201.52
Less: Impairment in the value of investments (refer note 39)		
Kajaria Plywood Private Limited	45.00	-
Total	181.01	201.52
Aggregate amount of unquoted investments	226.01	201.52
Aggregate amount of impairment in value of investments	45.00	-

During the year, the Company has made further investment in 1,748,200 (31 March 2024 : 2,000,000) equity shares of Kajaria Ramesh Tiles Limited, a 50% joint venture Company.
* Name of Keronite Tiles Private Limited has been changed to Kajaria Surfaces Private Limited w.e.f. 06 May 2025.

7 Loans@

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Considered good - unsecured				
Loans to other companies (refer note (i))	9.18	-	2.86	53.06
Loans to related parties (refer note (ii))	335.28	282.25	1.01	0.56
Credit impaired	85.28	-	-	-
Less: Allowance for expected credit losses	(85.28)	-	-	-
Total	344.46	282.25	3.87	53.62

@ Loans are non-derivative financial assets which generate a fixed or variable interest income for the Company. The carrying value may be affected by changes in the credit risk of the counterparties.

Notes:

- (i) Loans to other companies represents interest bearing loans given for the business purposes.
- (ii) Represents loans given to subsidiary companies and Kajaria Ceramics Employee Gratuity Trust. The loan granted to these subsidiaries is used for business purposes (refer note 40B(5) for details)

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

8 Other financial assets

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Considered good - unsecured				
Deposits with original maturity of greater than twelve months	16.51	2.31	-	-
Insurance Claim receivables	-	-	0.78	-
Export benefit receivables	-	-	0.14	0.34
Application money paid towards securities	4.49	-	-	-
Security deposits	21.82	19.73	-	-
Interest receivable	-	-	2.71	2.37
Total	42.82	22.04	3.63	2.71

9 Non-current tax assets (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Advance tax (net of provisions)	1.25	12.13
Total	1.25	12.13

10 Other assets

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Considered good- unsecured				
Capital advances	3.32	1.46	-	-
Advances other than above				
Advance to suppliers	-	-	6.85	6.61
Prepaid expenses	0.79	1.83	7.10	6.53
Balances with statutory authorities	-	-	3.64	3.12
Others	-	-	1.65	0.58
Total	4.11	3.29	19.24	16.84

11 Inventories (valued at lower of cost or net realisable value)

Particulars	As at 31 March 2025	As at 31 March 2024
Raw materials	37.73	38.36
Work-in-progress	10.14	10.58
Finished goods	257.55	238.28
Stock-in-trade	15.86	13.57
Stores and spares	41.93	44.90
Packing material	6.64	17.58
Total	369.85	363.27

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

12 Trade receivables

Particulars	As at 31 March 2025	As at 31 March 2024
Considered good - unsecured	502.48	516.78
Credit impaired	11.82	5.66
Less: Allowance for expected credit losses	(11.82)	(5.66)
Total	502.48	516.78
Amount due from related parties (refer note 40)	6.94	7.05

Note:

- a) No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person or amounts dues from firms or private companies in which any director is a partner, director or a member.
- b) All amounts are short-term. The net carrying value of trade receivables is considered a reasonable approximation of fair value.
- c) Amount due from related parties is disclosed net of allowance for expected credit losses

Particulars	As at 31 March 2025						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 Years	
(I) Undisputed Trade receivables - considered good	300.46	188.22	6.91	2.69	0.07	0.11	498.46
(ii) Undisputed Trade receivables - credit impaired	-	0.06	4.37	1.19	0.02	0.10	5.74
(iii) Disputed Trade receivables - considered good	-	-	-	1.07	0.45	2.50	4.02
(iv) Disputed Trade receivables - credit impaired	-	-	-	1.63	0.68	3.77	6.08
Less: Allowance for expected credit losses	-	(0.06)	(4.37)	(2.82)	(0.70)	(3.87)	(11.82)
Total	300.46	188.22	6.91	3.76	0.52	2.61	502.48

Particulars	As at 31 March 2024						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 Years	
(I) Undisputed Trade receivables - considered good	312.13	193.31	6.11	1.63	0.12	0.26	513.56
(ii) Undisputed Trade receivables - credit impaired	-	-	0.20	0.12	0.04	0.20	0.56
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	3.22	3.22
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	-	5.10	5.10
Less: Allowance for expected credit losses	-	-	(0.20)	(0.12)	(0.04)	(5.30)	(5.66)
Total	312.13	193.31	6.11	1.63	0.12	3.48	516.78

Note: There are no unbilled receivables, hence the same is not disclosed in the ageing schedule.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

13 Cash and cash equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- Current accounts	4.49	86.42
Cash on hand	0.42	0.29
Total	4.91	86.71

Note: There are no repatriation restrictions with regard to cash and cash equivalents as the end of the reporting period and prior period.

14 Bank balances other than cash and cash equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Earmarked balances with banks in current accounts - unpaid dividends*	2.61	2.45
Deposits with original maturity of greater than three months and remaining maturity of less than twelve months**	561.38	413.34
Total	563.99	415.79

** These balances are not available for use by the Company and not due for deposit in the Investor Education and Protection Fund.

** Deposits amounting to ₹ 139.55 Crores (31 March 2024 : ₹202.49 Crores) have been pledged by the Company against facilities taken by various subsidiaries and against performance guarantees of the Company.

15 Equity share capital

Particulars	As at 31 March 2025	As at 31 March 2024
Authorised:		
770,000,000 equity shares of ₹ 1 each (31 March 2024: 770,000,000 of ₹ 1 each)	77.00	77.00
7,710,000 preference shares of ₹ 100 each (31 March 2024: 7,710,000 of ₹ 100 each)	77.10	77.10
	154.10	154.10
Issued and subscribed:		
159,272,290 equity shares of ₹ 1 each (31 March 2024: 159,258,300 equity shares of ₹ 1 each)	15.93	15.93
Total	15.93	15.93

A. Reconciliation of the authorised share:

There is no change in authorised capital of equity shares and preference share during the current year and previous year.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

A. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year:

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	Amount	No of shares	Amount
At the beginning of the reporting year	159,258,300	15.93	159,232,550	15.92
Add: issued on exercise of employee share option	13,990	#	25,750	0.01
(# rounded off to Nil)				
Outstanding at the end of the year	159,272,290	15.93	159,258,300	15.93

C. Terms/rights attached to equity shares

The Company has only one class of equity share having face value of ₹ 1 per share. The holder of the equity shares is entitled to receive dividend as declared from time to time. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing annual general meeting. The holder of share is entitled to voting rights proportionate to their share holding.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive assets of the Company remaining after settlement of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

The interim dividend for ₹ 5 per share (previous year ₹ 6 per share) has been distributed to the shareholders on approval of Board of Directors. During the year, the final dividend for ₹ 6 per share (previous year ₹ 3 per share) has been distributed to the shareholders of the Company.

D. Shares reserved for issue under options

Information relating to Kajaria Ceramics Employee Stock Option Plan, 2015, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 43.

E. Details of shareholders holding more than 5% shares in the Company*:

Name of shareholder	As at 31 March 2025		As at 31 March 2024	
	Number of shares held having face value of ₹ 1 each	% of holding in class	Number of shares held having face value of ₹ 1 each	% of holding in class
VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12,933,973	8.12%	12,933,973	8.12%
CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25,867,947	16.24%	25,867,947	16.24%
RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25,867,947	16.24%	25,867,947	16.24%
Kotak Emerging Equity Scheme	9,343,185	5.87%	7,754,349	4.87%

* As per the records of the Company, including its register of members

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

F. Details of shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and brought back during the last 5 years for each class of shares

The Company has issued equity shares aggregating 334,290 (up to 31 March 2024 : 320,300) shares of ₹ 1 each fully paid during the financial years 2018-2019 to 2022-23 (2017-18 to 2021-22) on exercise of option granted under the employee stock option plan wherein part consideration was received in form of employee service.

Nil equity shares (31 March 2024: Nil) bought back pursuant to section 68, 69 and 70 of the Companies Act, 2013

The Company has issued Nil equity shares (31 March 2024 : Nil) as fully paid up bonus shares for which entire consideration not received in cash.

G. Details of shares held by promoters:

S. No.	Promotor Name	As at 31 March 2025				
		No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of total shares	% Changes during the year
1	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12,933,973	-	12,933,973	8.12%	-
2	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
3	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
4	Chetan Kajaria and Rasika Kajaria (in their capacity as joint trustees of Raghav Kajaria Family Private Trust)	-	450,000	450,000	0.28%	-
5	Mr. Ashok Kajaria	1,047,004	-	1,047,004	0.66%	-
6	Mr. Chetan Kajaria	1,339,880	-	1,339,880	0.84%	-
7	Mr. Rishi Kajaria	1,805,716	-	1,805,716	1.13%	-
8	Mrs. Versha Devi Kajaria	1,777,014	-	1,777,014	1.12%	-
9	Mrs. Rasika Kajaria	570,000	-	570,000	0.36%	-
10	Mrs. Shikha Kajaria	600,000	-	600,000	0.38%	-
11	Mr. Kartik Kajaria	450,000	-	450,000	0.28%	-
12	Mr. Raghav Kajaria	450,000	(450,000)	-	0.00%	-
13	Mr. Vedant Kajaria	450,000	-	450,000	0.28%	-
14	Mr. Parth Kajaria	450,000	-	450,000	0.28%	-
15	A.K. Kajaria (HUF)	1,967,750	-	1,967,750	1.24%	-
16	Chetan Kajaria (HUF)	42,000	-	42,000	0.03%	-
17	Rishi Kajaria (HUF)	6,000	-	6,000	0.00%	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

As at 31 March 2024						
S. No.	Promotor Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of total shares	% Changes during the year
1	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12,933,973	-	12,933,973	8.12%	-
2	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
3	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
4	Mr. Ashok Kajaria	1,047,004	-	1,047,004	0.66%	-
5	Mr. Chetan Kajaria	1,339,880	-	1,339,880	0.84%	-
6	Mr. Rishi Kajaria	1,805,716	-	1,805,716	1.13%	-
7	Mrs. Versha Devi Kajaria	1,777,014	-	1,777,014	1.12%	-
8	Mrs. Rasika Kajaria	570,000	-	570,000	0.36%	-
9	Mrs. Shikha Kajaria	600,000	-	600,000	0.38%	-
10	Mr. Kartik Kajaria	450,000	-	450,000	0.28%	-
11	Mr. Raghav Kajaria	450,000	-	450,000	0.28%	-
12	Mr. Vedant Kajaria	450,000	-	450,000	0.28%	-
13	Mr. Parth Kajaria	450,000	-	450,000	0.28%	-
14	A.K. Kajaria (HUF)	1,967,750	-	1,967,750	1.24%	-
15	Chetan Kajaria (HUF)	42,000	-	42,000	0.03%	-
16	Rishi Kajaria (HUF)	6,000	-	6,000	0.00%	-

16 Other equity

Particulars	As at 31 March 2025	As at 31 March 2024
a) General reserves		
Balance at the beginning/end of the year	320.37	320.37
b) Securities premium		
Balance at the beginning of the year	182.62	180.63
Share issued during the year (refer note 15)	1.37	1.09
Amount transferred from Share option outstanding account to Security premium on issue of shares	0.57	0.90
Balance at the end of the year	184.56	182.62
c) Capital redemption reserve		
Balance at the beginning/end of the year	5.00	5.00

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	As at 31 March 2025	As at 31 March 2024
d) Share options outstanding account		
Balance at the beginning of the year	15.49	8.88
Employee stock option scheme	6.10	7.51
Transferred to security premium on issue of shares	(0.57)	(0.90)
Balance at the end of the year	21.02	15.49
e) Capital reserve		
Balance at the beginning/end of the year	(29.57)	(29.57)
f) Retained earnings		
Balance at the beginning of the year	2,060.68	1,818.71
Profit for the year	204.14	381.45
Other comprehensive income (OCI) for the year, net of tax	0.66	(0.07)
Dividend distribution tax paid earlier reversed	-	3.92
Dividend distributed (including interim dividend)	(175.19)	(143.33)
Balance at the end of the year	2,090.29	2,060.68
Total other equity	2,591.67	2,554.59

Nature and purpose of reserves -

- a) General reserve**

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.
- b) Securities premium**

This reserve is used to record the premium on issue of shares. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.
- c) Capital redemption reserve**

This reserve was created on redemption of preference shares in the financial year 2001-02. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.
- d) Share options outstanding account**

The reserve is used to recognise the grant date fair value of the options issued to employees under Kajaria Ceramics Employee Stock Option Plan, 2015.
- e) Capital reserve**

The reserve was created on Scheme of Arrangement (the Scheme) between the Company and erstwhile Kajaria Securities Private Limited ('KSPL') in financial year 2017-18 and erstwhile Kajaria Tiles Private Limited ('KTPL') in the financial year 2021-22.
- f) Retained earnings**

Created from profit/loss of the Company, as adjusted for distributions to owners in the form of dividend and transfer to other reserve.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

17 Borrowings

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Term loan - Secured				
Deferred payment liabilities	0.88	6.55	-	-
Interest free loan from Financial Institution (Sales tax deferment scheme - State of Uttar Pradesh)				
Less: current maturities of non-current borrowings	(0.88)	(5.77)	0.88	5.77
Working capital facility - Secured				
From banks	-	-	2.07	-
	-	0.78	2.95	5.77

Term of borrowings

Type of loan	Loan outstanding		Rate of interest	Security guarantee	Repayment terms
	As at 31 March 2025	As at 31 March 2024			
Term loan - deferred payment liabilities	0.88	6.55	Nil	Secured against first charge on factory land and building of the Company at Sikandrabad, Uttar Pradesh.	Repayable in one instalment after 7 years from date of disbursement.
Working capital facility (secured)	2.07	-	31 March 2025: 8.25% to 9.30% per annum (31 March 2024: Nil)	Secured against first charge on inventories and book debts of the Company and second charge on immovable and movable assets of its factories at Sikandrabad, Uttar Pradesh and Gailpur, Rajasthan.	Repayable on demand

The above loans have been utilised as per the purpose for these loans were sanctioned.
The property on which mortgaged or any charged created has been duly registered with Registrar of companies.

18 Lease liabilities

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Lease liabilities (refer note 37)	69.81	43.53	23.56	16.77
	69.81	43.53	23.56	16.77

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

19 Provisions

Particulars	Current	
	As at 31 March 2025	As at 31 March 2024
Provision for employee benefits obligation		
Gratuity	7.08	7.81
Compensated absences	20.70	18.19
	27.78	26.00

20 Deferred tax liabilities (net)

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Deferred tax liability on:		
Difference between book balance and tax balance of property, plant and equipment	85.10	85.47
	85.10	85.47
(b) Deferred tax assets on:		
Provision for compensated absences	5.21	4.58
Others	5.08	3.83
	10.29	8.41
Deferred tax liabilities (net)	74.81	77.06

Movements in deferred tax liabilities and deferred tax assets:

	Property, plant and equipment	Compensated absences	Others	Total
As at 1 April 2023	78.89	(4.23)	(4.07)	70.59
Charged/(credited) to the statement of profit or loss	6.58	(0.35)	0.24	6.47
As at 31 March 2024	85.47	(4.58)	(3.83)	77.06
Charged/(credited) to the statement of profit or loss	(0.37)	(0.63)	(1.25)	(2.25)
As at 31 March 2025	85.10	(5.21)	(5.08)	74.81

21 Other liabilities

Particulars	Current	
	As at 31 March 2025	As at 31 March 2024
Advance received from customers	23.48	25.57
Statutory dues payable	39.13	39.32
Deferred government grant	0.05	0.43
Total	62.66	65.32

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

22 Trade payables

Particulars	As at 31 March 2025	As at 31 March 2024
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note 42)	45.90	33.10
- Total outstanding dues of creditors other than micro enterprises and small enterprises	258.70	237.81
Total	304.60	270.91

Particulars	As at 31 March 2025				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
- Total outstanding dues of micro enterprises and small enterprises	45.90	-	-	-	45.90
- Total outstanding dues of creditors other than micro enterprises and small enterprises	258.69	-	-	0.01	258.70
	304.59	-	-	0.01	304.60

Particulars	As at 31 March 2024				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	
- Total outstanding dues of micro enterprises and small enterprises	33.10	-	-	-	33.10
- Total outstanding dues of creditors other than micro enterprises and small enterprises	237.80	-	-	0.01	237.81
	270.90	-	-	0.01	270.91

Note: There are no unbilled dues.

23 Other current financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Unclaimed dividends*	2.61	2.45
Security deposits from customers	22.68	19.93
Security deposits others	17.18	19.03
Employee payable	52.71	52.63
Liabilities toward unspent corporate social responsibility (refer note 56)	0.47	0.60
Creditors for capital goods	1.79	0.94
Others	0.11	-
Total	97.55	95.58

* Not due for deposit to the Investor Education and Protection Fund.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

24 Current tax liabilities (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Current tax liabilities (net of advance tax and TDS)	0.98	-
Total	0.98	-

25. Revenue from operations

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Sale of products		
Tiles	4,215.14	4,098.90
Other operating revenues	3.68	4.12
Total	4,218.82	4,103.02

Disclosure pursuant to Ind AS-115 'Revenue from contracts with customers', are as follows:

(a) Disaggregation of revenue:

Revenue arises mainly from the sale of manufactured and traded goods. The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

Year ended 31 March 2025			
Particulars	Revenue from sale of tile	Other operating revenue	Total
Revenue by geography			
Domestic	4,164.35	3.68	4,168.03
Export	50.79	-	50.79
Total	4,215.14	3.68	4,218.82
Revenue by time			
Revenue recognized at point in time			4,218.82
Revenue recognized over time			-
Total			4,218.82

Year ended 31 March 2024			
	Revenue from sale of tile	Other operating revenue	Total
Revenue by geography			
Domestic	4,026.14	4.12	4,030.26
Export	72.76	-	72.76
Total	4,098.90	4.12	4,103.02
Revenue by time			
Revenue recognized at point in time			4,103.02
Revenue recognized over time			-
Total			4,103.02

Sale of products are net of discounts amounting to ₹ 181.90 Crores (31 March 2024 : ₹ 178.26 Crores)

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(b) Assets and liabilities related to contracts with customers is as below:

Particulars	As at 31 March 2025	As at 31 March 2024
Contract liabilities related to sale of goods		
Advance from customers	23.48	25.57
Trade receivables	502.48	516.78

(c) Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liabilities are on account of the advance payment received from customer for which performance obligation has not yet been completed.

The performance obligation is satisfied when control of the goods or services are transferred to the customers based on the contractual terms. The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration. Further, there are no contracts for sale of services wherein, performance obligation is unsatisfied to which transaction price has been allocated.

Payment terms with customers vary depending upon the contractual terms of each contract and generally falls in the range of 0 to 45 days from the completion of performance obligation.

There is no significant financing component in any transaction with the customers.

(d) Significant changes in contract assets and liabilities:

The change in contract liabilities (advance from customers) during the year.

Particulars	As at 31 March 2025	As at 31 March 2024
Advance from customers		
Opening balance	25.57	22.00
Revenue recognised during the year	25.57	22.00
Addition during the year (net)	23.48	25.57
Closing balance	23.48	25.57

26 Other income

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest income measured at amortised cost on:		
Loan to subsidiaries (refer note 40)	27.38	22.21
Fixed deposits with banks	32.67	28.21
Other financial assets carried at amortised cost	0.64	0.64
Others	3.72	1.64
Gain on disposal of property , plant and equipment (net)	-	7.79
Net gain on foreign currency transaction and translation	0.79	0.87
Other non-operating income	2.65	7.20
Total	67.85	68.56

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

27 Cost of materials consumed

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Body material	328.63	316.81
Glaze, frits and chemicals	232.23	226.70
Packing material consumed	127.92	117.23
Total	688.78	660.74

28 Changes in inventories of finished goods, stock in trade and work-in-progress

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Opening balance		
Finished goods	238.28	245.26
Stock-in-trade	13.57	13.35
Work-in-progress	10.58	7.88
Total	262.43	266.49
Closing balance		
Finished goods	257.55	238.28
Stock-in-trade	15.86	13.57
Work-in-progress	10.14	10.58
Total	283.55	262.43
	(21.12)	4.06

29 Employee benefits expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Salaries, wages and bonus	381.63	349.50
Contribution to provident and other funds (also refer note 36)	17.33	16.13
Share based payments to employees	6.10	7.51
Less: Amounts recovered towards share based payments to employees of a subsidiary	(0.51)	(0.41)
Staff welfare expenses	7.75	7.54
Total	412.30	380.27

30 Finance costs

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest expenses	2.96	3.80
Interest on lease liabilities	4.81	3.20
Other borrowing costs	1.11	1.17
Total	8.88	8.17

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

31 Depreciation and amortisation expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Depreciation on property, plant and equipment (refer note 4)	94.66	94.98
Amortisation of intangible assets (refer note 5)	0.32	0.37
Depreciation on right-of-use assets (refer note 37)	22.24	15.19
Total	117.22	110.54

32 Other expenses

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Stores and spares consumed	95.97	90.28
Power and fuel	613.63	614.15
Repairs and maintenance:		
- Buildings	6.59	6.61
- Plant and equipment	20.72	19.22
- Others	6.29	5.96
Rent (refer note 37d)	2.65	2.91
Rates and taxes	2.42	2.00
Traveling and conveyance	51.82	47.60
Insurance charges	4.23	4.30
Legal and professional charges	4.37	4.61
Payment to auditors as:		
- auditor	1.00	0.95
- for other services	0.05	0.04
- for reimbursement of expenses	0.09	0.04
Packing, freight and forwarding expenses	41.70	51.17
Advertisement, publicity and sales promotion	95.41	101.68
Sales commission	15.00	14.73
Loss on disposal of property, plant and equipment	9.06	-
Provision for expected credit loss	24.06	-
Bad debts	0.65	1.06
Corporate social responsibility expenditure (refer note 56)	9.72	9.03
Research and development expenses (refer note 35)	5.60	9.63
Miscellaneous expenses	25.48	21.38
	1,036.51	1,007.35

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

33 Income-tax expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
(a) Income-tax expense debited to statement of profit and loss		
Current tax		
Current tax on profits for the year	117.51	124.51
Adjustment of tax relating to earlier periods	(0.15)	(0.19)
Total current tax expense	117.36	124.32
Deferred tax		
Deferred tax charge for the year	(2.25)	6.47
Total tax expense	115.11	130.79
(b) Income-tax expense credited to other comprehensive income		
Current tax		
Current tax credit for the year	0.22	(0.02)
	0.22	(0.02)
(c) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit before tax	319.25	512.24
Tax at the Indian tax rate of 25.168%	80.35	128.92
Adjustment of tax relating to earlier periods	(0.15)	(0.19)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Expenses not allowed as deduction	34.91	2.06
Income-tax expense	115.11	130.79

34 Earnings per share

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Profit attributable to equity holders of the Company for basic earnings (₹ in Crores) for the year	204.14	381.45
Weighted average number of equity shares in calculating basic earnings per share (Nos.)	159,264,471	159,253,834
Weighted average number of equity shares in calculating diluted earnings per share (refer note below) (Nos.)	159,337,845	159,435,662
Earnings per share		
- Basic (₹)	12.82	23.95
- Diluted (₹)	12.81	23.93

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Note: Weighted average number of equity shares used as denominator

Particulars	No. of shares	
	As at 31 March 2025	As at 31 March 2024
Weighted average number of equity shares used as denominator in calculating basic earnings per shares	159,264,471	159,253,834
Adjustments for calculation of diluted earnings per share:		
- Outstanding employee stock options	73,374	181,828
Weighted average number of equity shares and potential equity shares used as denominator in calculating diluted earnings per share	159,337,845	159,435,662

35 Research and development expenditure

Research and development expenditure incurred during the year ended 31 March 2025 and 31 March 2024 is as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Capital expenditure	0.20	1.18
Revenue expenditure	5.60	9.63

36 Employee benefits

The Company has following post-employment benefit plans:

A) Defined contribution plan

Retirement benefits in the form of provident fund, superannuation fund and national pension scheme are defined contribution schemes. Company has no obligation, other than the contribution payable to the provident fund.

The Company's contribution to the provident fund is ₹11.59 crores (31 March 2024: ₹10.48 crores)

B) Defined benefit plans - Gratuity (funded)

The Company has defined benefit gratuity plan for its employees where annual contributions are deposited to an insurer to provide gratuity benefits by taking a scheme of insurance, whereby these contributions are transferred to the insurer. Gratuity is computed as 15 days last drawn salary, for every completed year of service or part thereof in excess of 6 months and is payable on retirement / termination / resignation. The benefit vests on the employee completing 5 years of service. The Company makes provision of such gratuity asset/liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method. Plan assets also include investments and bank balances used to deposit premiums until due to the insurance company.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Changes in the present value of the defined benefit obligation are as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Defined benefit obligation at the beginning of the year	62.20	55.69
Current service cost	4.60	4.56
Interest cost	4.36	3.90
Benefits paid	(3.77)	(1.98)
Actuarial loss/(gain) on obligations	(0.75)	0.03
Defined benefit obligation at the end of the year	66.64	62.20

Changes in the fair value of plan assets are, as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Fair value of plan assets at the beginning of the year	54.39	48.07
Contribution during the year	5.00	5.00
Benefits paid	(3.77)	(1.98)
Expected return on plan assets	3.81	3.36
Actuarial loss on plan asset	0.13	(0.06)
Fair value of plan assets at the end of the year	59.56	54.39

Reconciliation of fair value of plan assets and defined benefit obligation:

Particulars	As at 31 March 2025	As at 31 March 2024
Fair value of plan assets	59.56	54.39
Defined benefit obligation	66.64	62.20
Net liability recognised in the Balance Sheet (refer note 20)	(7.08)	(7.81)
Current	7.08	7.81
Non current	-	-

Amount recognised in Statement of Profit and Loss:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Current service cost	4.60	4.56
Interest cost	4.36	3.90
Expected return on plan asset	(3.81)	(3.36)
Amount recognised in Statement of Profit and Loss	5.15	5.10

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Breakup of actuarial gain/(loss)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Actuarial gain/(loss) on defined benefit obligation		
Actuarial gain/(loss) arising from changes in financial assumptions	(1.14)	-
Actuarial gain/(loss) arising from experience adjustments	1.89	(0.03)
Actuarial gain/(loss) on plan assets	0.13	(0.06)
Amount of gain/(loss) recognised in other comprehensive income	0.88	(0.09)

The major categories of plan assets are as follows:

Gratuity

Particulars	As at 31 March 2025	As at 31 March 2024
Investment details	Funded	Funded
Investment with gratuity funds	100%	100%

The principal assumptions used in determining gratuity liability for the Company's plans are shown below:

Particulars	As at 31 March 2025	As at 31 March 2024
Discount rate	6.80%	7.00%
Expected rate of return on plan assets	6.80%	7.00%
Future salary increases	8.60%	8.60%
Attrition rate:-		
18-30 years	2.00%	2.00%
30-44 years	2.00%	2.00%
44-58 years	2.00%	2.00%
Retirement age	58 years	58 years
Mortality	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate

Note:

- a.) The discount rate is based upon the market yield available on government bonds at the accounting date relevant to currency of benefits payments for a term that matches the liability.
- b.) The estimates for future salary increase rate taxes amount of inflation, seniority, promotion, business plan, human resource policy and other relevant factors on long term basis.
- c.) The Company provides for gratuity for employees in India as per the Payment of Gratuity Act,1972.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Experience adjustment:

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021
Present value of defined benefit obligation	66.64	62.20	55.69	49.90	44.13
Experience gain/(loss) on liability	1.89	(0.03)	(0.05)	(0.46)	1.97

A quantitative sensitivity analysis for significant assumption as at 31 March 2025 and 31 March 2024 is as shown below:

Gratuity plan	Sensitivity level		Impact on Defined benefit obligation	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Assumptions				
Discount rate	+1%	+1%	(5.40)	(5.13)
	-1%	-1%	6.25	5.92
Future salary increases	+1%	+1%	5.73	5.77
	-1%	-1%	(5.16)	(5.10)
Withdrawal rate	+1%	+1%	(0.10)	(0.58)
	-1%	-1%	0.09	0.65

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

Sensitivities due to mortality are insignificant and hence ignored.

Sensitivities as to rate of inflation, rate of increase of pensions in payments, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

Effect of plan on Company's future cash flows

(a) Funding arrangements and funding Policy

The Company has purchased an insurance policy to provide payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(b) The following payments are expected contributions to the defined benefit plan in future years (in absolute terms i.e. undiscounted):

Particulars	As at 31 March 2025	As at 31 March 2024
Within the next 12 months (next annual reporting period)	8.18	7.89
Between 2 and 5 years	17.40	10.40
Beyond 5 years	41.06	43.91
Total expected payments	66.64	62.20

- (c) Expected contribution for next year is ₹ 5.41 Crores (31 March 2024 : ₹ 4.01 Crores)
- (d) Average duration of the defined benefit obligation at the end of reporting period is 8.71 years (31 March 2024 : 11 years)

C) Other long-term employee benefits - Compensated absences (unfunded)

Particulars	As at 31 March 2025	As at 31 March 2024
Amounts recognised in the balance sheet		
Current	20.70	18.19
Non current	-	-
Total	20.70	18.19

37 Leases

- a) The Company had adopted Ind AS 116 'Leases' from 1 April 2019 in the standalone financial statements.
- b) The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognised on balance sheet:

Right-of-use assets	No. of right-of-use assets leased	Range of remaining term (years)	Average remaining lease term(years)
Building	58 (31 March 2024 : 52)	1 to 5 years (31 March 2024 : 1 to 5 years)	2.58 years (31 March 2024 : 2.57 years)

There are no leases entered by the Company which have any extension, termination or purchase options and the payment of lease rentals is not based on variable payments which are linked to an index.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

c) Amounts recognised in balance sheet and statement of profit and loss :

The balance sheet shows the following amounts relating to leases:

Particulars	Category of right-of-use assets		
	Land	Buildings	Total
Balance as at 1 April 2023	4.91	32.57	37.48
Add: Additions	-	40.82	40.82
Less: Depreciation charged on the right-of-use assets (refer note 32)	0.06	15.13	15.19
Balance as at 31 March 2024	4.85	58.26	63.11
Add: Additions	-	56.94	56.94
Less: Deletions	-	(1.11)	(1.11)
Less: Depreciation charged on the right-of-use assets (refer note 32)	0.06	22.18	22.24
Balance as at 31 March 2025	4.79	91.91	96.70

d) Lease payments not recognised as lease liabilities:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Expenses relating to short term leases (included in other expenses)	2.65	2.91
Total	2.65	2.91

e) Interest on lease liabilities

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest on lease liabilities	4.81	3.20
Total	4.81	3.20

- f) The total cash outflow for leases (principal and interest) for the year ended 31 March 2025 is ₹ 27.57 Crores (31 March 2024: ₹ 19.20 Crores).

g) Future minimum lease payments are as follows:

Minimum lease payments due	As at 31 March 2025		
	Lease payments	Finance charges	Net present values
Within 1 year	29.37	5.81	23.56
1 - 2 years	26.86	4.16	22.70
2 - 3 years	23.89	2.60	21.29
More than 3 years	27.22	1.40	25.82
Total	107.34	13.97	93.37

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Minimum lease payments due	As at 31 March 2024		
	Lease payments	Finance charges	Net present values
Within 1 year	20.46	3.69	16.77
1 - 2 years	33.05	4.12	28.93
2 - 3 years	10.48	0.68	9.80
More than 3 years	4.94	0.14	4.80
Total	68.93	8.63	60.30

38 Commitments, contingencies and litigations

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	15.34	23.08
(b) Contingent liabilities		
(i) Corporate guarantees given (including undrawn amount)	263.24	243.24
(ii) Standby Letter of Credit in respect of loan taken by Joint Venture	88.13	68.13
(iii) Claims against the Company not acknowledged as debt*		
In respect of income tax, goods and service tax, value added tax and service tax demands pending before various authorities and in dispute	26.22	5.37
Others	3.74	2.70

* The Company is contesting the above demands and the management, including its solicitor, believe that its position will likely be upheld in the appellate process. No tax expense has been accrued in the financial statements for the tax demand raised.

The Company has certain litigations involving customers, vendors and based on legal advice of in-house legal team, the management believes that no material liability will devolve on the Company in respect of these litigations.

39 Exceptional Items

During the current year, the Company has decided to discontinue the operations of Kajaria Plywood Private Limited (KPPL), a wholly owned subsidiary of the Company due to lack of strategic fit and continued losses. Accordingly, the Company has fully impaired its investment of Rs. 45.00 Crores and loan amounting to Rs. 67.38 Crores and same has been charged to the statement of profit and loss under exceptional items.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

40 Related party disclosures as per Ind AS 24 - Related Party disclosures

A. List of related parties as per Ind AS 24

(a) List of entities substantially owned directly or indirectly by the Company:

Direct subsidiaries:

S. No.	Name	Country of incorporation	Ownership interest of Kajaria Ceramics Limited (%)	
			As at 31 March 2025	As at 31 March 2024
1	Kajaria Vitrified Private Limited	India	95.00%	95.00%
2	Kajaria Infinity Private Limited	India	84.58%	84.58%
3	Kajaria Bathware Private Limited	India	85.00%	85.00%
4	Kajaria Plywood Private Limited	India	100.00%	100.00%
5	South Asian Ceramic Tiles Private Limited	India	59.50%	59.50%
6	Kajaria International DMCC	UAE	100.00%	100.00%
7	Keronite Tiles Private Limited*	India	90.00%	-
8	Kajaria Adhesive Private Limited**	India	75.00%	-

* Subsidiary of the Company w.e.f. 20 May 2024

** Subsidiary of the Company w.e.f. 14 February 2025

Step down subsidiaries:

Subsidiary of 'Kajaria Bathware Private Limited' (where control exists):

S. No.	Name	Country of incorporation	Ownership interest of Kajaria Ceramics Limited (%)	
			As at 31 March 2025	As at 31 March 2024
1	Kajaria Sanitaryware Private Limited	India	69.70%	69.70%
2	Kerovit Global Private Limited	India	85.00%	85.00%

(b) Key management personnel:

S. No.	Name	Designation
1	Mr. Ashok Kajaria	Chairman and Managing Director
2	Mr. Chetan Kajaria	Joint Managing Director
3	Mr. Rishi Kajaria	Joint Managing Director
4	Mr. Dev Datt Rishi	Non-Executive Director
5	Mr. Harady Rathnakar Hegde	Independent director (Ceased to be director w.e.f. closing hours of 31 March 2024)
6	Mrs. Sushmita Singha	Independent Director (Ceased to be director w.e.f. closing hours of 29 March 2025)
7	Mr. Sudhir Bhargava	Independent Director
8	Mr. Lalit Kumar Panwar	Independent Director
9	Mr. Rajender Mohan Malla	Independent Director (w.e.f. 1 April 2024)
10	Mrs. Ambika Sharma	Additional Director (w.e.f. 30 March 2025)
11	Mr. Ram Chandra Rawat#	COO (A&T) and Company Secretary
12	Mr. Sanjeev Agarwal#	Chief Financial Officer ('CFO')

Company Secretary and CFO are key management personnel (KMP) as defined under Section 2(51) of the Companies Act, 2013

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(c) Enterprises owned by Key Management Personnel or major shareholders of the reporting enterprise and enterprises that have a member of key management in common with the reporting enterprise:

S. No.	Name
1	Dua Engineering Works Private Limited
2	Malti Devi Kajaria Foundation
3	Kajaria Ceramics Employees Gratuity trust
4	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust))
5	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)
6	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)
7	Chetan Kajaria and Rasika Kajaria (in their capacity as joint trustees of Raghav Kajaria Family Private Trust)
8	A.K. Kajaria (HUF)
9	Chetan Kajaria (HUF)
10	Rishi Kajaria (HUF)
11	RC Rawat (HUF)

(d) Relatives of key management personnel

S. No.	Name
1	Mrs. Versha Devi Kajaria
2	Mrs. Rasika Kajaria
3	Mrs. Shikha Kajaria
4	Mr. Kartik Kajaria
5	Mr. Raghav Kajaria
6	Mr. Vedant Kajaria
7	Mr. Parth Kajaria

(e) Joint Venture

S. No.	Name	Remarks
1	Kajaria RMF Trading LLC (w.e.f. 04 January 2023)	50% Joint venture of Kajaria International DMCC
2	Kajaria UKP Limited (w.e.f. 08 November 2023)	50% Joint venture of Kajaria International DMCC
3	Kajaria Ramesh Tiles Limited (w.e.f. 04 May 2023)	50% Joint venture of Kajaria Ceramics Limited

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

B. Transactions with the related parties

(1) Details relating to remuneration of Key Managerial Personnel (KMP)

Name of KMP	Year ended 31 March 2025		Year ended 31 March 2024	
	Short-term employee benefits	Sitting fees	Short-term employee benefits	Sitting fees
Mr. Ashok Kajaria*	5.67	-	5.67	-
Mr. Chetan Kajaria*	5.74	-	5.57	-
Mr. Rishi Kajaria*	5.80	-	5.57	-
Mr. Dev Datt Rishi	-	0.04	-	0.05
Mr. Harady Rathnakar Hegde#	-	-	-	0.10
Mrs. Sushmita Singha##	-	0.06	-	0.06
Mr. Sudhir Bhargava	-	0.09	-	0.10
Mr. Lalit Kumar Panwar	-	0.08	-	0.09
Mr. Rajender Mohan Malla ###	-	0.07	-	-
Mr. Ram Chandra Rawat*	2.28	-	2.11	-
Mr. Sanjeev Agarwal*	2.24	-	2.13	-

* Does not include employee benefits in relation to gratuity and compensated absence, as such provisions are for the Company as a whole.
Ceased to be director w.e.f. closing hours of 31 March 2024
Ceased to be director w.e.f. closing hours of 29 March 2025
Director w.e.f. 1 April 2024

(2) Dividend paid

	Year ended 31 March 2025	Year ended 31 March 2024
Key management personnel and relatives of KMP		
Mr. Ashok Kajaria	1.15	0.94
Mr. Chetan Kajaria	1.47	1.21
Mr. Rishi Kajaria	1.99	1.63
Mrs. Versha Devi Kajaria	1.95	1.60
Mrs. Rasika Kajaria	0.63	0.51
Mrs. Shikha Kajaria	0.66	0.54
Mr. Kartik Kajaria	0.50	0.41
Mr. Raghav Kajaria	-	0.41
Mr. Vedant Kajaria	0.50	0.41
Mr. Parth Kajaria	0.50	0.41

(3) Remuneration paid to relative of KMP during the year

	Year ended 31 March 2025	Year ended 31 March 2024
Mr. Kartik Kajaria*	0.60	0.22

* Does not include employee benefits in relation to gratuity and compensated absence, as such provisions are for the Company as a whole

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(4) Sale of vehicles to KMP and relatives of KMP

	Year ended 31 March 2025	Year ended 31 March 2024
Mr. Ashok Kajaria	0.18	-
Mr. Chetan Kajaria	4.54	-
Mr. Rishi Kajaria	2.83	-
Mrs. Versha Devi Kajaria	0.05	-

(5) Purchase of shares from KMP and relatives of KMP

	Year ended 31 March 2025	Year ended 31 March 2024
Mr. Chetan Kajaria		
Purchase of 5,000 equity shares of Rs. 10 each of Kajaria Adhesive Private Limited	0.01	-
Mr. Kartik Kajaria		
Purchase of 2,500 equity shares of Rs. 10 each of Kajaria Adhesive Private Limited (# rounded off to nil)	#	-

(5) The following transactions were carried out with related parties in the ordinary course of business:-

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Purchase of goods						
Kajaria Vitrified Private Limited	350.33	-	-	363.58	-	-
Kajaria Infinity Private Limited	239.56	-	-	188.25	-	-
South Asian Ceramic Tiles Private Limited	133.75	-	-	137.74	-	-
Total	723.64	-	-	689.57	-	-
Sale of products						
Kajaria Bathware Private Limited	0.05	-	-	0.07	-	-
Kajaria Infinity Private Limited	0.03	-	-	0.27	-	-
Kajaria RMF Trading LLC	-	-	3.64	-	-	6.97

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Kajaria Sanitaryware Private Limited	-	-	-	0.12	-	-
Kajaria UKP Limited	-	-	8.23	-	-	2.44
Kerovit Global Private Limited	0.23	-	-	-	-	-
Total	0.31	-	11.87	0.46	-	9.41
Sale of assets						
Kajaria Infinity Private Limited	0.06	-	-	0.06	-	-
Kajaria Vitrified Private Limited	0.01	-	-	0.25	-	-
Total	0.07	-	-	0.31	-	-
Purchase of assets						
Kajaria Infinity Private Limited	-	-	-	0.04	-	-
Kajaria Vitrified Private Limited	0.01	-	-	-	-	-
Total	0.01	-	-	0.04	-	-
Rent paid						
Dua Engineering Works Private Limited	-	1.59	-	-	1.59	-
South Asian Ceramic Tiles Private Limited	0.01	-	-	0.01	-	-
Total	0.01	1.59	-	0.01	1.59	-
Recovery of expenses						
Kajaria Bathware Private Limited	2.58	-	-	1.23	-	-
Kajaria Infinity Private Limited	1.60	-	-	-	-	-
Kajaria Plywood Private Limited	0.01	-	-	0.02	-	-
Kajaria Vitrified Private Limited	1.95	-	-	-	-	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
South Asian Ceramic Tiles Private Limited	1.44	-	-	1.30	-	-
Total	7.58	-	-	2.55	-	-
Reimbursement of expenses						
Kajaria International DMCC	1.70	-	-	0.80	-	-
Kajaria RMF Trading LLC	-	-	0.52	-	-	0.27
Total	1.70	-	0.52	0.80	-	0.27
Rent received						
Kajaria Bathware Private Limited	1.15	-	-	0.88	-	-
Kajaria Plywood Private Limited	0.02	-	-	0.01	-	-
Kajaria Vitrified Private Limited	0.36	-	-	0.32	-	-
Total	1.53	-	-	1.21	-	-
Corporate Guarantee charges received						
Kajaria Bathware Private Limited	0.01	-	-	0.44	-	-
Kajaria Infinity Private Limited	0.01	-	-	0.42	-	-
Kajaria Sanitaryware Private Limited	0.01	-	-	0.22	-	-
Kajaria Vitrified Private Limited	0.01	-	-	0.57	-	-
Kerovit Global Private Limited	0.01	-	-	0.12	-	-
South Asian Ceramic Tiles Private Limited	0.01	-	-	0.08	-	-
Total	0.06	-	-	1.85	-	-
Interest income						
Kajaria Bathware Private Limited	0.35	-	-	1.13	-	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Kajaria Infinity Private Limited	1.60	-	-	1.59	-	-
Kajaria International DMCC	1.36	-	-	0.30	-	-
Kajaria Plywood Private Limited	3.20	-	-	2.89	-	-
Kajaria Sanitaryware Private Limited	1.84	-	-	2.47	-	-
Kajaria Vitrified Private Limited	9.11	-	-	11.11	-	-
Kerovit Global Private Limited	6.18	-	-	1.91	-	-
Kajaria Adhesive Private Limited	0.01	-	-	-	-	-
South Asian Ceramic Tiles Private Limited	0.71	-	-	0.81	-	-
Keronite Tiles Private Limited	3.02	-	-	-	-	-
Total	27.38	-	-	22.21	-	-
Investment						
Investments in equity instruments						
Keronite Tiles Private Limited						
8,540,000 (31 March 2024:Nil) equity shares of ₹ 10 each fully paid up	8.54	-	-	-	-	-
Kajaria Plywood Private Limited						
5,000,000 (31 March 2024:Nil) equity shares of ₹ 10 each fully paid up (also refer note 39)	5.00	-	-	-	-	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Kajaria Ramesh Tiles Limited 1,748,200 (31 March 2024 :2,000,000) equity shares of Nepalese Rupee 100 each fully paid up"	-	-	10.93	-	-	12.50
Application money paid towards securities	-	-	4.49			-
Total	13.54	-	15.42	-	-	12.50
Loan given to						
Kajaria Bathware Private Limited	-	-	-	-	-	-
Kajaria Infinity Private Limited	-	-	-	-	-	-
Kajaria International DMCC	15.44	-	-	5.68	-	-
Kajaria Plywood Private Limited	27.53	-	-	30.05	-	-
Kerovit Global Private Limited	60.00	-	-	69.00	-	-
Keronite Tiles Private Limited	33.47	-	-	-	-	-
Kajaria Adhesive Private Limited	0.60	-	-	-	-	-
Kajaria Ceramics Employee Gratuity Trust	-	4.22	-	-	2.12	-
Total	137.04	4.22	-	104.73	2.12	-
Loan repaid by						
Kajaria Bathware Private Limited	8.00	-	-	12.00	-	-
Kajaria Plywood Private Limited	-	-	-	35.95	-	-
Kajaria Sanitaryware Private Limited	7.00	-	-	11.00	-	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Kajaria Vitrified Private Limited	17.00	-	-	30.57	-	-
Kerovit Global Private Limited	10.00	-	-	20.00	-	-
South Asian Ceramic Tiles Private Limited	0.03	-	-	0.07	-	-
Keronite Tiles Private Limited	7.00	-	-	-	-	-
Kajaria Ceramics Employee Gratuity Trust	-	3.78	-	-	2.00	-
Total	49.03	3.78	-	109.59	2.00	-
Guarantee/Standby Letter of Credit given/(released) during the year						
Kajaria Ramesh Tiles Limited	-	-	20.00	-	-	68.13
Kerovit Global Private Limited	20.00	-	-	60.00	-	-
Vennar Ceramics Limited	-	-	-	(12.75)	-	-
Total	20.00	-	20.00	47.25	-	68.13
Dividend paid						
VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust) (refer note 16 E)	-	14.23	-	-	11.64	-
CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust) (refer note 16 E)	-	28.45	-	-	23.28	-
RK Trustees Private Limited (in tis capacity as sole trustee of Rishi Kajaria Family Private Trust)	-	28.45	-	-	23.28	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Chetan Kajaria and Rasika Kajaria (in their capacity as joint trustees of Raghav Kajaria Family Private Trust)	-	0.50	-	-	-	-
A.K. Kajaria (HUF)	-	2.16	-	-	1.77	-
Chetan Kajaria (HUF)	-	0.05	-	-	0.04	-
Rishi Kajaria (HUF)	-	0.01	-	-	0.01	-
RC Rawat (HUF) (#)	-	-	-	-	-	-
Total	-	73.85	-	-	60.02	-
# Rounded off to nil						
Donation paid						
Malti Devi Kajaria Foundation	-	0.65	-	-	0.46	-
Total	-	0.65	-	-	0.46	-
Balances outstanding at year end:						
Loan given *						
Kajaria Bathware Private Limited	-	-	-	8.00	-	-
Kajaria Infinity Private Limited	20.00	-	-	20.00	-	-
Kajaria International DMCC	23.38	-	-	7.48	-	-
Kajaria Plywood Private Limited (also refer note 39)	67.38	-	-	39.85	-	-
Kajaria Sanitaryware Private Limited	19.00	-	-	26.00	-	-
Kajaria Vitrified Private Limited	106.00	-	-	123.00	-	-
Kerovit Global Private Limited	99.00	-	-	49.00	-	-
South Asian Ceramic Tiles Private Limited	8.90	-	-	8.93	-	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Keronite Tiles Private Limited	76.30	-	-	-	-	-
Kajaria Adhesive Private Limited	0.60	-	-	-	-	-
Kajaria Ceramics Employee Gratuity Trust	-	1.01	-	-	0.56	-
Credit impaired:						
Kajaria International DMCC	(17.90)	-	-	-	-	-
Kajaria Plywood Private Limited (also refer note 39)	(67.38)	-	-	-	-	-
Total	335.28	1.01	-	282.25	0.56	-
Trade payables/ (advances given)						
Kajaria Vitrified Private Limited	40.60	-	-	46.95	-	-
Kajaria Infinity Private Limited	21.82	-	-	9.47	-	-
South Asian Ceramic Tiles Private Limited	8.55	-	-	12.07	-	-
Keronite Tiles Private Limited	26.46	-	-	-	-	-
Total	97.43	-	-	68.49	-	-
Security deposit						
Dua Engineering Works Private Limited	-	0.60	-	-	0.60	-
Total	-	0.60	-	-	0.60	-
Receivables / (Payables)						
Kajaria International DMCC	-	-	-	0.03	-	-
Kajaria RMF Trading LLC	-	-	2.88	-	-	4.53
Kajaria UKP Limited	-	-	9.06	-	-	2.49
Less: allowance for expected credit loss	-	-	(5.00)	-	-	-
Total	-	-	6.94	0.03	-	7.02

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture	Subsidiaries	Enterprises over which KMP or their relatives are able to exercise significant influence	Joint venture
Interest receivable						
Kajaria Adhesive Private Limited	0.01	-	-	-	-	-
Keronite Tiles Private Limited	0.42	-	-	-	-	-
Kerovit Global Private Limited	1.68	-	-	-	-	-
Kajaria Plywood Private Limited	-	-	-	1.36	-	-
Kajaria International DMCC	-	-	-	0.12	-	-
Total	2.11	-	-	1.48	-	-
Guarantees/Standby Letter of Credit given outstanding at year end #						
Kajaria Bathware Private Limited	20.00	-	-	20.00	-	-
Kajaria Infinity Private Limited	47.00	-	-	47.00	-	-
Kajaria Ramesh Tiles Limited	-	-	88.13	-	-	68.13
Kajaria Sanitaryware Private Limited	13.00	-	-	13.00	-	-
Kajaria Vitrified Private Limited	65.00	-	-	65.00	-	-
Kerovit Global Private Limited	80.00	-	-	60.00	-	-
South Asian Ceramic Tiles Private Limited	38.24	-	-	38.24	-	-
Total	263.24	-	88.13	243.24	-	68.13

* The aforementioned loans and guarantees have been given for business purposes.

The aforementioned guarantees/standby letter of credit given represents the guarantees given by the Company in respect of original sanction limits of the working capital borrowings taken by the respective entity.

All the related party transactions were made on terms equivalent to those that prevail in arm's length transactions.

Outstanding balances at the year-end are unsecured and settlement occurs in cash.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

41 Segment information

According to Ind AS 108 'Operating Segment', identification of operating segments is based on Chief Operating Decision Maker ('CODM') approach for making decisions about allocating resources to the segment and assessing its performance. In Company, the decision makers view the operating results internal division wise (Ceramic, Glazed, Polished). Accordingly, such segments may be presented under Ind AS 108. However, these segments have been aggregated because the core principles, economic characteristics, nature of products, production process, distribution method, regulatory environment and type of customers in all the divisions are similar. Further, all of the non-current assets (except financial assets) are within the country. Also, there is no single major customer contributing to 10% or more of the Company's revenue.

42 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 is provided as under, to the extent the Company has received intimation from the 'Suppliers' regarding their status under the Act.

Particulars		As at 31 March 2025	As at 31 March 2024
(i)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
	Principal amount due to micro and small enterprises	45.90	33.10
	Interest due on above	-	-
(ii)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iii)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

43 Share based payments

- a) Kajaria Ceramics Employee Stock Option Plan, 2015 ('ESOP 2015' or the 'Plan') was approved by the Board of Directors and the shareholders of the Company on 07 September 2015. The plan entitles employees of the Company and its subsidiaries to purchase shares in the Company at the stipulated exercise price, subject to compliance with vesting conditions. During the year ended 31 March 2016, pursuant to such scheme, the Company have granted ESOP to the eligible employees. A description of the share based payment arrangement of the Company is given below:

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Exercise Price	₹ 425
Grant date	20 October 2015
Vesting conditions	45,800 options 24 months after the grant date ('First vesting')
	91,600 options 36 months after the grant date ('Second vesting')
	137,400 options 48 months after the grant date ('Third vesting')
	183,200 options 60 months after the grant date ('Fourth vesting')
Exercise period	Stock options can be exercised within a period of 8 years from grant date.
Number of share options granted	458,000
Method of settlement	Equity

Stock options will be settled by issue of equity shares. As per the Plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price of ₹ 850 per option which is 7.42 % below the stock price i.e. ₹ 918.10 per share on the date of grant, i.e. 20 October 2015.

During the year ended 31 March 2017, face value of equity shares of the Company was sub-divided to ₹ 1 per share from ₹ 2 per share. Accordingly, the exercise price also reduced to ₹ 425 per share from ₹ 850 per share and number of stock options increased to 458,000 equity shares from 229,000 equity shares. The number and weighted average exercise price of share options are as follows:

	Number of options	Weighted average exercise price per option
At 1 April 2023	25,750	425.00
Granted during the year	-	-
Forfeited during the year	-	-
Exercised during the year	(25,750)	425.00
At 31 March 2024	-	-
Exercisable as at 31 March 2024	-	-
Weighted average remaining contractual life (in years)	-	-
At 1 April 2024	-	-
Granted during the year	-	-
Forfeited during the year	-	-
Exercised during the year	-	-
At 31 March 2025	-	-
Exercisable as at 31 March 2025	-	-
Weighted average remaining contractual life (in years)	-	-

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. The fair values of options granted were determined using Black-Scholes option pricing model that takes into account factors specific to the share incentive plans along with other external inputs. Expected volatility has been determined by reference to the average volatility for comparable companies for corresponding option term. The following principal assumptions were used in the valuation:

Grant date	20 October 2015	20 October 2015	20 October 2015	20 October 2015
Vesting date	20 October 2017	20 October 2018	20 October 2019	20 October 2020
Expiry date	20 October 2023	20 October 2023	20 October 2023	20 October 2023
Fair value of option at grant date	260.22	310.20	354.01	392.99
Exercise price	425.00	425.00	425.00	425.00
Expected volatility of returns	27.63%	27.63%	27.63%	27.63%
Weighted average contractual life (in years)	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years
Expected dividend yield	0.40%	0.40%	0.40%	0.40%
Risk free interest rate	7.15%-7.30%	7.15%-7.30%	7.15%-7.30%	7.15%-7.30%

- b) During the year ended 31 March 2022, the Board of Directors and the shareholders of the Company has approved to issue additional stock options to the eligible employees of the Company under Kajaria Ceramics Employee Stock Option Plan, 2015 ('ESOP 2015' or the 'Plan'). The eligible employees of the Company and its subsidiaries to purchase shares in the Company at the stipulated exercise price, subject to compliance with vesting conditions. A description of the share based payment arrangement of the Company is given below:

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Exercise Price	₹ 980
Grant date	02 March 2022
Vesting conditions	70,520 options 24 months after the grant date ('First vesting')
	141,040 options 36 months after the grant date ('Second vesting')
	211,560 options 48 months after the grant date ('Third vesting')
	282,080 options 60 months after the grant date ('Fourth vesting')
Exercise period	Stock options can be exercised within a period of 8 years from grant date.
Number of share options granted	705,200
Method of settlement	Equity

Stock options will be settled by issue of equity shares. As per the Plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price of ₹ 980 per option which is 9.36 % below the stock price i.e. ₹ 1,081.25 per share on the date of grant, i.e. 2 March 2022. The number and weighted average exercise price of share options are as follows:

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

	Number of options	Weighted average exercise price per option
At 1 April 2023	684,600	980.00
Forfeited during the year	(40,800)	980.00
At 31 March 2024	643,800	980.00
Exercisable as at 31 March 2024	643,800	980.00
Weighted average remaining contractual life (in years)	5.92	
At 1 April 2024	643,800	980.00
Forfeited during the year	(49,580)	980.00
Exercised during the year	(11,880)	980.00
At 31 March 2025	582,340	980.00
Exercisable as at 31 March 2025	582,340	980.00
Weighted average remaining contractual life (in years)	4.92	

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. The fair values of options granted were determined using Black-Scholes option pricing model that takes into account factors specific to the share incentive plans along with other external inputs. Expected volatility has been determined by reference to the average volatility for comparable companies for corresponding option term. The following principal assumptions were used in the valuation:

Grant date	02 March 2022	02 March 2022	02 March 2022	02 March 2022
Vesting date	02 March 2024	02 March 2025	02 March 2026	02 March 2027
Expiry date	02 March 2030	02 March 2030	02 March 2030	02 March 2030
Fair value of option at grant date	404.29	429.57	444.28	460.59
Exercise price	980.00	980.00	980.00	980.00
Expected volatility of returns	32.66%	33.28%	32.49%	32.11%
Weighted average contractual life (in years)	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years
Expected dividend yield	0.68%	0.68%	0.68%	0.68%
Risk free interest rate	6.12%	6.26%	6.39%	6.50%

- c) During the year ended 31 March 2023, the Board of Directors and the shareholders of the Company has approved to issue additional stock options to the eligible employees of the Company under Kajaria Ceramics Employee Stock Option Plan, 2015 ('ESOP 2015' or the 'Plan'). The eligible employees of the Company and its subsidiaries to purchase shares in the Company at the stipulated exercise price, subject to compliance with vesting conditions. A description of the share based payment arrangement of the Company is given below:

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Exercise Price	₹ 980
Grant date	19 April 2022
Vesting conditions	13,240 options 24 months after the grant date ('First vesting')
	26,480 options 36 months after the grant date ('Second vesting')
	39,720 options 48 months after the grant date ('Third vesting')
	52,960 options 60 months after the grant date ('Fourth vesting')
Exercise period	Stock options can be exercised within a period of 8 years from grant date.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Number of share options granted	132,400
Method of settlement	Equity

Stock options will be settled by issue of equity shares. As per the Plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price of ₹ 980 per option which is 5.05 % below the stock price i.e. ₹ 1,032.10 per share on the date of grant, i.e. 19 April 2022.

The number and weighted average exercise price of share options are as follows:

	Number of options	Weighted average exercise price per option
At 1 April 2023	122,000	980.00
Forfeited during the year	(14,700)	980.00
At 31 March 2024	107,300	980.00
Exercisable as at 31 March 2024	107,300	980.00
Weighted average remaining contractual life (in years)	6.05	
At 1 April 2024	107,300	980.00
Forfeited during the year	(6,110)	980.00
Exercised during the year	(2,110)	980.00
At 31 March 2025	99,080	980.00
Exercisable as at 31 March 2025	99,080	980.00
Weighted average remaining contractual life (in years)	5.05	

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. The fair values of options granted were determined using Black-Scholes option pricing model that takes into account factors specific to the share incentive plans along with other external inputs. Expected volatility has been determined by reference to the average volatility for comparable companies for corresponding option term. The following principal assumptions were used in the valuation:

Grant date	19 April 2022	19 April 2022	19 April 2022	19 April 2022
Vesting date	19 April 2024	19 April 2025	19 April 2026	19 April 2027
Expiry date	19 April 2030	19 April 2030	19 April 2030	19 April 2030
Fair value of option at grant date	404.29	429.57	444.28	460.59
Exercise price	980.00	980.00	980.00	980.00
Expected volatility of returns	32.66%	33.28%	32.49%	32.11%
Weighted average contractual life (in years)	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years
Expected dividend yield	0.92%	0.92%	0.92%	0.92%
Risk free interest rate	6.12%	6.26%	6.39%	6.50%

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

44 A. Category wise classification of financial instruments

	As at 31 March 2025			As at 31 March 2024		
	FVOCI	FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost
Financial assets						
Non-current						
(i) Investments #	-	3.67	-	-	3.67	-
(ii) Loans	-	-	344.46	-	-	282.25
(iii) Other financial assets			42.82			22.04
Current						
(i) Trade receivables	-	-	502.48	-	-	516.78
(ii) Cash and cash equivalents	-	-	4.91	-	-	86.71
(iii) Bank balances other than (ii) above	-	-	563.99	-	-	415.79
(iv) Loans	-	-	3.87	-	-	53.62
(v) Other financial assets	-	-	3.63	-	-	2.71
Total financial assets	-	3.67	1,466.16	-	3.67	1,379.90
#Excludes non-current investment measured at costs ₹ 222.34 Crores (previous year ₹ 197.85 Crores). This amount excludes allowance for expected credit losses.						
Financial liabilities						
Non-current						
(i) Borrowings	-	-	-	-	-	0.78
(ii) Lease liabilities	-	-	69.81	-	-	43.53
Current						
(i) Borrowings	-	-	2.95	-	-	5.77
(ii) Lease liabilities	-	-	23.56	-	-	16.77
(iii) Trade payables	-	-	304.60	-	-	270.91
(iv) Other financial liabilities	-	-	97.55	-	-	95.58
Total financial liabilities	-	-	498.47	-	-	433.34

The management assessed that fair value of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company determines fair values of financial assets or liabilities by discounting the contractual cash inflows / outflows using prevailing interest rates of financial instruments with similar terms. The initial measurement of financial assets and financial liabilities is at fair value. Further, the subsequent measurements of all assets and liabilities (other then investments in mutual funds) is at amortised cost, using effective interest rate method.

The following methods and assumptions were used to estimate the fair values:

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

- The fair value of the Company's interest bearings borrowings are determined using discount rate that reflects the entity's discount rate at the end of the reporting period. The own non-performance risk as at the reporting period is assessed to be insignificant.

- The fair value of unquoted instruments and other financial assets and liabilities is estimated by discounting future cash flows using rates using rates currently applicable for debt on similar terms, credit risk and remaining maturities.

B. Fair value measurements

Financial assets and liabilities

The accounting classification of each category of financial instruments, and their carrying amounts are set out below:-

	As at 31 March 2025		As at 31 March 2024	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets at amortised cost				
Investment	181.01	181.01	201.52	201.52
Loans	348.33	348.33	335.87	335.87
Trade receivables	502.48	502.48	516.78	516.78
Cash and cash equivalents	4.91	4.91	86.71	86.71
Bank balances other than above	563.99	563.99	415.79	415.79
Other financial assets	46.45	46.45	2.71	2.71
Total financial assets	1,647.17	1,647.17	1,559.38	1,559.38
Financial liabilities				
Borrowings	2.95	2.95	6.55	6.55
Lease liabilities	93.37	93.37	60.30	60.30
Trade payables	304.60	304.60	270.91	270.91
Other financial liabilities	97.55	97.55	95.58	95.58
Total financial liabilities	498.47	498.47	433.34	433.34

The carrying amount of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be same as their fair values, due to short term in nature. The carrying value of the amortised financial assets and liabilities are approximate to the fair values on the respective reporting dates.

Investment in subsidiaries and joint venture as at the close of the year ended March 31, 2025 are carried at cost, per the option availed by the Company under the relevant provision of Ind AS.

45 Fair value hierarchy

The following tables present financial assets and liabilities measured at fair value in the statement of financial position in accordance with the fair value hierarchy. This hierarchy groups financial assets and liabilities into three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities. The fair value hierarchy has the following levels:

Level 1 : quoted (unadjusted) prices in active markets for identical assets or liabilities;

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

There are no financial liabilities measured at fair value as at 31 March 2025 and 31 March 2024.

The financial assets measured at fair value in the statement of financial position are grouped into the fair value hierarchy as on 31 March 2025 and 31 March 2024 as follows:

As at 31 March 2025	Level 1	Level 2	Level 3	Total
Non current investments	-	-	3.67	3.67
Total	-	-	3.67	3.67

As at 31 March 2024	Level 1	Level 2	Level 3	Total
Non current investments	-	-	3.67	3.67
Total	-	-	3.67	3.67

Valuation technique used to determine fair value:

Assets of disposal company classified as held for sales (AHFS): AHFS has been valued at fair value of consideration receivable from other shareholders of the disposal company as agreed between the Company and other shareholders of disposal group. Therefore sensitivity analysis is not available and accordingly not disclosed.

The carrying amount of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair value, due to their short term nature.

46 Financial risk management objectives and policies

The Company's activities expose it to market risk, credit risk and liquidity risk. The Company's management oversees the management of these risks. The Company's senior management is supported by a Risk Management Compliance Board that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk committee provides assurance to the Company's management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The management reviews and agrees policies for managing each of these risks, which are summarised below:

I. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, trade payables, interest bearing deposits, loans and derivative financial instruments.

The sensitivity analyses of the above mentioned risk in the following sections exclude the impact of movements in market variables on the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities of foreign operations. The analysis for contingent liabilities is provided in note 38.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

A. Interest rate risk

"Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. However the risk is very low due to negligible borrowings. The Company manages its interest rate risk by monitoring the movements in the market interest rates closely.

The sensitivity analysis below have been determined based on the exposure to interest rates for financial instruments at the end of the reporting year and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

At the reporting date, the interest rate profile of the entity's interest bearing financial instrument is as its fair value:

Particulars	As at 31 March 2025	As at 31 March 2024
Fixed rate borrowings	0.88	6.55
Variable rate borrowings	2.07	-
Total borrowings	2.95	6.55

	Year ended 31 March 2025			Year ended 31 March 2024		
	Increase/decrease in basis points	Effect on profit before tax	Effect on Equity (net of tax)	Increase/decrease in basis points	Effect on profit before tax	Effect on Equity (net of tax)
INR	+50	(0.09)	(0.07)	+50	(0.13)	(0.10)
INR	-50	0.09	0.07	-50	0.13	0.10

B. Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in exchange rates. Foreign currency risk sensitivity is the impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant. Also refer note 48 for details of foreign currency exposure.

	Year ended 31 March 2025			Year ended 31 March 2024		
	% change in rate	Effect on profit before tax	Effect on Equity (net of tax)	% change in rate	Effect on profit before tax	Effect on Equity (net of tax)
USD	+5%	(0.18)	(0.13)	+5%	(0.34)	(0.25)
	-5%	0.18	0.13	-5%	0.34	0.25
Euro	+5%	(0.01)	(0.01)	+5%	#	#
	-5%	0.01	0.01	-5%	#	#

(# rounded off to zero)

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The movement in the pre-tax effect on profit and loss is a result of a change in the fair value of derivative financial instruments not designated in a hedge relationship and monetary assets and liabilities denominated in INR, where the functional currency of the entity is a currency other than INR.

II. Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, other balances with banks, loans and other receivables. The Company has adopted a policy of only dealing with counterparties that have sufficiently high credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

The Company provides for expected credit losses on financial assets by assessing individual financial instruments for expectation of any credit losses. Since the assets have very low credit risk, and are for varied natures and purpose, there is no trend that the Company can draw to apply consistently to entire population. For such financial assets, the Company 's policy is to provides for 12 month expected credit losses upon initial recognition and provide for lifetime expected credit losses upon significant increase in credit risk. The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature, though incurred loss provisions are disclosed under each sub-category of such financial assets. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognized at reporting date.

A. Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit review and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. At the year end the Company does not have any significant concentrations of bad debt risk other than that disclosed in note 12.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 44. The Company does not hold collateral as security. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets.

Movement in allowance for expected credit losses on trade receivable:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Balance at the beginning of the year	5.66	6.62
Add: Allowance provided during the year	6.16	-
Less: allowance reversed during the year	-	0.96
Balance at the end of the year	11.82	5.66

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

B. Financial instruments and cash deposits

The management considers the credit quality of current accounts and deposits with banks to be good and reviews the banking relationships on an on-going basis.

The Company does not require any security in respect of the above financial assets. There are no impairment provisions as at each statement of financial position date against these financial assets, except as disclosed in respect of trade receivables above. The management considers that all the above financial assets that are not impaired or past due for each of the statement of financial position dates under review are of good credit quality.

III. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts. The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

	Upto 1 year	1 to 5 years	> 5 years	Total
As at 31 March 2025				
Borrowings	2.95	-	-	2.95
Lease liabilities	29.37	77.97	-	107.34
Trade payables	304.60	-	-	304.60
Other financial liabilities	97.55	-	-	97.55
	434.47	77.97	-	512.44
As at 31 March 2024				
Borrowings	5.77	0.78	-	6.55
Lease liabilities	20.46	48.47	-	68.93
Trade payables	270.91	-	-	270.91
Other financial liabilities	95.58	-	-	95.58
	392.72	49.25	-	441.97

47 Capital Management

The Company's capital management objectives are:

- a) to ensure the Company's ability to continue as going concern; and
- b) to provide an adequate return to stakeholders

As at 31 March 2025, the Company has only one class of equity shares and has low debt. Consequent to such capital structure, there are no externally imposed capital requirements. In order to maintain or achieve an optimal capital structure, the Company allocates its capital for distribution as dividend or re-investment into business based on its long term financial plans.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

48 Foreign currency exposure

The Company has no outstanding derivative instruments at the year end. The amount of foreign currency exposure that are not hedged by derivative instruments or otherwise are as under -

	As at 31 March 2025		As at 31 March 2024	
	Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Foreign trade payables*				
USD (in Crores)	0.04	3.68	0.08	6.45
EUR (in Crores)	#	0.11	#	0.05
Foreign trade receivables*				
USD (in Crores)	0.09	7.91	0.11	9.14
GBP (in Crores)	0.08	8.32	-	-
AUD (in Crores)	0.01	0.34	-	-

(# rounded off to zero)

*Also refer note 46B for sensitivity

49 Key Financials Ratio

S. No.	Ratio	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024	Variance (%age)	Reasons
1	Current Ratio	Current Assets	Current Liabilities	2.82	3.03	-6.86%	
2	Debt Equity Ratio	Non Current Borrowings + Current Borrowings + Current Maturities of Non Current Borrowings (Total Debt)	Total Equity	#	#	#	
3	Debt Service Coverage Ratio	Profit after tax + Depreciation & Amortisation + Interest on Long term loans + Proceeds from fresh long term loans	Interest on Long term loans + Principal repayments of long term loans	#	#	#	
4	Return on Equity (ROE)	Net profit after Tax-Preference Dividend (If any)	Average shareholder's Equity	7.88%	15.60%	-49.46%	Refer Note 1 below
5	Inventory Turnover Ratio	Cost of Goods Sold (Cost of Materials Consumed +Purchases + Changes in Inventories + Stores and Spares consumed + Power & Fuel)	Average Inventories	8.16	7.67	6.29%	
6	Trade Receivables Turnover Ratio	Total Sales	Average Trade Receivables	8.27	7.79	6.12%	

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

S. No.	Ratio	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024	Variance (%age)	Reasons
7	Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	11.55	12.53	-7.80%	
8	Net Capital Turnover Ratio	Net Sales	Working Capital	4.45	4.21	5.80%	
9	Net Profit Ratio	Profit after tax	Total Sales	4.84%	9.31%	-47.96%	Refer Note 1 below
10	Return on Capital Employed (ROCE)	Earning before interest and taxes	Capital Employed	12.49%	19.97%	-37.44%	Refer Note 1 below
11	Return on Investment (ROI)	Interest Income during the year	Average Fixed Deposits	6.58%	6.66%	-1.31%	

(# rounded off to zero)

Note 1:These ratios have declined mainly on account of decrease in profit in the current year.

50 Asset pledged as security (refer note 17)

Particulars	As at 31 March 2025	As at 31 March 2024
Current		
Inventories	369.85	363.27
Trade receivables	502.48	516.78
Total current assets pledged as security	872.33	880.05
Non-current		
Property, plant and equipment (including CWIP)	550.56	569.59
Total non-current assets pledged as security	550.56	569.59

51 Reporting to banks

The Company is regular in submission of quarterly stock statements with banks for the borrowings sanctioned against hypothecation of current assets. Further, all the quarterly statements of current assets filed by the Company with banks or financial institutions are in agreement with books of accounts.

52 There are no loans which have been given to promoters, directors and KMP's.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

53 Struck off Companies: Details of relationship with Companies struck off under Section 248 of Companies Act, 2013 or Section 560 of the Companies Act, 1956:

Name of the struck off Company	Nature of transaction with struck off Company	Balance outstanding as at March 31, 2025 (Nos).	Balance outstanding as at March 31, 2024 (Nos).	Relation with struck off Company
"Trivia Infotech Private Limited (CIN: U74990MH2010PTC198657)	Shares held by struck off company	2 equity shares of face value ₹ 1/- each	2 equity shares of face value ₹ 1/- each	Shareholder
Crystal Infowave Solutions Private Limited (CIN: U74900MH2009PTC198049)	Shares held by struck off company	2 equity shares of face value ₹ 1/- each	2 equity shares of face value ₹ 1/- each	Shareholder

The Company has no transaction other than payment of declared dividend with stuck off companies.

54 Additional regulatory information required by Schedule III of Companies Act, 2013

(i) Details of Benami property:

No proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(ii) Utilisation of borrowed funds and share premium:

(A) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(B) 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:

- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

(iii) Compliance with number of layers of companies:

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(iv) Undisclosed income:

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(v) Details of crypto currency or virtual currency:

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(vi) Valuation of Property plant and equipments, intangible asset and investment property:

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(vii) The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(viii) The Company is not declared wilful defaulter by any bank or financial institution or government or any government authority.

55 Other disclosures

(A) Disclosure as per Section 186 of the Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

- (i) Details of Investments made are given in Note 6.
- (ii) Details of guarantees issued or loans given by the Company as at 31 March, 2025 and 31 March, 2024 are given in Note 7 and 40.

(B) Disclosure as per Part A of Schedule V of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as regards the loans granted to subsidiaries, joint ventures and other companies in which the directors are interested:

Name of the entity	Relationship		Amount outstanding as at		Maximum Amount Outstanding during the year ended		Investment by loanee in the shares of the parent company
	31 March 2025	31 March 2024	31 March 2025	31 March 2024	31 March 2025	31 March 2024	
Loans given							
Kajaria Bathware Private Limited	Wholly owned subsidiary	Wholly owned subsidiary	-	8.00	8.00	20.00	Nil
Kajaria International DMCC	Wholly owned subsidiary	Wholly owned subsidiary	23.38	7.48	23.38	7.48	Nil
Kajaria Plywood Private Limited	Wholly owned subsidiary	Wholly owned subsidiary	67.38	39.85	67.38	46.75	Nil
Kerovit Global Private Limited	Step-down wholly owned subsidiary	Step-down wholly owned subsidiary	99.00	49.00	99.00	69.00	Nil
Kajaria Infinity Private Limited	Subsidiary	Subsidiary	20.00	20.00	20.00	20.00	Nil
Kajaria Vitrified Private Limited	Subsidiary	Subsidiary	106.00	123.00	123.00	153.57	Nil
South Asian Ceramic Tiles Private Limited	Subsidiary	Subsidiary	8.90	8.93	8.93	9.00	Nil

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Name of the entity	Relationship		Amount outstanding as at		Maximum Amount Outstanding during the year ended		Investment by loanee in the shares of the parent company
	31 March 2025	31 March 2024	31 March 2025	31 March 2024	31 March 2025	31 March 2024	
Keronite Tiles Private Limited	Subsidiary	-	76.30	-	76.30	-	Nil
Kajaria Adhesive Private Limited	Subsidiary	-	0.60	-	0.60	-	Nil
Kajaria Sanitaryware Private Limited	Step-down subsidiary	Step-down subsidiary	19.00	26.00	26.00	37.00	Nil

Note: The balances are disclosed on gross basis i.e. excluding allowance for expected credit losses

56 Corporate social responsibility ('CSR')

As per Section 135 of the Companies Act, 2013, Schedule VII and Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company was required to spend ₹ 9.69 Crores (31 March 2024: ₹ 9.09 Crores) for Corporate Social Responsibility activities. The Company has incurred CSR expenditure of ₹ 9.25 Crores during the current financial year (31 March 2024: ₹ 8.43 Crores) on the projects/activities for the benefit of the public in general and in the neighbourhood of the manufacturing facilities of the Company. Further the Company has provided an amounting to ₹ 0.47 Crores (31 March 2024: ₹ 0.60 Crores) against the projects in hand of CSR in accordance with requirements of the Act.

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Amount required to be spent by the Company during the year	9.69	9.09
Amount of expenditure incurred on:		
(i) Construction/acquisition of any asset		
Paid in cash	1.41	1.49
Other than cash	2.00	1.89
(ii) On purposes other than (i) above		
Paid in cash	5.84	5.05
(iii) Projects in hand	0.47	0.60
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Education, healthcare and empowerment programs	
Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard"	0.65	0.46
	9.72	9.03

NOTES ON THE STANDALONE FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

57 Dividend proposed

The Board of Directors of the Company have recommended a final dividend of ₹ 4 per share (31 March 2024: ₹ 6 per share) on equity shares of ₹ 1 each for the year ended 31 March 2025, subject to the approval of shareholders at the ensuing annual general meeting.

58 The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company has used accounting software for maintaining its books of account which has a feature of audit trail (edit log) facility and the same was enabled at the application level. During the year ended 31 March 2025, the Company has not enabled the feature of recording audit trail (edit log) at the database level for the said accounting software to log any direct data changes on account of recommendation in the accounting software administration guide which states that enabling the same all the time consume storage space on the disk and can impact database performance significantly.

59 The figures of the previous year have been re-classified according to current year classification wherever required. The impact of the same is not material to the users of the standalone financial statements.

60 The standalone financial statements for the year ended 31 March 2025 were approved by the Board of Directors on 06 May 2025.

As per our report of even date attached

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's registration no.
001076N/N500013

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Nalin Jain
Partner
Membership no. : 503498

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Place: New Delhi
Date: 06 May 2025

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of **Kajaria Ceramics Limited**
Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Kajaria Ceramics Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its joint ventures, as listed in Annexure I, which comprise the Consolidated Balance Sheet as at 31 March 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries and joint ventures, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group and its joint ventures, as at 31 March 2025, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 ventures 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 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 together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

4. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries and joint ventures, 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.

5. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
<p>Revenue recognition</p> <p>Refer to the Group's material accounting policy information in note 3(E)(b) and the revenue related disclosures in note 27 of the Consolidated financial statements.</p> <p>The Group recognises the revenue from customers in accordance with Ind AS 115 "Revenue from Contracts with Customers" ('Ind AS 115') when the performance obligation is satisfied which is determined to be at a point in time when the customer obtains controls of the goods in accordance with the terms of contracts with the customers. The revenue is measured based on the transaction price specified in the contract, net of discounts, returns and goods and services tax.</p> <p>Owing to the diverse terms of contracts with customers, in line with the requirements of the standards of auditing, revenue is determined to be an area involving significant risk and hence, requiring significant auditor attention. Further, the application of Ind AS 115 requires management to make certain judgements / estimates such as determining timing of revenue recognition and transaction price including impact of variable consideration in the form of rebates and discounts as per the terms of the contracts with customers.</p> <p>The Group also focuses on revenue as a key performance measure, which could create an incentive for overstating revenue and thus, the timing of revenue recognition is critical as there is a risk of revenue being recognized before the control is transferred to the customers.</p> <p>Considering the diverse terms of contracts with customers, size of distribution network, materiality of the amount involved and significant attention required by auditor as mentioned above, revenue recognition has been identified as a key audit matter for the current year audit.</p>	<p>Our audit procedures, related to revenue recognition, included, but were not limited to, the following:</p> <ul style="list-style-type: none">• Evaluated the design and tested the operating effectiveness of Company's controls (including the automated controls) around revenue recognition (including rebates / discounts);• Assessed the appropriateness of Company's accounting policies for revenue recognition in accordance with the accounting principles laid down in Ind AS 115;• Scrutinized sales ledgers to assess accuracy and completeness of sales transactions and revenue recognised during the year;• Performed test of details on samples of revenue transactions recorded during the year, including during a specific period before and after year end. For the samples selected, inspected supporting documents such as price lists, invoices, proof of dispatches, agreements and approved incentives / discounts schemes, to ensure correct amount of revenue is recorded in the correct period;• Tested the appropriateness of accruals for various rebates and discounts as at the year-end;• Performed substantive analytical procedures on revenue recognised during the year which included review of price, quantity and product mix analysis etc;• Performed other substantive audit procedures including obtaining debtor confirmations on a sample basis and reconciling revenue recorded during the year with statutory returns; and• Ensured the adequacy and appropriateness of related disclosures made in the consolidated financial statements in accordance with the requirements of the applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor’s Report thereon

6. The Holding Company’s Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor’s report thereon. The Annual Report is expected to be made available to us after the date of this auditor’s report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

7. The accompanying consolidated financial statements have been approved by the Holding Company’s Board of Directors. The Holding Company’s Board of Directors are 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 changes in equity and consolidated cash flows of the Group including its joint ventures in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and

other accounting principles generally accepted in India. The Holding Company’s Board of Directors are also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act the respective Board of Directors of the companies included in the Group, covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

8. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its joint ventures are responsible for assessing the ability of the Group and of its joint ventures 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 intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
9. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its joint ventures.

Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the consolidated financial

statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

11. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to 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 Board of Directors’ use of the going concern basis of

accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures 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 ventures 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; and
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, and its joint ventures, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

15. We did not audit the financial statements of eight subsidiaries, whose financial statements reflects total assets of ₹ 836.82 Crores as at 31 March 2025, total revenues of ₹ 896.61 Crores and net cash inflows amounting to ₹ 2.89 Crores for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit (including other comprehensive income) of ₹ 0.77 Crores for the year ended 31 March 2025 in respect of three joint ventures, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiaries and joint ventures, are based solely on the reports of the other auditors.
- Further, of these subsidiaries and joint ventures, one subsidiary and three joint ventures are located

outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiary and joint ventures located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of such subsidiary and joint ventures located outside India, is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

16. As required by section 197(16) of the Act, based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 15, on separate financial statements of the subsidiaries, we report that the Holding Company and four subsidiaries incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that five subsidiaries incorporated in India whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiaries.

17. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued till date by us and by the respective other auditors as mentioned in paragraph 15 above, of companies included in the consolidated financial statements

S. No.	Name	CIN	Holding Company / subsidiary / Associate / Joint Venture	Clause number of the CARO report which is qualified or adverse
1.	Kajaria Ceramics Limited	L26924HR1985PLC056150	Holding Company	Clause 3(iii)(c) and 3(iii)(e)
2.	Kajaria Bathware Private Limited	U26943DL2013PTC252495	Subsidiary Company	Clause 3(xx)(a)

18. As required by section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries incorporated in India whose financial statements have been audited under 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 purpose of our audit of the aforesaid consolidated financial statements;
- b) Except for the matters stated in paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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 reports of the other auditors,.
- c) The consolidated financial statements 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 Ind AS specified under section 133 of the Act read

for the year ended 31 March 2025 and covered under the Act we report that:

Following are the qualifications/adverse remarks reported by us in the Order reports of the companies included in the consolidated financial statements for the year ended 31 March 2025 for which such Order reports have been issued till date:

- with the Companies (Indian Accounting Standards) Rules, 2015;
- e) On the basis of the written representations received from the directors of the Holding Company and its subsidiaries and taken on record by the Board of Directors of the Holding Company and its subsidiaries, respectively and the reports of the statutory auditors of its subsidiaries, covered under the Act, none of the directors of the Holding Company and its subsidiaries, are disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act.
- f) The qualification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 18(b) above on reporting under section 143(3)(b) of the Act and paragraph 18(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiaries covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed an unmodified opinion; and

- 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 and based on the consideration of the report of the other auditors on separate financial statements and other financial information of the subsidiaries incorporated in India whose financial statements have been audited under the Act:
- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its joint ventures as detailed in Note 40(b) to the consolidated financial statements;
- ii. The Holding Company and its subsidiaries did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;
- 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 subsidiaries during the year ended 31 March 2025;
- iv.
- a. The respective managements of the Holding Company and its subsidiaries incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and joint ventures respectively that, to the best of their knowledge and belief, as disclosed in note 58(ii)(A) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiaries

- to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiaries ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
- b. The respective managements of the Holding Company and its subsidiaries incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the note 58(ii)(B) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiaries from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiaries shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed by us and that performed by the auditors of the subsidiaries, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that

- the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The Interim/final dividend declared and paid by the Holding Company during the year ended 31 March 2025 and until the date of this audit report is in compliance with section 123 of the Act. Further, as stated in note 50 to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2025 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. Further, the subsidiary companies have not declared or paid any dividend during the year ended 31 March 2025; and
- vi. As stated in Note 52 to the consolidated financial statements and based on our examination which included test checks and that performed by the respective auditors of the subsidiaries, the Holding Company and its subsidiaries, in respect of financial year commencing on 1 April 2024, have

used an accounting software for maintaining their books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software except that, the audit trail feature was not enabled at the database level for accounting software to log any direct data changes. Further, during the course of our audit we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered. Furthermore, the audit trail has been preserved by the Holding Company and its subsidiaries as per the statutory requirements for record retention.

For **Walker Chandiok & Co LLP**

Chartered Accountants
Firm's Registration No.: 001076N/N500013

Nalin Jain
Partner
Membership No.: 503498
UDIN: 25503498BMHWAZ4148

Place: New Delhi
Date: 06 May 2025

ANNEXURE I

List of Subsidiaries included in the Statement

1. Kajaria Vitrified Private Limited;
2. Kajaria Infinity Private Limited;
3. Kajaria Plywood Private Limited;
4. Kajaria Bathware Private Limited;
5. Kajaria International DMCC;
6. Keronite Tiles Private Limited;
7. South Asian Ceramic Tiles Private Limited;
8. Kajaria Adhesive Private Limited (w.e.f., 14 February 2025);
9. Kajaria Sanitaryware Private Limited (step-down subsidiary); and
10. Kerovit Global Private Limited (step-down subsidiary).

List of Joint Ventures included in the Statement

1. Kajaria RMF Trading LLC;
2. Kajaria UKP Ltd, and
3. Kajaria Ramesh Tiles Limited.

ANNEXURE A

Independent Auditor’s Report on the internal financial controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

1. In conjunction with our audit of the consolidated financial statements of Kajaria Ceramics Limited (‘the Holding Company’) and its subsidiaries (the Holding Company and its subsidiaries together referred to as ‘the Group’) and its joint ventures as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary companies which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (‘the Guidance Note’) issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company’s business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements

3. 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, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies as aforesaid.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

6. A company’s internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

7. 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 financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies, the Holding Company and its subsidiary companies,

which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matter

9. We did not audit the internal financial controls with reference to financial statements insofar as it relates to seven subsidiary companies, which are companies covered under the Act, whose financial statements reflect total assets of ₹ 831.18 Crores and net assets of ₹ 137.98 Crores as at 31 March 2025, total revenues of ₹ 896.61 Crores and net cash inflows amounting to ₹ 2.95 Crores for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its subsidiary companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm’s Registration No.: 001076N/N500013

Nalin Jain

Partner

Place: New Delhi

Membership No.: 503498

Date: 06 May 2025

UDIN: 25503498BMHWAZ4148

CONSOLIDATED BALANCE SHEET for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Notes	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-current assets			
(a) Property, plant and equipment	4	1,583.92	1,533.59
(b) Right-of-use assets	39	100.76	70.40
(c) Capital work-in-progress	4	108.74	67.93
(d) Goodwill	5	31.94	32.68
(e) Other intangible assets	6	0.79	1.03
(f) Investments accounted for using the equity method	7	30.19	14.79
(g) Financial assets			
(i) Investments	8	3.67	3.67
(ii) Loans	16	10.78	-
(iii) Other financial assets	9	50.24	28.92
(h) Non-current tax assets (net)	10	4.52	14.81
(i) Deferred tax assets (net)	22	0.78	3.73
(j) Other non-current assets	11	11.31	8.59
Total non-current assets		1,937.64	1,780.14
Current assets			
(a) Inventories	12	618.13	532.19
(b) Financial assets			
(i) Trade receivables	13	570.18	619.43
(ii) Cash and cash equivalents	14	18.87	98.32
(iii) Bank balances other than (ii) above	15	563.99	415.79
(iv) Loans	16	6.90	59.36
(v) Other financial assets	9	4.28	3.54
(c) Other current assets	11	36.21	34.14
Total current assets		1,818.56	1,762.77
TOTAL ASSETS		3,756.20	3,542.91
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	17	15.93	15.93
(b) Other equity	18	2,728.41	2,600.60
Equity attributable to the shareholders of the Company		2,744.34	2,616.53
(c) Non- controlling interests		65.75	59.08
Total Equity		2,810.09	2,675.61
LIABILITIES			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	71.38	63.45
(ii) Lease liabilities	20	72.87	49.13
(b) Provisions	21	5.04	4.19
(c) Deferred tax liabilities (net)	22	89.13	83.86
Total non-current liabilities		238.42	200.63
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	104.56	107.14
(ii) Lease liabilities	20	25.05	19.22
(iii) Trade payables	24		
- Total outstanding dues of micro enterprises and small enterprises; and		96.42	75.54
- Total outstanding dues of creditors other than micro enterprises and small enterprises		241.66	217.75
(iv) Other financial liabilities	25	127.99	134.75
(b) Other current liabilities	23	81.02	83.91
(c) Provisions	21	29.85	27.76
(d) Current tax liabilities (net)	26	1.14	0.60
Total current liabilities		707.69	666.67
TOTAL LIABILITIES		946.11	867.30
TOTAL EQUITY AND LIABILITIES		3,756.20	3,542.91
Material accounting policy information	3		
Summary of material accounting policies and other explanatory information	1-64		

As per our report of even date attached

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's registration no. 001076N/N500013
Nalin Jain
Partner
Membership no. : 503498

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place : New Delhi
Date : 06 May 2025

CONSOLIDATED STATEMENT OF PROFIT AND LOSS for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Notes	Year ended 31 March 2025	Year ended 31 March 2024
INCOME			
Revenue from operations	27	4,635.07	4,474.03
Other income	28	42.74	46.20
TOTAL INCOME		4,677.81	4,520.23
EXPENSES			
Cost of materials consumed	29	1,067.88	978.92
Purchases of stock-in-trade		990.61	894.87
Changes in inventories of finished goods, stock-in-trade and work-in-progress	30	(92.96)	20.75
Employee benefits expense	31	566.12	491.57
Finance costs	32	20.03	17.29
Depreciation and amortisation expense	33	165.40	147.55
Other expenses	34	1,477.24	1,381.12
TOTAL EXPENSES		4,194.32	3,932.07
Profit before share of loss from joint venture and tax from continuing operations		483.49	588.16
Add: Share of profit/(loss) from joint ventures		0.77	(1.20)
Profit before tax from continuing operations		484.26	586.96
Tax expense:	35		
Current tax		127.81	134.86
Deferred tax expense		8.14	8.60
Profit for the year from continuing operations		348.31	443.50
B. DISCONTINUED OPERATIONS			
Loss before tax from discontinued operations		(48.29)	(11.34)
Tax expense from discontinued operations:		-	-
Loss for the year from discontinued operations		(48.29)	(11.34)
Profit for the year (A+B)		300.02	432.16
Other comprehensive income (OCI)			
Items that will not be reclassified to statement of profit and loss			
- Remeasurement of defined benefit plans		1.44	0.31
- Income-tax relating to items that will not be reclassified to statement of profit and loss		(0.29)	(0.05)
Items that will be reclassified to statement of profit and loss			
- Exchange differences on translation of foreign operations		0.08	(0.07)
- Income-tax relating to items that will be classified to statement of profit and loss		-	-
Total other comprehensive income for the year, net of tax		1.23	0.19
Total comprehensive income for the year		301.25	432.35
Profit for the year attributable to:			
(a) Owners of the Company		294.35	422.11
(b) Non-controlling interest		5.67	10.05
Other comprehensive income for the year attributable to:			
(a) Owners of the Company		1.18	0.15
(b) Non-controlling interest		0.05	0.04
Total comprehensive income for the year attributable to:			
(a) Owners of the Company		295.53	422.26
(b) Non-controlling interest		5.72	10.09
Earnings per equity share (face value of ₹ 1 each)	36		
i) For continuing operations			
- Basic (in ₹)		21.51	27.22
- Diluted (in ₹)		21.50	27.19
ii) For Discontinued operations			
- Basic (in ₹)		(3.03)	(0.71)
- Diluted (in ₹)		(3.03)	(0.71)
iii) For Continued and discontinued operations			
- Basic (in ₹)		18.48	26.51
- Diluted (in ₹)		18.47	26.48
Material accounting policy information	3		
Summary of material accounting policies and other explanatory information	1-64		

As per our report of even date attached

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's registration no. 001076N/N500013
Nalin Jain
Partner
Membership no. : 503498

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place : New Delhi
Date : 06 May 2025

CONSOLIDATED STATEMENT OF CASH FLOWS for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax from continuing operations	484.26	586.96
(Loss) before tax from discontinued operations	(48.29)	(11.34)
Profit before tax	435.97	575.62
Adjustments for :		
Depreciation and amortisation expense	165.40	147.55
Interest income	(38.44)	(31.07)
Interest expense	20.03	17.29
Share in loss of joint venture	(0.77)	1.20
Unrealised gain on foreign exchange fluctuation	(1.08)	(0.01)
Share based payments to employees (net)	6.10	7.51
Subsidy income	(0.38)	(0.55)
Bad Debts Written Off	0.65	1.06
(Reversal) /creation of provision for expected credit loss	22.67	(0.99)
(Profit)/Loss on sale/discard of property, plant and equipment	9.23	(7.80)
Operating profit before working capital changes	619.38	709.81
Changes in operating assets and liabilities, net of effects from purchase of controlled entities and sale of subsidiary		
Movement in inventories	(79.91)	32.49
Movement in trade and other receivables	41.18	(18.32)
Movement in other assets	(2.60)	6.41
Movement in trade and other payables	35.75	2.49
Movements in provisions	4.38	2.97
Cash flow generated from operations	618.18	735.85
Less: Direct taxes (paid)(net)	(117.19)	(138.47)
Net cash generated from operating activities (A)	500.99	597.38
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment (including capital advances, capital work-in-progress, intangible assets and capital creditors)	(220.51)	(299.93)
Proceeds from disposal of property, plant and equipment	24.98	21.90
Investment in joint ventures	(19.50)	(17.73)
Transactions with non-controlling interest	-	(11.73)
Loans given	(36.24)	(51.54)
Proceeds from disposal of investments	-	18.25
Interest received	38.95	30.33
Movement in deposits having original maturity of more than three months (net)	(159.73)	13.29
Net cash used in investing activities (B)	(372.05)	(297.16)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(14.45)	(12.92)
Proceeds from issue of share capital	1.37	1.09
Proceeds from non-current borrowings	39.02	20.98
Repayment of non-current borrowings	(31.35)	(9.96)
Proceeds/(repayments) of current borrowings (net)	2.31	(50.35)
Principal payment of lease liabilities	(24.93)	(18.17)

CONSOLIDATED STATEMENT OF CASH FLOWS (CONT'D) for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest payment of lease liabilities	(5.33)	(3.70)
Proceeds from dividend distribution tax paid earlier	-	3.93
Dividend paid	(175.19)	(143.33)
Net cash used in financing activities (C)	(208.55)	(212.43)
Net (decrease) / increase in cash and cash equivalents (A+B+C)	(79.61)	87.79
Cash and cash equivalents at the beginning of the financial year	98.32	10.53
Add: Cash and cash equivalents of Keronite Tiles Private Limited as on date of acquisition	0.16	-
Cash and cash equivalents at the end of the financial year	18.87	98.32
Non-cash financing and investing activities		
- Acquisition of right of use assets	55.61	45.97
Components of cash and cash equivalents at the end of the year		
Balances with banks		
- Current accounts	18.40	97.92
Cash on hand	0.47	0.40
Cash and cash equivalents at the end of the year	18.87	98.32

Note :

1. This cash flow statement presented in accordance with "indirect method" as set out in Indian Accounting Standard - 7 ' Statement of cash flows' as specified in Indian Accounting Standard Rules, 2015 (as amended)

2. Refer note 51 for net debt reconciliation movement.

Material accounting policy information

3

Summary of material accounting policies and other explanatory information

1-64

As per our report of even date attached

For **Walker ChandioK & Co LLP**
Chartered Accountants
Firm's registration no. 001076N/N500013

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Nalin Jain
Partner
Membership no. : 503498

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Place: New Delhi
Date : 06 May 2025

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 31 March 2025

CIN: L26924HR1985PLC056150

A. Equity share capital

A. Equity share capital			(Amount in ₹crores, unless otherwise stated)
Particulars	As at 31 March 2025	As at 31 March 2024	
Balance at the beginning of the reporting year	15.93		15.92
Add: Change in equity share capital during the year (refer note 17)	#		0.01
Balance at the end of the reporting year	15.93		15.93
(# rounded off to Nil)			

B. Other equity (refer note 18)

Particulars	Reserves and surplus					Items of other comprehensive income (OCI)	Total other equity attributable to owners of the Company	Non-controlling interests (NCI)	Total
	General reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Capital reserve	Retained earnings			
Balance at 1 April 2023	320.38	180.63	5.00	8.88	21.45	1,774.54	2,310.86	77.64	2,388.50
Profit for the year	-	-	-	-	-	422.11	422.11	10.05	432.16
Items of OCI for the year, net of tax	-	-	-	-	-	0.22	0.22	0.04	0.26
Remeasurement of defined benefit plans	-	-	-	-	-	-	-	-	-
Fair valuation of investment in equity instruments through OCI	-	-	-	-	-	(0.07)	(0.07)	-	(0.07)
Total comprehensive income	-	-	-	-	-	422.33	422.26	10.09	432.35
Shares issued during the year (refer note 17)	-	1.09	-	-	-	-	1.09	-	1.09
Employee stock option scheme	-	-	-	7.51	-	-	7.51	-	7.51
Transferred to security premium from stock options outstanding account on issue of shares	-	0.90	(0.90)	-	-	-	-	-	-
Dividend distributed (including interim dividend)	-	-	-	-	-	(143.33)	(143.33)	-	(143.33)
Dividend distribution tax paid earlier reversed	-	-	-	-	-	3.92	3.92	-	3.92
Transactions with holders of NCI	-	-	-	-	-	(1.71)	(1.71)	(28.65)	(30.36)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY(CONTD)

Particulars	Reserves and surplus					Items of other comprehensive income (OCI)	Total other equity attributable to owners of the Company	Non-controlling interests (NCI)	Total
	General reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Capital reserve	Retained earnings			
Balance at 31 March 2024	320.38	182.62	5.00	15.49	21.45	2,055.75	2,600.60	59.08	2,659.68
Profit for the year	-	-	-	-	-	294.35	294.35	5.67	300.02
Items of OCI for the year, net of tax	-	-	-	-	-	1.10	1.10	0.05	1.15
Remeasurement of defined benefit plans	-	-	-	-	-	-	-	-	-
Fair valuation of investment in equity instruments through OCI	-	-	-	-	-	0.08	0.08	-	0.08
Total comprehensive income	-	-	-	-	-	295.45	295.53	5.72	301.25
Shares issued during the year (refer note 17)	-	1.37	-	-	-	-	1.37	-	1.37
Employee stock option scheme	-	-	-	6.10	-	-	6.10	-	6.10
Transferred to security premium from stock options outstanding account on issue of shares	-	0.57	(0.57)	-	-	-	-	-	-
Dividend distributed (including interim dividend)	-	-	-	-	-	(175.19)	(175.19)	-	(175.19)
Transactions with holders of NCI	-	-	-	-	-	-	-	0.95	0.95
Balance as at 31 March 2025	320.38	184.56	5.00	21.02	21.45	2,176.01	2,728.41	65.75	2,794.16

Material accounting policy information
Summary of material accounting policies and other explanatory information 1-64

As per our report of even date attached

For **Walker Chandio & Co LLP**
Chartered Accountants

Firm's registration no. 001076N/N500013

Nalin Jain
Partner
Membership no. : 503498

For and on behalf of the Board of Directors of
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(FCS No. 5101)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Sanjeev Agarwal
Chief Financial Officer



NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

1. Corporate information

KAJARIA CERAMICS LIMITED (“KCL” or the “Holding Company” or the “Company”) is a limited company domiciled in India and was incorporated on 20 December 1985. Equity shares of the Company are listed in India on the Bombay stock exchange and the National stock exchange. The registered office of the Company is located at SF-11, Second Floor, JMD Regent Plaza Mehrauli Gurgaon Road, Village Sikanderpur Ghosi Gurgaon Haryana - 122001, India.

The Consolidated Financial Statements are comprised of the financial statements of the members of the Group as under:

Name of the Company	Nature of activities	Principal Place of Business	% Shareholding and Voting Power	
			As at 31 March, 2025	As at 31 March, 2024
Kajaria Vitrified Private Limited	Manufacturing of Tiles	India	95.00%	95.00%
Kajaria infinity Private Limited	Manufacturing of Tiles	India	84.58%	84.58%
Kajaria Plywood Private Limited	Trading of plywood	India	100.00%	100.00%
Kajaria Bathware Private Limited	Manufacturing of bath fittings	India	85.00%	85.00%
South Asian Ceramic Tiles Private Limited	Manufacturing of Tiles	India	59.50%	59.50%
Kajaria International DMCC	Trading	UAE	100.00%	100.00%
Keronite Tiles Private Limited*	Manufacturing of Tiles	India	90.00%	-
Kajaria Adhesive Private Limited	Manufacturing of Tile Adhesive Products	India	75.00%	-
Kajaria Sanitaryware Private Limited (step-down subsidiary).	Manufacturing of sanitaryware products	India	69.70%	69.70%
Kerovit Global Private Limited (step-down subsidiary).	Manufacturing of sanitaryware products	India	85.00%	85.00%
Kajaria RMF Trading LLC	Trading in Tiles and Bath products	UAE	50.00%	50.00%
Kajaria UKP Limited	Trading in Tiles and Bath products	UK	50.00%	50.00%
Kajaria Ramesh Tiles Limited	Trading in Tiles and Bath products	Nepal	50.00%	50.00%

*Name of Keronite Tiles Private Limited has been changed to Kajaria Surfaces Private Limited wef. 06 May 2025

The Consolidated financial statements for the year ended 31 March 2025 were authorised in accordance with a resolution of Board of Directors on 6 May 2025.

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 consolidated financial statements are authorized have been considered in preparing these consolidated financial statements.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

3. Material accounting policies and other explanatory information

A. Statement of compliance with Indian Accounting Standards (Ind AS)

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 (“Act”) read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and guidelines issued by the Security Exchange Boards of India.

B. Overall considerations

The consolidated financial statements have been prepared using the material accounting policies and measurement basis summarized below.

These accounting policies have been used throughout all periods presented in the consolidated financial statements.

C. Historical cost convention

These consolidated financial statements have been prepared on a historical cost convention except where certain financial assets and liabilities have been measured at fair value.

D. Principals of consolidation and equity accounting

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31 March 2025. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)

- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group 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 Group’s voting rights and potential voting rights
- The size of the group’s holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member’s financial statements in preparing the

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

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 the same reporting date as that of the parent company, i.e., year ended on 31 March 2025.

Consolidation procedure:

- 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. Ind AS12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. 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.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent’s share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

E. Material accounting policies

a. Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset/liability is treated as current when it is:

- Expected to be realised or intended to be sold or consumed or settled in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised/settled within twelve months after the reporting period, or

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other assets and liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

b. Revenue Recognition

Revenue is recognised at an amount that reflects the consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer. The Group recognises revenue at the point in time, when control of the asset is transferred to the customer depending upon the terms of sale with the customers.

When either party to a contract has performed, an entity shall present the contract in the consolidated balance sheet as a contract asset or a contract liability, depending on the relationship between the entity’s performance and the customer’s payment.

Revenue includes only the gross inflows of economic benefits received and receivable by the Group, on its own account. Amounts collected on behalf of third parties such as goods and service tax is excluded from revenue.

Interest income and dividend:

Interest income is recognised using effective interest method.

Dividend income is recognised when the right to receive payment is established.

Export benefits:

The Group recognises income from duty drawback and export benefit on an accrual basis.

d. Inventories

Raw materials, work-in-progress, finished goods, packing materials, stores and spares, stock-in-trade, trading and other products are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost.

In determining the cost of raw materials, packing materials, stock-in-trade, stores and spares, trading and other products, weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads and other costs incurred in bringing the inventories to their present location and condition.

d. Property, plant and equipment

Measurement and recognition

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The Group identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining item.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalised if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalised under relevant heads of property, plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalised at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognised in the Statement of Profit and Loss as and when incurred.

Capital work in progress and Capital advances

Capital work in progress includes construction stores including material in transit/ equipment / services, etc. received at site for use in the projects. All revenue expenses incurred during construction period, which are exclusively attributable to acquisition / construction of fixed assets, are capitalised at the time of commissioning of such assets. Cost of assets not ready for intended use,

as on the Balance Sheet date, is shown as capital work in progress.

Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation

Depreciation on each part of an item of property, plant and equipment is provided using the Straight Line Method (SLM) based on the useful life of the asset as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013 except on some assets, where useful life has been taken based on external / internal technical evaluation as given below:

Particulars	Useful lives
Plant and Machinery	7, 10 and 18 years
Fit-out and other assets at sales outlets	5 years
Roads	30 and 60 years

Freehold land is not depreciated. Leasehold improvements are amortised over the period of the lease or the useful life of the asset, whichever is lower.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition

The carrying amount of an item of property, plant and equipment is derecognised on

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognised in the Statement of Profit and Loss when the item is derecognised.

e. Intangible Assets

Measurement and recognition

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment loss, if any.

Amortisation

Intangible Assets with finite lives are amortised on a Straight-Line basis over the estimated useful economic life. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss. The amortisation period and method for an intangible asset is reviewed at least at the end of each reporting period.

Costs relating to computer software are capitalised and amortised on straight line method over their estimated useful economic life of six years.

Derecognition

The carrying amount of an intangible asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognised in the Statement of Profit and Loss when the asset is derecognised.

f. Research and development costs

Expenditure on research is recognised as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognised as an expense when it is incurred.

Items of property, plant and equipment utilized for research and development are capitalised and depreciated in accordance with the policies stated for Property, Plant and Equipment.

g. Borrowing costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised, if any. All other borrowing costs are expensed in the period in which they occur.

h. Foreign currency transactions

Initial recognition:

On initial recognition, transactions in foreign currencies entered into by the Group are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the Statement of Profit and Loss.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Measurement of foreign currency items at reporting date:

Foreign currency monetary items of the Group are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of these translations are recognised in the Statement of Profit and Loss.

i. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant relates to an asset, the cost of the asset is shown at gross value and grant thereon is treated as capital grant which is recognised as income in statement of profit and loss over the period and in proportion in which depreciation is charged.

When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset.

When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable

market rate, the effect of this favorable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant (deferred income) is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities. The loan or assistance is subsequently recognised in the statement of profit and loss on a straight line basis over the period of loan.

j. Taxes on income

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax

Current tax is measured at the amount expected to be paid/ recovered to/from the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised directly in equity/other comprehensive income is recognised under the respective head and not in the statement of profit & loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets are offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Tax relating to items recognised directly in equity/other comprehensive income is recognised in respective head and not in the statement of profit & loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

k. Employee benefits

Short term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are

classified as short term employee benefits and they are recognised in the period in which the employee renders the related service. The Group recognises the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Post-employment benefits:

I. Defined contribution plans:

The Group makes payments made to defined contribution plans such as provident fund and employees' state insurance. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

II. Defined benefit plans:

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Other long-term employee benefits:

Other long-term employee benefits are recognised as an expense in the Statement of Profit and Loss as and when they accrue. The Group determines the liability using the Projected Unit Credit Method, with actuarial valuations carried out as at the balance sheet date. Actuarial gains and losses in respect of such benefits are charged to the Statement of Profit and Loss.

I. Share-based payments

The fair value of options granted under Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in statement of profit and loss, with a corresponding adjustment to equity.

m. Leases

The Group as a lessee

The Group’s lease asset classes primarily consist of property leases. The Group assesses whether a contract 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 Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes 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 low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized 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.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

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 amortized cost 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 in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

The Group as a lessor

Leases for which the Group 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.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease.

n. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

o. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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.

Contingent liability is disclosed in the case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- a present obligation arising from past events, when no reliable estimate is possible Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

p. Earnings per share

Basic earnings per equity share is calculated by dividing the net profit for the year attributable to equity shareholders by weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to equity shareholders and the weighted average numbers of shares outstanding during the year are adjusted for the effects of all dilutive potential equity share

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

q. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks, on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

r. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial assets

Classification

The Group classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, Trade Receivables that does not contain a significant financial component are measured at transaction price.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in below categories:

- **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.

- **Financial assets at fair value through other comprehensive income**

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. The Group has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.

- **Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Derecognition

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

or the Group has transferred its rights to receive cash flows from the asset.

Impairment of financial assets

The Group assesses impairment based on expected credit losses (ECL) model for measurement and recognition of impairment loss, the calculation of which is based on historical data, on the financial assets that are trade receivables or contract revenue receivables and all lease receivables.

b) Financial liabilities

Classification

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at amortised cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate

(EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

- **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

c) 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 realize the assets and settle the liabilities simultaneously.

d) Derivative financial instruments

The Group uses derivative financial instruments, such as forward currency contracts, interest rate swaps, full currency swaps and forward commodity contracts, to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

s. Impairment of non-financial assets

At each reporting date, the Group assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the recoverable amount of the asset or the

cash generating unit is estimated. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount. The carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If, at the reporting 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. Impairment losses previously recognised are accordingly reversed in the statement of profit and loss.

t. Fair value measurement

The Group measures financial instruments such as derivatives and certain investments, at fair value at each balance sheet date.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized 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 assets and liabilities that are recognised in the balance sheet on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group 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.

F. Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. 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.

In particular, the Group has identified the following areas where significant judgements, estimates and assumptions are required. Further information on each of these areas and how they impact the various accounting policies are described below and also in the relevant notes to the financial statements. Changes in estimates are accounted for prospectively.

Contingencies

Contingent liabilities may arise from the ordinary course of business in relation to claims against the Group, including legal, contractor, land access and other claims. By their nature, contingencies

will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgments and the use of estimates regarding the outcome of future events.

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 Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market change or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

(a) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

(b) Defined benefit plans

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 future pension increases. 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.

(c) Useful lives of depreciable/amortisable assets

Management reviews its estimate of the useful lives of depreciable/amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

(d) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(e) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgments in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(f) Estimation of current tax and deferred tax

Management judgement is required for the calculation of provision of income- taxes and deferred tax assets and liabilities. The Group 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 these financial statements.

(g) Share based payment transactions

The fair value of employee stock options is measured using the Black-Scholes model. Measurement inputs include share price on

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

grant date, exercise price of the instrument, expected volatility (based on weighted average historical volatility), expected life of the instrument (based on expected exercise behaviour), expected dividends, and the risk free interest rate (based on government bonds). The details of variables used are given in note 43.

(h) Business combinations and intangible assets

Business combinations are accounted for using Ind AS 103, Business Combinations. Ind AS 103 requires the identifiable intangible assets and contingent consideration to be fair valued in order to ascertain the net

fair value of identifiable assets, liabilities and contingent liabilities of the acquiree. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets. These valuations are conducted by independent valuation experts.

G. Recent 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. For the year ended 31 March 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

4 Property, plant and equipment

Particulars	Freehold land	Buildings	Plant and equipments	Furniture and fixtures	Vehicles	Office equipments	Computers	Display assets	Total
Gross carrying amount									
As at 1 April 2023	103.08	463.39	1,512.21	14.97	58.99	11.87	8.56	28.41	2,201.48
Additions	0.01	43.46	238.83	1.11	19.70	1.75	0.91	1.47	307.24
Disposals	0.12	3.43	61.40	0.18	8.95	0.69	1.06	0.58	76.41
Adjustments (refer footnote v below)	-	-	-	-	-	-	-	-	-
As at 31 March 2024	102.97	503.42	1,689.64	15.90	69.74	12.93	8.41	29.30	2,432.31
Addition on account of business combination	4.80	-	-	-	-	-	-	-	4.80
Additions	3.65	69.85	105.28	3.11	14.45	4.32	1.36	19.66	221.68
Disposals	-	0.51	116.47	0.69	25.69	1.22	0.38	6.01	150.97
Adjustments (refer footnote v below)	-	-	0.27	0.16	0.16	0.02	-	-	0.61
As at 31 March 2025	111.42	572.76	1,678.18	18.16	58.34	16.01	9.39	42.95	2,507.21
Accumulated depreciation									
As at 1 April 2023	-	122.90	646.02	8.65	21.92	7.16	6.14	18.21	831.00
Depreciation charge for the year (refer note 33)	-	13.05	105.09	1.07	7.12	1.05	0.86	1.79	130.03
Disposals	-	-	-	-	-	-	-	-	-
Adjustments (refer footnote v below)	-	1.59	52.47	0.17	5.90	0.64	0.99	0.55	62.31
As at 31 March 2024	-	134.36	698.64	9.55	23.14	7.57	6.01	19.45	898.72
Depreciation charge for the year (refer note 33)	-	16.11	110.07	1.21	8.16	1.58	1.07	2.87	141.07
Disposals	-	0.11	96.48	0.62	12.68	1.00	0.35	5.26	116.50
Adjustments (refer footnote v below)	-	-	-	-	-	-	-	-	-
As at 31 March 2025	-	150.36	712.23	10.14	18.62	8.15	6.73	17.06	923.29
Net carrying amount :									
As at 31 March 2025	111.42	422.40	965.95	8.02	39.72	7.86	2.66	25.89	1,583.92
As at 31 March 2024	102.97	369.06	991.00	6.35	46.60	5.36	2.40	9.85	1,533.59

Notes:

- (i) Property, plant and equipment pledged as security - refer to note 54 for information on property, plant and equipment pledged as security by the Group.
- (ii) Contractual obligations - refer to note 40(a) for disclosure on contractual commitments for the acquisition of property, plant and equipment.
- (iii) Title deeds of all the immovable property held by the Group (other than properties where the Group is the lessee and the lease agreements are duly executed in favour of the lessee) are in the name of the Group.
- (iv) Adjustment are on account of business combination of Keronite Tiles Private Limited (also refer note 59)
- (v) Adjustment on account of recoverability of property, plant and equipment pertaining to Kajaria Plywood Private Limited.
- (vi) Addition in property plant and equipments includes borrowing cost of ₹ 1.80 Crore (31 March 2024 : ₹ 2.01 Crore).

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

4 Property, plant and equipment (cont'd)

VII. Capital work-in-progress mainly pertains to Plant and Equipment pending installation and civil work being carried on at the plants of the Group.

(viii) Details of Capital Work in Progress (CWIP) movement and ageing is as below:

Particulars	Amount
As at 1 April 2023	81.71
Add: Addition	34.66
Less: Capitalised	48.44
As at 31 March 2024	67.93
Add: Addition	112.01
Less: Capitalised	71.20
As at 31 March 2025	108.74

Capital work-in-progress	As at31 March 2025				
	Less than 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Projects in progress	59.73	19.17	17.00	12.84	108.74

Capital work-in-progress	As at 31 March 2024				
	Less than 1 Year	1-2 years	2-3 years	More than 3 Years	Total
Projects in progress	37.23	17.86	12.84	-	67.93

Note : There are no such project under capital work in progress whose completion is overdue or has exceeded it's cost compared to its original plan as of 31 March 2025 and 31 March 2024.

- (a) Refer note 54 for the Capital work-in-progress pledged as security.
- (b) Refer note 40(a) for disclosure on contractual commitments for the acquisition of Capital work-in-progress.

5 Goodwill

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	32.68	32.68
Less: impairment of goodwill	(0.74)	-
Balance at the end of the year	31.94	32.68

Note:

The goodwill impairment testing is performed at the level of the cash generating unit which represents the smallest identifiable group of assets that generates independent cash flows. The impairment testing is performed annually or whenever there is an indication that the cash generating unit to which the goodwill has been allocated may be impaired. In determining the value-in-use, cash flow projections approved by appropriate level of management are considered. Key assumptions on which management has based its determination of value-in-use includes estimated growth rates (including terminal growth rates) and discount rates. Cash flow projections are usually considered for next five years.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Further, goodwill amounting to Rs 0.74 crores, with respect to Kajaria Plywood Private Limited has been impaired by the Group, considering it as discontinued operations.

6 Other intangible assets

Particulars	Software	Total
Gross carrying amount		
As at 1 April 2023	10.65	10.65
Additions	0.02	0.02
Disposals	0.79	0.79
As at 31 March 2024	9.88	9.88
Additions	0.16	0.16
Disposals	7.16	7.16
As at 31 March 2025	2.88	2.88
Accumulated amortisation		
As at 1 April 2023	9.20	9.20
Amortisation charge for the year (refer note 33)	0.44	0.44
Disposals	0.79	0.79
As at 31 March 2024	8.85	8.85
Amortisation charge for the year (refer note 33)	0.39	0.39
Disposals	7.15	7.15
As at 31 March 2025	2.09	2.09
Net carrying amount :		
As at 31 March 2025	0.79	0.79
As at 31 March 2024	1.03	1.03

7 Investments accounted for using the equity method

Particulars	As at 31 March 2025	As at 31 March 2024
Investments in equity instruments (unquoted)		
Investments in joint venture (measured at cost)		
(i) Overseas Companies		
Kajaria RMF Trading LLC		
500 (31 March 2024: 500) equity shares of United Arab Emirates (UAE) Dirham 1000 each fully paid up	1.16	1.13
Share Application money pending for allotment in Kajaria RMF Trading LLC	-	0.89
Less: Adjustments for share in loss of joint venture	(1.16)	(0.23)
Kajaria UKP Limited		
150,000 (31 March 2024: 150,000) equity shares of 1 Great Britain Pound each fully paid up	1.60	1.56
Less: Adjustments for share in loss of joint venture	(1.60)	(0.45)

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	As at 31 March 2025	As at 31 March 2024
Kajaria Ramesh Tiles Limited		
3,748,200 (31 March 2024: 2,000,000) equity shares of Nepalese Rupee 100 each fully paid up"	23.43	12.50
Less: Adjustments for share in profit/(loss) of joint venture	2.68	(0.61)
Investments in compulsorily convertible preference(unquoted)		
Investments in joint venture (measured at cost)		
(ii) Domestic Company		
Shri Vinayak Ply Industries Private Limited		
4,079,540(31 March 2024: Nil) compulsorily convertible preference shares of ₹ 10 each fully paid up	4.08	-
	30.19	14.79
Aggregate value of unquoted investments	30.19	14.79
Aggregate amount of impairment in value of investment	-	-

8 Investments in other entity (measured at FVTPL)

Particulars	As at 31 March 2025	As at 31 March 2024
Sunsure Solarpark Two Private Limited		
27,901 (31 March 2024: 27,901) equity shares of ₹ 10 each fully paid up	3.67	3.67
	3.67	3.67
Aggregate value of unquoted investments	3.67	3.67
Aggregate amount of impairment in value of investment	-	-

9 Other financial assets

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Considered good - unsecured				
Deposits with original maturity of greater than twelve months	16.92	5.23	-	-
Share Application Money	4.94	-	-	-
Security deposits*	28.38	23.69	1.58	0.12
Export benefit receivables	-	-	0.14	0.34
Interest accrued on deposits	-	-	0.83	1.34
Others	-	-	1.73	1.74
Total	50.24	28.92	4.28	3.54

* Includes Security Deposit given to related party amounting to ₹ 0.60 crore (31 March 2024 ₹ 0.60 crore) (refer note 37)

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

10 Non-current tax assets (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Advance tax (net of provisions)	4.52	14.81
Total	4.52	14.81

11 Other assets

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Considered good- unsecured				
Capital advances	10.38	6.68	-	-
Advance other than capital advances:				
Prepaid expenses	0.93	1.90	9.41	8.16
Advance to suppliers	-	-	9.31	14.91
Balance with statutory authorities	-	0.01	13.94	8.12
Others	-	-	3.55	2.95
Total	11.31	8.59	36.21	34.14

12 Inventories (valued at lower of cost or net realisable value)

Particulars	As at 31 March 2025	As at 31 March 2024
Raw materials	59.50	58.74
Work-in-progress	35.57	26.07
Finished goods	426.16	332.09
Stock-in-trade	35.23	42.52
Stores and spares	52.32	53.85
Packing material	9.35	18.92
Total	618.13	532.19

13 Trade receivables

Particulars	As at 31 March 2025	As at 31 March 2024
Considered good-unsecured	570.18	619.43
Credit impaired	20.00	5.66
Less: Allowance for expected credit losses	(20.00)	(5.66)
Total	570.18	619.43
Amount due from related parties (refer note 37)	6.94	7.02

- Note:**
- a) No trade or other receivable are due from directors or other officers of the Group either severally or jointly with any other person or amounts dues from firms or private companies in which any director is a partner, director or a member.
 - b) All amounts are short-term. The net carrying value of trade receivables is considered a reasonable approximation of fair value.
 - c) Amount due from related parties is disclosed net of allowance for expected credit losses

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	As at 31 March 2025						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 Years	
(I) Undisputed Trade receivables - considered good	334.37	215.93	10.14	5.09	0.41	0.22	566.16
(ii) Undisputed Trade receivables - credit impaired	-	1.20	6.06	5.40	1.00	0.23	13.89
(iii) Disputed Trade receivables - considered good	-	-	-	1.07	0.45	2.50	4.02
(iv) Disputed Trade receivables - credit impaired	-	-	-	1.63	0.71	3.77	6.11
Less: Allowance for expected credit losses	-	(1.20)	(6.06)	(7.03)	(1.71)	(4.00)	(20.00)
Total	334.37	215.93	10.14	6.16	0.86	2.72	570.18

Particulars	As at 31 March 2024						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 Years	
(I) Undisputed Trade receivables - considered good	344.65	256.25	10.80	3.76	0.33	0.42	616.21
(ii) Undisputed Trade receivables - credit impaired	-	-	0.20	0.12	0.04	0.20	0.56
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	3.22	3.22
(iv) Disputed Trade receivables - credit impaired	-	-	-	-	-	5.10	5.10
Less: Allowance for expected credit losses	-	-	(0.20)	(0.12)	(0.04)	(5.30)	(5.66)
Total	344.65	256.25	10.80	3.76	0.33	3.64	619.43

Note: Note: There are no unbilled receivables.

14 Cash and cash equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- Current accounts	18.40	97.92
Cash on hand	0.47	0.40
Total	18.87	98.32

Note:

a) There are no repatriation restrictions with regard to cash and cash equivalents as the end of the reporting period and prior periods.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

15 Bank balances other than cash and cash equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Earmarked balances with banks in current accounts - unpaid dividends*	2.61	2.45
Deposits with original maturity of greater than three months and remaining maturity of less than twelve months**	561.38	413.34
Total	563.99	415.79

Note:

* These balances are not available for use by the Group and not due for deposit in the Investor Education and Protection Fund.

** Deposits amounting to ₹ 139.55 Crores (31 March 2024 : ₹ 202.49 Crores) have been pledged by the Holding Company against facilities taken by various subsidiaries and against performance guarantee of the Holding company.

16 Loans#

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Considered good - unsecured				
Loans to other companies (refer note (i))	10.78	-	2.86	53.53
Loans to related parties (refer note (ii))	-	-	4.04	5.83
Credit impaired	-	-	17.90	-
Less: allowance for expected credit losses	-	-	(17.90)	-
Total	10.78	-	6.90	59.36

#Loans are non-derivative financial assets which generate a fixed or variable interest income for the Group. The carrying value may be affected by changes in the credit risk of the counterparties.

Notes:

- (i) Loans to other companies represents interest bearing loans given for the business purposes and is repayable on demand.
(ii) Represents loans given to related parties (refer note 37 for details).

17 Equity share capital

Particulars	As at 31 March 2025	As at 31 March 2024
Authorised:		
770,000,000 equity shares of ₹ 1 each (31 March 2024: 770,000,000 of ₹ 1 each)	77.00	77.00
7,710,000 preference shares of ₹ 100 each (31 March 2024: 7,710,000 of ₹ 100 each)	77.10	77.10
	154.10	154.10
Issued and subscribed:		
159,272,290 equity shares of ₹ 1 each (31 March 2024: 159,258,300 equity shares of ₹ 1 each)	15.93	15.93
Total	15.93	15.93

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

A. Reconciliation of the authorised share capital:

There is no change in authorised capital of equity share and preference share during the current year and previous year.

B. Reconciliation of the issued and subscribed shares outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	Amount	No of shares	Amount
At the beginning of the reporting year	159,258,300	15.93	159,232,550	15.92
Add: Shares issued on exercise of employee share option	13,990	#	25,750	0.01
Outstanding at the end of the year	159,272,290	15.93	159,258,300	15.93

(# rounded off to Nil)

C. Terms/Rights attached to equity shares

The Holding Company has only one class of equity share having face value of ₹ 1 per share. The holder of the equity shares is entitled to receive dividend as declared from time to time. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing annual general meeting. The holder of share is entitled to voting rights proportionate to their share holding. The interim dividend has been distributed to the shareholders on approval of Board of Directors.

In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive assets of the Holding Company remaining after settlement of all liabilities. The distribution will be in proportion to the number of equity shares held by the shareholders.

The interim dividend for ₹ 5 per share (previous year ₹ 6 per share) has been distributed to the shareholders on approval of Board of Directors. During the year, the final dividend for ₹ 6 per share (previous year ₹ 3 per share) has been distributed to the shareholders of the Holding Company.

D. Shares reserved for issue under options

Information relating to Kajaria Ceramics Employee Stock Option Plan, 2015, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 43.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

E. Following shareholders hold equity shares more than 5% of the total equity shares of the Holding Company*:

Name of shareholder	As at 31 March 2025		As at 31 March 2024	
	Number of shares held having face value of ₹ 1 each	% of holding in class	Number of shares held having face value of ₹ 1 each	% of holding in class
Promoters:				
VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12,933,973	8.12%	12,933,973	8.12%
CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25,867,947	16.24%	25,867,947	16.24%
RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25,867,947	16.24%	25,867,947	16.24%
Kotak Emerging Equity Scheme	9,343,185	5.87%	7,754,349	4.87%

* As per the records of the Holding Company, including its register of members

F. Details of shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus shares and brought back during the last 5 years for each class of shares

The Holding Company has issued equity shares aggregating 334,290 (up to 31 March 2024 : 320,300) shares of ₹ 1 each fully paid during the financial years 2018-2019 to 2022-23 (2017-18 to 2021-22) on exercise of option granted under the employee stock option plan wherein part consideration was received in form of employee service.

Nil equity shares (31 March 2024: Nil) bought back pursuant to section 68, 69 and 70 of the Companies Act, 2013.

The Holding Company has issued Nil equity shares (31 March 2024 : Nil) as fully paid up bonus shares for which entire consideration not received in cash.

G. Details of shares held by promoters:

As at 31 March 2025						
S. No.	Promotor Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of total shares	% Changes during the year
1	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12,933,973	-	12,933,973	8.12%	-
2	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

As at 31 March 2025						
S. No.	Promotor Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of total shares	% Changes during the year
3	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
4	Chetan Kajaria and Rasika Kajaria (in their capacity as joint trustees of Raghav Kajaria Family Private Trust)	-	450,000	450,000	0.28%	-
5	Mr. Ashok Kajaria	1,047,004	-	1,047,004	0.66%	-
6	Mr. Chetan Kajaria	1,339,880	-	1,339,880	0.84%	-
7	Mr. Rishi Kajaria	1,805,716	-	1,805,716	1.13%	-
8	Mrs. Versha Devi Kajaria	1,777,014	-	1,777,014	1.12%	-
9	Mrs. Rasika Kajaria	570,000	-	570,000	0.36%	-
10	Mrs. Shikha Kajaria	600,000	-	600,000	0.38%	-
11	Mr. Kartik Kajaria	450,000	-	450,000	0.28%	-
12	Mr. Raghav Kajaria	450,000	(450,000)	-	0.00%	-
13	Mr. Vedant Kajaria	450,000	-	450,000	0.28%	-
14	Mr. Parth Kajaria	450,000	-	450,000	0.28%	-
15	A.K. Kajaria (HUF)	1,967,750	-	1,967,750	1.24%	-
16	Chetan Kajaria (HUF)	42,000	-	42,000	0.03%	-
17	Rishi Kajaria (HUF)	6,000	-	6,000	0.00%	-

As at 31 March 2024						
S. No.	Promotor Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of total shares	% Changes during the year
1	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	12,933,973	-	12,933,973	8.12%	-
2	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
3	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	25,867,947	-	25,867,947	16.24%	-
4	Mr. Ashok Kajaria	1,047,004	-	1,047,004	0.66%	-
5	Mr. Chetan Kajaria	1,339,880	-	1,339,880	0.84%	-
6	Mr. Rishi Kajaria	1,805,716	-	1,805,716	1.13%	-
7	Mrs. Versha Devi Kajaria	1,777,014	-	1,777,014	1.12%	-
8	Mrs. Rasika Kajaria	570,000	-	570,000	0.36%	-
9	Mrs. Shikha Kajaria	600,000	-	600,000	0.38%	-

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

As at 31 March 2024						
S. No.	Promotor Name	No. of shares at the beginning of the year	Changes during the year	No. of shares at the end of the year	% of total shares	% Changes during the year
10	Mr. Kartik Kajaria	450,000	-	450,000	0.28%	-
11	Mr. Raghav Kajaria	450,000	-	450,000	0.28%	-
12	Mr. Vedant Kajaria	450,000	-	450,000	0.28%	-
13	Mr. Parth Kajaria	450,000	-	450,000	0.28%	-
14	A.K. Kajaria (HUF)	1,967,750	-	1,967,750	1.24%	-
15	Chetan Kajaria (HUF)	42,000	-	42,000	0.03%	-
16	Rishi Kajaria (HUF)	6,000	-	6,000	0.00%	-

18 Other equity

Particulars	As at 31 March 2025	As at 31 March 2024
a) General reserves		
Balance at the beginning/end of the year	320.38	320.38
b) Securities premium		
Balance at the beginning of the year	182.62	180.63
Share issued during the year (refer note 17)	1.37	1.09
Transferred to security premium from stock options outstanding account on issue of shares	0.57	0.90
Balance at the end of the year	184.56	182.62
c) Capital redemption reserve		
Balance at the beginning/end of the year	5.00	5.00
d) Share options outstanding account		
Balance at the beginning of the year	15.49	8.88
Employee stock option scheme	6.10	7.51
Transferred to security premium on issue of shares	(0.57)	(0.90)
Balance at the end of the year	21.02	15.49
e) Capital reserve		
Balance at the beginning/end of the year	21.45	21.45
f) Retained earnings		
Balance at the beginning of the year	2,055.75	1,774.54
Profit for the year	294.35	422.11
Items of OCI for the year, net of tax	1.10	0.22
Dividend distributed (including interim dividend)	(175.19)	(143.33)
Dividend distribution tax paid earlier reversed	-	3.92
Transactions with holders of NCI	-	(1.71)
Balance at the end of the year	2,176.01	2,055.75

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	As at 31 March 2025	As at 31 March 2024
g) Other comprehensive income		
Foreign currency translation reserve		
Balance at the beginning of the year	(0.09)	(0.02)
Movement during the year	0.08	(0.07)
Balance at the end of the year	(0.01)	(0.09)
Equity attributable to the owners of the Group	2,728.41	2,600.60

Nature and purpose of reserves -

a) General reserve

General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

b) Securities premium

This reserve is used to record the premium on issue of shares. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

c) Capital redemption reserve

This reserve was created on redemption of preference shares in the financial year 2001-02. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

d) Share options outstanding account

The reserve is used to recognise the grant date fair value of the options issued to employees under Kajaria Ceramics Employee Stock Option Plan, 2015.

e) Capital reserve

The reserve was created on Scheme of Arrangement (the Scheme) between the Company and erstwhile Kajaria Securities Private Limited ('KSPL').

Further, it includes difference between the amount by which the carrying amounts of the Group's and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary where changes in the Group's ownership interest in a subsidiary does not result in the Group losing control of the subsidiary.

f) Foreign currency translation reserves

Foreign currency translation reserves represents difference arisen on translation of wholly owned subsidiary in to reporting currency.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

19 Borrowings

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Term loan - Secured				
(i) From banks	84.83	57.77	-	-
Less: current maturities of non-current borrowings	(20.98)	(3.53)	20.98	3.53
(ii) Deferred payment liabilities	0.88	6.55	-	-
Interest free loan from Financial Institution (Sales tax deferment scheme - State of Uttar Pradesh)				
Less: current maturities of non-current borrowings	(0.88)	(5.77)	0.88	5.77
Term loan - Unsecured				
From others	7.53	8.43	-	-
Working capital facility				
Secured				
From banks	-	-	82.70	77.01
Unsecured				
From others	-	-	-	20.83
Total	71.38	63.45	104.56	107.14

Terms of borrowings

Type of loan	Loan outstanding		Rate of interest	Security guarantee	Repayment terms
	As at 31 March 2025	As at 31 March 2024			
Term loan - from banks (secured)	-	1.37	Rate of interest is variable and linked to MCLR. Interest rate is 8.25%	Term loan is secured against the PPE of Kajaria Infinity Private Limited. Above loan is further secured by one of director of Kajaria Infinity Private Limited and corporate guarantee by the Holding Company.	Repayable in 48 monthly instalments commencing from February 2021.
Term loan - from banks (secured)	57.29	20.98	Rate of interest is at 31 March 2025 is 8.79%	Term loan is secured against exclusive charge on immovable and movable assets and current assets of Kerovit Global Private Limited, both present and future. Above loan is further secured by Corporate guarantee by the Holding Company.	The loan is repayable in 20 equal quarterly instalments starting after moratorium of 12 months from the date of first drawdown.
Term loan - from banks (secured)	27.54	35.14	Rate of interest is variable and linked to MCLR. As on 31 March 2025 rate of interest is 8.75%.	Secured against first charge on immovable and movable assets (present and future) of South Asian Ceramic Tiles Private Limited. Hyderabad, Telangana. Above loan is further secured by Corporate guarantee by the Holding Company.	Repayable in 36 and 62 monthly instalments commencing from Feb 23.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Type of loan	Loan outstanding		Rate of interest	Security guarantee	Repayment terms
	As at 31 March 2025	As at 31 March 2024			
Term loan - from banks (secured)	-	0.28	NA	Secured against respective assets of South Asian Ceramic Tiles Private Limited. Hyderabad, Telangana .	Various vehicle and assets loan Repayable in 23 to 60 monthly instalments.
Deferred payment liabilities	0.88	6.55	Nil	Secured against first charge on factory land and building of the Holding Company at Sikandrabad, Uttar Pradesh.	Repayable in one instalment after 7 years from date of disbursement.
Interest free loan from Financial Institution					
Loan from others - Unsecured	7.53	8.43	8% per annum	Not applicable	Payable after 31 March 2025
Working capital facility (secured)	30.03	29.78	Rate of interest is variable and linked to MCLR. Interest rate is 8.25%	Secured by first charge on current assets (both present and future) of Kajaria Vitrified Private Limited (at its factories at Morbi, Gujarat). Above loan is further secured by personal guarantee of one of director of Kajaria Vitrified Private Limited and corporate guarantee by the Holding Company.	On demand
Working capital facility (secured)	17.19	17.21	Rate of interest is variable and linked to MCLR. Interest rate is 8.43%	Secured by first charge on inventories and book debts and second charge on immovable and movable assets of Kajaria Infinity Private Limited (at its factories at Morbi, Gujarat). Above loan is further secured by Corporate guarantee by the Holding Company.	On demand
Working capital facility (secured)	9.54	8.65	Rate of interest is variable and linked to LIBOR plus spread.	Secured against hypothecation of entire raw materials, stock in process, stores and spares, packing materials, finished goods and book debts of Kajaria Bathware Private Limited, both present and future. Above loan is further secured by Corporate guarantee by the Holding Company.	Upto 154 days
Working capital facility (secured)	2.07	-	31 March 2025 : 8.25% to 9.30% per annum	Secured by first charge on inventories and book debts and second charge on immovable and movable assets of the Holding Company (at its factories at Sikandrabad, Uttar Pradesh and Gailpur, Rajasthan).	On demand

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Type of loan	Loan outstanding		Rate of interest	Security guarantee	Repayment terms
	As at 31 March 2025	As at 31 March 2024			
Working capital facility (secured)	7.70	2.01	Rate of interest is variable and linked to MCLR. Interest rate is 8.65%	Secured against first charge on Inventories and book debts of Kajaria Sanitaryware Private Limited, both present & future. Above loan is further secured by personal guarantee of one of director of Kajaria Vitrified Private Limited and corporate guarantee by the Holding Company.	On demand
Working capital facility (secured)	16.17	19.36	Rate of interest is variable and linked to MCLR. Interest rate is 8.75%	Secured by first charge on inventories of South Asian Ceramic Tiles Private Limited. Above loan is further secured by Corporate guarantee by the Holding Company.	On demand
Working capital facility (Unsecured)	-	20.83		Not applicable	Not applicable

The above loans have been utilised as per the purpose for these loans were sanctioned.

The property on which mortgaged or any charged created has been duly registered with Registrar of companies.

The Group has not defaulted in repayment of interest during the current financial year. Further, there have been no default in repayment of loan and no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

20 Lease liabilities

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Lease liability (refer note 39)	72.87	49.13	25.05	19.22
	72.87	49.13	25.05	19.22

21 Provisions

Particulars	Non-current		Current	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Provision for employee benefits obligation (refer note 38)				
Gratuity	5.04	4.19	7.68	8.28
Compensated absences	-	-	22.17	19.48
Total	5.04	4.19	29.85	27.76

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

22 Deferred tax assets/liabilities (net)

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Deferred tax liability on:		
Difference between book balance and tax balance of property, plant and equipment	118.66	116.36
	118.66	116.36
(b) Deferred tax asset on:		
Provision for employee benefit obligations	8.57	11.33
Others (including MAT input credit)	21.74	24.90
	30.31	36.23
	88.35	80.13
Amount recognised in the consolidated balance sheet to the extent not netted off*:		
Deferred tax assets (net)	0.78	3.73
Deferred tax liabilities (net)	89.13	83.86

* The Group does not have legal enforceable right to offset the recognised deferred tax asset of one entity with the deferred tax liability of another entity within the Group.

Movements in deferred tax liabilities and deferred tax assets:

	Property, plant and equipment	Compensated absences	Other Provisions	Total
As at 1 April 2023	93.37	(4.35)	(15.20)	73.82
Charged/(credited) to the statement of profit or loss	22.99	(6.98)	(9.70)	6.31
As at 31 March 2024	116.36	(11.33)	(24.90)	80.13
Charged/(credited) to the statement of profit or loss	2.30	2.76	3.16	8.22
As at 31 March 2025	118.66	(8.57)	(21.74)	88.35

23 Other liabilities

Particulars	Current	
	As at 31 March 2025	As at 31 March 2024
Advance received from customers	26.90	28.82
Statutory dues payable	54.07	54.66
Deferred government grant	0.05	0.43
Total	81.02	83.91

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

24 Trade payables

Particulars	As at 31 March 2025	As at 31 March 2024
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises (refer note 42)	96.42	75.54
- Total outstanding dues of creditors other than micro enterprises and small enterprises	241.66	217.75
Total	338.08	293.29

Note :

The carrying values of trade payables are considered to be a reasonable approximation of fair value.

	As at 31 March 2025				
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
- Total outstanding dues of micro enterprises and small enterprises	96.42	-	-	-	96.42
- Total outstanding dues of creditors other than micro enterprises and small enterprises	241.46	0.06	0.13	0.01	241.66
	337.88	0.06	0.13	0.01	338.08

	As at 31 March 2024				
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
- Total outstanding dues of micro enterprises and small enterprises	75.54	-	-	-	75.54
- Total outstanding dues of creditors other than micro enterprises and small enterprises	217.61	0.13	-	0.01	217.75
	293.15	0.13	-	0.01	293.29

Note: There are no unbilled dues.

25 Other current financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Interest accrued but not due on borrowings	0.12	0.13
Unclaimed dividends*	2.61	2.45
Interest bearing deposits from customers	28.51	25.49
Security deposits received	30.54	21.16
Employee payable	62.44	69.96
Liabilities towards unspent corporate social responsibility	0.55	0.60
Creditors for capital goods	2.96	13.36
Others	0.26	1.60
Total	127.99	134.75

* Not due for deposit to the Investors Education and Protection Fund.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

26 Current tax liabilities (net)

Particulars	As at 31 March 2025	As at 31 March 2024
Current tax liabilities (net of advance tax and TDS)	1.14	0.60
	1.14	0.60

27 Revenue from operations

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Sale of products		
Tiles	4,244.06	4,105.38
Others	384.20	358.87
	4,628.26	4,464.25
Other operating revenues		
Sale of scrap	6.81	9.78
Total	4,635.07	4,474.03

Disclosure pursuant to Ind AS-115 'Revenue from contracts with customers', are as follows:

(a) Disaggregation of revenue:

Revenue arises mainly from the sale of manufactured and traded goods. The Group has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

Year ended 31 March 2025				
Particulars	Revenue from sale of tiles	Revenue from sale of other	Other operating revenue	Total
Revenue by geography				
Domestic	4,193.27	383.33	3.68	4,580.28
Export	50.79	0.87	3.13	54.79
Total	4,244.06	384.20	6.81	4,635.07
Revenue by time				
Revenue recognized at point in time				4,635.07
Revenue recognized over time				-
				4,635.07

**NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS**

for the year ended 31 March 2025

(Amount in ₹crores, unless otherwise stated)

Year ended 31 March 2024				
Particulars	Revenue from sale of tiles	Revenue from sale of other	Other operating revenue	Total
Revenue by geography				
Domestic	4,032.62	357.59	4.12	4,394.33
Export	72.76	1.28	5.66	79.70
Total	4,105.38	358.87	9.78	4,474.03
Revenue by time				
Revenue recognized at point in time				4,474.03
Revenue recognized over time				-
				4,474.03

Sale of products are net of discounts amounting to ₹ 207.43 Crores (31 March 2024 : ₹ 206.99 Crores).

(b) Liabilities related to contracts with customers are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Contract liabilities related to sale of goods		
Advance from customers	26.90	28.82
Trade receivables	570.18	619.43

- (c)** Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liabilities are on account of the advance payment received from customer for which performance obligation has not yet been completed.

The performance obligation is satisfied when control of the goods or services are transferred to the customers based on the contractual terms. The Group does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration. Further, there are no contracts for sale of services wherein, performance obligation is unsatisfied to which transaction price has been allocated.

Payment terms with customers vary depending upon the contractual terms of each contract and generally falls in the range of 0 to 45 days from the completion of performance obligation.

There is no significant financing component in any transaction with the customers.

(d) Significant changes in the contract assets and liabilities:

The movement in contract liabilities (advance from customers) during the year.

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Advance from customers		
Opening balance	28.82	25.39
Revenue recognised during the year	28.82	25.39
Addition during the year (net)	26.90	28.82
Closing balance	26.90	28.82

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025

(Amount in ₹crores, unless otherwise stated)

28 Other income

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest income measured at amortised cost on:		
Fixed deposits with bank	37.80	30.43
Other financial assets carried at amortised cost	0.64	0.64
Net gain on foreign currency transactions and translation	1.08	1.28
Expected credit loss written back	-	0.99
Gain on disposal of property, plant and equipment (net)	-	7.80
Other non-operating income	3.22	5.06
Total	42.74	46.20

29 Cost of materials consumed

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Body material	592.35	549.50
Glaze, frits and chemicals	302.57	277.48
Packing material	172.96	151.94
	1,067.88	978.92

30 Changes in inventories of finished goods, stock-in-trade and work-in-progress

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Opening balance		
Finished goods	332.09	354.71
Stock-in-trade	42.52	32.59
Work-in-progress	26.07	28.12
Total	400.68	415.42
Stock produced at during trial run	7.11	0.34
Closing balance		
Finished goods	426.16	332.09
Stock-in-trade	35.23	42.52
Work-in-progress	35.57	26.07
Total	496.96	400.68
Less: Adjustment on account of discontinued operations (refer note 60)	(3.79)	5.67
	(92.96)	20.75



NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025

(Amount in ₹crores, unless otherwise stated)

31 Employee benefits expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Salaries, wages and bonus	529.62	456.73
Contribution to provident fund and other funds (refer note 38)	20.35	18.46
Share based payments to employees	6.10	7.51
Staff welfare expenses	10.05	8.87
Total	566.12	491.57

32 Finance costs

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest expenses	12.54	10.66
Interest on lease liabilities	5.33	3.70
Other borrowing costs	2.16	2.93
Total	20.03	17.29

33 Depreciation and amortisation expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Depreciation on property, plant and equipment (refer note 4)	141.07	129.59
Amortisation of intangible assets (refer note 6)	0.39	0.44
Depreciation on right to use assets (refer note 39)	23.94	17.52
	165.40	147.55

34 Other expenses

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Stores and spares consumed	150.28	133.42
Power and fuel	912.38	866.09
Repairs and maintenance		
- Building	7.79	7.51
- Plant and equipment	31.63	28.64
- Others	6.83	6.51
Rent (refer note 39)	5.96	5.69
Rates and taxes	2.88	2.14
Traveling and conveyance	67.57	61.74
Insurance charges	5.67	5.93
Legal and professional charges	6.41	5.68
Payment to auditor	1.59	1.40
Packing, freight and forwarding expenses	62.32	70.43
Advertisement, publicity and sales promotion	122.68	127.02
Sales commission	15.01	14.73
Loss on disposal of property, plant and equipment	9.36	-

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025

(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Bad debts	0.65	1.06
Provision for expected credit loss	22.67	-
Corporate social responsibility expenditure	10.08	9.37
Research and development expenses (refer note 49)	5.60	9.63
Miscellaneous expenses	29.88	24.13
	1,477.24	1,381.12

35 Income-tax expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
(a) Income-tax expense debited to statement of profit and loss		
Current tax	127.96	135.05
Current tax on profits for the year	(0.15)	(0.19)
Adjustment of tax relating to earlier periods	127.81	134.86
Current tax expense on profits for the year		
Deferred tax		
Deferred tax charge/(credit) for the year	8.14	8.60
	8.14	8.60
Total tax expense	135.95	143.46
(b) Income-tax expense debited/(credited) to other comprehensive income		
Current tax		
Current tax charge/(credit) for the year	0.21	(0.02)
Deferred tax		
Deferred tax charge/(credit) for the year	0.08	0.07
	0.29	0.05
(c) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit before tax	484.26	586.96
Tax at the Indian tax rate of 25.168%	121.88	147.73
Adjustments in respect of current income-tax of previous years	(0.15)	(0.19)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Expenses not allowed as deduction	3.93	2.06
Deferred tax assets recognised by a subsidiary	-	(3.04)
Subsidiary company not recognised as deferred tax asset	10.29	0.21
Effect of difference in tax rate on one subsidiary	-	(3.31)
Income-tax expense	135.95	143.46

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

36 Earnings per share

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Profit attributable to equity holders of the Holding company for basic earnings (₹ in Crores) for the year		
i) From Continuing operations	342.64	433.45
ii) From Discontinued operations	(48.29)	(11.34)
iii) From Continued and discontinued operations	294.35	422.11
Weighted average number of equity shares in calculating basic earnings per share (Nos.)	159,264,471	159,253,834
Weighted average number of equity shares in calculating diluted earnings per share (refer note below) (Nos.)	159,337,845	159,435,662
Earnings per share		
i) For continuing operations		
a) Basic (₹)	21.51	27.22
b) Diluted (₹)	21.50	27.19
ii) For Discontinued operations		
a) Basic (₹)	(3.03)	(0.71)
b) Diluted (₹)	(3.03)	(0.71)
iii) For Continued and discontinued operations		
a) Basic (₹)	18.48	26.51
b) Diluted (₹)	18.47	26.48

Note: Weighted average number of equity shares used as denominator -

Particulars	No. of shares	
	As at 31 March 2025	As at 31 March 2024
Weighted average number of equity shares used as denominator in calculating basic earnings per shares	159,264,471	159,253,834
Adjustments for calculation of diluted earnings per share:		
- Outstanding employee stock options	73,374	181,828
Weighted average number of equity shares and potential equity shares used as denominator in calculating diluted earnings per share	159,337,845	159,435,662

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

37 Related party disclosures in accordance with Ind AS 24 - Related party disclosures

I List of related parties as per Ind AS 24

(a) Key management personnel (KMP):

S. No.	Name of the KMP	Designation
1	Mr. Ashok Kajaria	Chairman and Managing Director
2	Mr. Chetan Kajaria	Joint Managing Director
3	Mr. Rishi Kajaria	Joint Managing Director
4	Mr. Dev Datt Rishi	Non Executive Director
5	Mr. Harady Rathnakar Hegde	Independent director (Ceased to be director w.e.f. closing hours of 31 March 2024)
6	Mrs. Sushmita Singha	Independent Director (Ceased to be director w.e.f. closing hours of 29 March 2025)
7	Mr. Sudhir Bhargava	Independent Director
8	Mr. Lalit Kumar Panwar	Independent Director
9	Mr. Rajender Mohan Malla	Independent Director (w.e.f. 1 April 2024)
10	Mrs. Ambika Sharma	Additional Director (w.e.f. 30 March 2025)
11	Mr. Ram Chandra Rawat#	COO (A&T) and Company Secretary
12	Mr. Sanjeev Agarwal#	Chief Financial Officer ('CFO')

Company Secretary and CFO are key management personnel (KMP) as defined under Section 2(51) of the Companies Act, 2013

(b) Joint venture

S. No.	Name	Remarks
1	Kajaria RMF Trading LLC (w.e.f. 04 January 2023)	50% Joint venture of Kajaria International DMCC
2	Kajaria UKP Limited (w.e.f. 08 November 2023)	50% Joint venture of Kajaria International DMCC
3	Kajaria Ramesh Tiles Limited (w.e.f. 04 May 2023)	50% Joint venture of Kajaria Ceramics Limited

(c) Enterprises controlled by Key Management Personnel or major shareholders of the reporting enterprise and enterprises that have a member of key management in common with the reporting enterprise:-

S. No.	Name of the Entity
1	Dua Engineering Works Private Limited
2	Malti Devi Kajaria Foundation
3	Kajaria Ceramics Employees Gratuity Trust
4	VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)
5	CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)
6	RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)
7	Chetan Kajaria and Rasika Kajaria (in their capacity as joint trustees of Raghav Kajaria Family Private Trust)

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

S. No.	Name of the Entity
8	A.K. Kajaria (HUF)
9	Chetan Kajaria (HUF)
10	Rishi Kajaria (HUF)
11	RC Rawat (HUF)

(d) Close members of key management personnel

S. No.	Name of close members
1	Mrs. Versha Devi Kajaria
2	Mrs. Rasika Kajaria
3	Mrs. Shikha Kajaria
4	Mr. Kartik Kajaria
5	Mr. Raghav Kajaria
6	Mr. Vedant Kajaria
7	Mr. Parth Kajaria

II Details of transaction with Key Managerial Personnel (KMP) and related to KMP are as follows:

(a) Details relating to remuneration to KMP:

S. No.	Name of KMP	Year ended 31 March 2025		Year ended 31 March 2024	
		Short-term employee benefits	Sitting fees	Short-term employee benefits	Sitting fees
	KMP of holding company:				
1	Mr. Ashok Kajaria*	5.67	-	5.67	-
2	Mr. Chetan Kajaria*	5.74	-	5.57	-
3	Mr. Rishi Kajaria*	5.80	-	5.57	-
4	Mr. Dev Datt Rishi	-	0.04	-	0.05
5	Mr. Harady Rathnakar Hegde#	-	-	-	0.10
6	Mrs. Sushmita Singha##	-	0.06	-	0.06
7	Mr. Sudhir Bhargava	-	0.09	-	0.10
8	Mr. Lalit Kumar Panwar	-	0.08	-	0.09
9	Mr. Rajender Mohan Malla###	-	0.07	-	-
10	Mr. Ram Chandra Rawat*	2.28	-	2.11	-
11	Mr. Sanjeev Agarwal*	2.24	-	2.13	-

* Does not include employee benefits in relation to gratuity and compensated absence, as such provisions are for the Group as a whole.
Ceased to be director w.e.f. closing hours of 31 March 2024
Ceased to be director w.e.f. closing hours of 29 March 2025
Director w.e.f. 1 April 2024

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(b) Dividend paid

S. No.	Key management personnel and relatives of KMP	Year ended 31 March 2025	Year ended 31 March 2024
1	Mr. Ashok Kajaria	1.15	0.94
2	Mr. Chetan Kajaria	1.47	1.21
3	Mr. Rishi Kajaria	1.99	1.63
4	Mrs. Versha Devi Kajaria	1.95	1.60
5	Mrs. Rasika Kajaria	0.63	0.51
6	Mrs. Shikha Kajaria	0.66	0.54
7	Mr. Kartik Kajaria	0.50	0.41
8	Mr. Raghav Kajaria	-	0.41
9	Mr. Vedant Kajaria	0.50	0.41
10	Mr. Parth Kajaria	0.50	0.41

(c) Remuneration paid to relative of KMP during the year

	Year ended 31 March 2025	Year ended 31 March 2024
Mr. Kartik Kajaria*	0.60	0.22

* Does not include employee benefits in relation to gratuity and compensated absence, as such provisions are for the Company as a whole.

(d) Sale of vehicles to KMP and relatives of KMP

	Year ended 31 March 2025	Year ended 31 March 2024
1. Mr. Ashok Kajaria	0.18	-
2. Mr. Chetan Kajaria	4.54	-
3. Mr. Rishi Kajaria	2.83	-
4. Mrs. Versha Devi Kajaria	0.05	-

(e) Purchase of shares from KMP and relatives of KMP

	Year ended 31 March 2025	Year ended 31 March 2024
1. Mr. Chetan Kajaria Purchase of 5000 equity shares of Rs. 10 each of Kajaria Adhesive Private Limited	0.01	-
2. Mr. Kartik Kajaria Purchase of 2500 equity shares of Rs. 10 each of Kajaria Adhesive Private Limited (# rounded off to nil)	#	-

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Details of transactions with enterprises over which KMP or their relatives are able to exercise significant influence:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
(f) Sale of goods		
Kajaria RMF Trading LLC	3.64	6.97
Kajaria UKP Limited	8.23	2.44
(g) Rent paid		
Dua Engineering Works Private Limited	1.71	1.71
(h) Donation paid		
Malti Devi Kajaria Foundation	0.65	0.46
(i) Reimbursement of expenses		
Kajaria RMF Trading LLC	0.52	0.27
(j) Guarantees/ Standby Letter of Credit given/ (released) during the year		
Kajaria Ramesh Tiles Limited	20.00	68.13
(k) Interest Income		
Kajaria RMF Trading LLC	0.21	0.12
Kajaria UKP Limited	0.90	0.05
(l) Investment		
Investments in equity instruments		
Kajaria UKP Limited	-	1.56
Kajaria Ramesh Tiles Limited	10.93	12.50
(m) Loan given to		
Kajaria Ceramics Employee Gratuity Trust	4.22	2.12
Kajaria RMF Trading LLC	1.21	1.82
Kajaria UKP Limited	14.45	3.45
(n) Loans repaid by		
Kajaria Ceramics Employee Gratuity Trust	3.78	2.00
(o) Dividend paid		
VK Trustees Private Limited (in its capacity as sole trustee of Versha Kajaria Family Private Trust)	14.23	11.64
CK Trustees Private Limited (in its capacity as sole trustee of Chetan Kajaria Family Private Trust)	28.45	23.28

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
RK Trustees Private Limited (in its capacity as sole trustee of Rishi Kajaria Family Private Trust)	28.45	23.28
Chetan Kajaria and Rasika Kajaria (in their capacity as joint trustees of Raghav Kajaria Family Private Trust)	0.50	-
A.K. Kajaria (HUF)	2.16	1.77
Chetan Kajaria (HUF)	0.05	0.04
Rishi Kajaria (HUF)	0.01	0.01
RC Rawat (HUF)#	-	-

Rounded off to nil
All the related party transactions were made on terms equivalent to those that prevail in arm's length transactions.

Particulars	As at 31 March 2025	As at 31 March 2024
(p) Outstanding balances as at year end:		
Loan given		
Kajaria Ceramics Employee Gratuity Trust	1.01	0.56
Kajaria RMF Trading LLC	3.03	1.82
Kajaria UKP Limited	17.90	3.45
Less: allowance for expected credit loss	(17.90)	-
	4.04	5.83
(q) Security deposit		
Dua Engineering Works Private Limited	0.60	0.60
(r) Receivable		
Kajaria RMF Trading LLC	2.88	4.53
Kajaria UKP Limited	9.06	2.49
Less: allowance for expected credit loss	(5.00)	-
	6.94	7.02
(s) Interest receivable		
Kajaria RMF Trading LLC	0.13	0.12
Kajaria UKP Limited	-	0.05
(t) Guarantees/Standby Letter of Credit given outstanding at year end		
Kajaria Ramesh Tiles Limited	88.13	68.13

Note:
Outstanding balances at the year-end are unsecured and settlement occurs in cash.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

38 Employee benefits

The Group has following post-employment benefit plans:

A) Defined contribution plan

Retirement benefits in the form of provident fund, superannuation fund and national pension scheme are defined contribution schemes. The Group has no obligation, other than the contribution payable to the provident fund.

The Group's contribution to the provident fund is ₹ 17.51 crores (31 March 2024: ₹ 12.62 crores).

B) Defined benefit plans - Gratuity

The Group has defined benefit gratuity plan for its employees where annual contributions are deposited to an insurer to provide gratuity benefits by taking a scheme of insurance, whereby these contributions are transferred to the insurer. Gratuity is computed as 15 days salary, for every completed year of service or part thereof in excess of 6 months and is payable on retirement / termination / resignation. The benefit vests on the employee completing 5 years of service. The Group makes provision of such gratuity asset/liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method. Plan assets also include investments and bank balances used to deposit premiums until due to the insurance company.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

Changes in the present value of the defined benefit obligation are as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Defined benefit obligation at the beginning of the year	66.86	59.45
Current service cost	6.09	5.06
Interest cost	4.68	4.83
Benefits paid	(4.04)	(2.11)
Actuarial loss/(gain) on obligations	(1.31)	(0.37)
Defined benefit obligation at the end of the year	72.28	66.86

Changes in the fair value of plan assets are as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Fair value of plan assets at the beginning of the year	54.39	48.07
Contribution during the year	5.00	5.00
Benefits paid	(3.77)	(1.98)
Expected interest income on plan assets	3.81	3.36
Actuarial gain/(loss) on plan asset	0.13	(0.06)
Fair value of plan assets at the end of the year	59.56	54.39

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Reconciliation of fair value of plan assets and defined benefit obligation:

Particulars	As at 31 March 2025	As at 31 March 2024
Fair value of plan assets	59.56	54.39
Defined benefit obligation	72.28	66.86
Net (liability) recognised in the Consolidated Balance Sheet (refer note 20)	(12.72)	(12.47)
Current	7.68	8.28
Non current	5.04	4.19

Amount recognised in Consolidated Statement of Profit and Loss:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Current service cost	6.09	5.06
Interest expense	4.68	4.83
Expected return on plan asset	(3.81)	(3.36)
Amount recognised in Consolidated Statement of Profit and Loss:	6.96	6.53

Breakup of actuarial gain/(loss)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Actuarial gain/(loss) arising on defined benefit obligation		
Actuarial gain/(loss) arising from changes in financial assumptions	(1.14)	(0.06)
Actuarial gain/(loss) arising from experience adjustments	1.89	0.43
Actuarial gain/(loss) arising on plan assets	0.13	(0.06)
Amount of gain/(loss) recognised in other comprehensive income	0.88	0.31

The major categories of plan assets are as follows:

Gratuity	As at 31 March 2025	As at 31 March 2024
Investment details	Funded	Funded
Investment with gratuity funds	100%	100%

Note : - Gratuity is funded only for the Holding Company

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The principal assumptions used in determining gratuity liability for the Company’s plans are shown below:

Particulars	As at 31 March 2025	As at 31 March 2024
Discount rate	6.8% - 7.25%	7% - 7.25%
Expected rate of return on Plan assets	6.80%	7.00%
Future salary increases	5% to 8.60%	7% to 11.00%
Attrition Rate :		
18-30 years	2.00%	2.00%
30-44 years	2.00%	2.00%
44-58 years	2.00%	2.00%
Retirement age	58 years	58 years
Mortality	IALM 2012-14 Ultimate	IALM 2012-14 Ultimate

Note:

- a.) The discount rate is based upon the market yield available on government bonds at the accounting date relevant to currency of benefits payments for a term that matches the liability.
- b.) The estimates for future salary increase rate taxes amount of inflation, seniority, promotion, business plan, human resource policy and other relevant factors on long term basis.
- c.) The group provides for gratuity for employees in India as per the Payment of Gratuity Act,1972.

Experience adjustment:

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021
Present value of defined benefit obligation	72.28	66.86	59.45	53.17	46.71
Experience gain/(loss) on liability	1.89	0.43	(0.05)	(0.48)	2.04

A quantitative sensitivity analysis for significant assumption as at 31 March 2025 and 31 March 2024 is as shown below:

Gratuity plan	Sensitivity level		Impact on Defined benefit obligation	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Assumptions				
Discount rate	+1%	+1%	(5.96)	(5.52)
	-1%	-1%	6.91	6.39
Future salary increases	+1%	+1%	6.37	6.22
	-1%	-1%	(22.56)	(5.49)
Withdrawal rate	+1%	+1%	(0.11)	(0.59)
	-1%	-1%	0.09	0.66

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Note:

- The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.
- Sensitivities due to mortality and withdrawals are insignificant and hence ignored.
- Sensitivities as to rate of inflation, rate of increase of pensions in payments, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

Effect of plan on Company's future cash flows

(a) Funding arrangements and funding Policy

The Company has purchased an insurance policy to provide payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

(b) Maturity Profile of Defined Benefit Obligation :

Particulars	As at 31 March 2025	As at 31 March 2024
Within the next 12 months (next annual reporting period)	8.77	8.37
Between 2 and 5 years	18.34	11.35
Beyond 5 years	44.53	47.14
Total expected payments	71.64	66.86

- (i) Expected contribution for next year is ₹ 5.41 Crores (31 March 2024 : ₹ 4.76 Crores)
- (ii) The average duration of the defined benefit plan obligation at the end of the reporting period is 11 years (31 March 2024: 11 years).

(c) Other long-term employee benefits - Compensated absences (unfunded)

Particulars	As at 31 March 2025	As at 31 March 2024
Amounts recognised in the consolidated balance sheet		
Current	22.17	19.48
Non current	-	-

39 Leases

- a) The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognised on balance sheet:

Right-of-use assets	No. of right-of-use assets leased	Range of remaining term (years)	Average remaining lease term(years)
Building	65 (31 March 2024: 65)	1 to 8 years (31 March 2024 : 1 to 8 years)	2.57 years to 5.5 years (31 March 2024 : 2.57 years to 5.5 years)

There are no leases entered by the Group which have any extension, termination or purchase options and the payment of lease rentals is not based on variable payments which are linked to an index.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

b) (i) Amounts recognised in consolidated balance sheet and consolidated statement of profit and loss :

The consolidated balance sheet shows the following amounts relating to leases:

Particulars	Category of right-of-use assets		
	Land	Buildings	Total
Balance as at 1 April 2023	4.95	37.00	41.95
Add: Additions	-	45.97	45.97
Less: Depreciation charged on the right-of-use assets (refer note 33)	0.06	17.46	17.52
Balance as at 31 March 2024	4.89	65.51	70.40
Add: Additions	-	55.61	55.61
Less: Deletions	-	(1.11)	(1.11)
Less: Depreciation charged on the right-of-use assets (refer note 33)	0.06	23.88	23.94
Balance as at 31 March 2025	4.83	96.13	100.96

c) Lease payments not recognised as lease liabilities:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Expenses relating to short term leases (included in other expenses)	5.96	5.69
Total	5.96	5.69

d) The total cash outflow for leases (principal and interest) for the year ended 31 March 2025 ₹ 30.26 Crores (31 March 2024 : ₹ 21.87 Crores)

e) Interest on lease liabilities

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest on lease liabilities	5.33	3.70
Total	5.33	3.70

f) Future minimum lease payments as on 31 March 2025 and 31 March 2024 are as follows:

Minimum lease payments due	As at 31 March 2025		
	Lease payments	Finance charges	Net present values
Within 1 year	31.24	6.19	25.05
1 - 2 years	28.15	4.43	23.72
2 - 3 years	24.50	2.80	21.70
More than 3 years	29.38	1.93	27.45
Total	113.27	15.35	97.92

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Minimum lease payments due	As at 31 March 2024		
	Lease payments	Finance charges	Net present values
Within 1 year	23.51	4.29	19.22
1 - 2 years	35.87	4.49	31.38
2 - 3 years	12.72	0.86	11.86
More than 3 years	6.09	0.20	5.89
Total	78.19	9.84	68.35

40 Commitments, contingencies and litigations

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	15.71	26.89
(b) Contingent liabilities		
Standby Letter of Credit in respect of loan taken by Joint Venture	88.13	68.13
Claims against the Group not acknowledged as debt		
- In respect of income tax, goods and service tax, value added tax, service tax and excise duty demands pending before various authorities and in dispute	28.76	6.02
- In respect of consumer cases	3.74	2.70

The Group is contesting the above demands and the management, including its solicitor, believe that its position will likely be upheld in the appellate process. No tax expense has been accrued in the consolidated financial statements for the tax demand raised.

The Group has certain litigations involving customers and vendors and based on legal advice of in-house legal team, the management believes that no material liability will devolve on the Group in respect of these litigations.

41 Segment reporting

Basis of segment reporting

The Group has following business segments, which are its reportable segments. These segments offer different products and services, and are managed separately because they require different technology and production processes:

Reportable segment	Operations
Tiles	Manufacturing and trading of ceramic and vitrified wall and floor tiles
Others including bathware, sanitaryware and plywood products	Manufacturing of sanitaryware and faucet and trading of plywood and laminates

Operating segment disclosures are consistent with the information provided to and reviewed by the chief operating decision maker. The measurement principles of segments are consistent with those used in material

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

accounting policies.

Particulars	Year ended 31 March 2025			Year ended 31 March 2024		
	Tiles	Others	Total	Tiles	Others	Total
A. Segment revenue	4,248.87	386.20	4,635.07	4,110.56	363.47	4,474.03
B. Segment results	462.69	(1.91)	460.78	542.12	17.13	559.25
C. Reconciliation of segment result with profit after tax						
Segment results	462.69	(1.91)	460.78	542.12	17.13	559.25
Add/(Less):						
Other income			42.74			46.20
Finance costs		-	(20.03)			(17.29)
Share of profit/(loss) from joint ventures			0.77			(1.20)
Exceptional items			-			-
Income taxes		-	(135.95)			(143.46)
Net Profit after tax from continuing operations			348.31			443.50
Net Profit after tax from discontinuing operations			(48.29)			(11.34)
Net Profit after tax for the year			300.02			432.16
D. Other information						
Segment assets	2,751.26	377.63	3,128.89	2,574.37	362.56	2,936.93
Un-allocable assets			627.31			605.98
Total assets			3,756.20			3,542.91
Segment liabilities	583.26	93.71	676.97	506.51	101.13	607.64
Un-allocable liabilities			269.14			259.66
Total liabilities			946.11			867.30

The Group's non-current assets (other than financial instruments, investments accounted for using the equity method and deferred tax assets) are located within the country. Further, there is no single major customer contributing to 10% or more of the Group's revenue.

42 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under, to the extent the Company has received intimation from the 'Suppliers' regarding their status under the Act.

Particulars	As at 31 March 2025	As at 31 March 2024
(i) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
Principal amount due to micro and small enterprises	96.42	75.54
Interest due on above	-	-

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	As at 31 March 2025	As at 31 March 2024
(ii) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iii) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(v) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

43 Share based payments

- a) Kajaria Ceramics Employee Stock Option Plan, 2015 ('ESOP 2015' or the 'Plan') was approved by the Board of Directors and the shareholders of the Company on 07 September 2015. The plan entitles employees of the Company and its subsidiaries to purchase shares in the Company at the stipulated exercise price, subject to compliance with vesting conditions. During the year ended 31 March 2016, pursuant to such scheme, the Company have granted ESOP to the eligible employees. A description of the share based payment arrangement of the Company is given below:

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Exercise Price	₹ 425
Grant Date	20 October 2015
Vesting conditions	45,800 options 24 months after the grant date ('First vesting')
	91,600 options 36 months after the grant date ('Second vesting')
	137,400 options 48 months after the grant date ('Third vesting')
	183,200 options 60 months after the grant date ('Fourth vesting')
Exercise period	Stock options can be exercised within a period of 8 years from grant date.
Number of share options granted	458,000
Method of settlement	Equity

Stock options will be settled by issue of equity shares. As per the Plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price of ₹ 850 per option which is 7.42 % below the stock price i.e. ₹ 918.10 per share on the date of grant, i.e. 20 October 2015.

During the year ended 31 March 2017, face value of equity shares of the Company was sub-divided to ₹ 1 per share from ₹ 2 per share. Accordingly, the exercise price also reduced to ₹ 425 per share from ₹ 850 per share and number of stock options increased to 458,000 equity shares from 229,000 equity shares. The number and weighted average exercise price of share options are as follows:

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

	Number of options	Weighted average exercise price per option
At 1 April 2023	25,750	425.00
Exercised during the year	(25,750)	425.00
At 31 March 2024	-	
Exercisable as at 31 March 2024	-	
Weighted average remaining contractual life (in years)	-	
At 1 April 2024	-	
Exercised during the year	-	
At 31 March 2025	-	
Exercisable as at 31 March 2025	-	
Weighted average remaining contractual life (in years)	-	

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. The fair values of options granted were determined using Black-Scholes option pricing model that takes into account factors specific to the share incentive plans along with other external inputs. Expected volatility has been determined by reference to the average volatility for comparable companies for corresponding option term. The following principal assumptions were used in the valuation:

Grant date	20 October 2015	20 October 2015	20 October 2015	20 October 2015
Vesting date	20 October 2017	20 October 2018	20 October 2019	20 October 2020
Expiry date	20 October 2023	20 October 2023	20 October 2023	20 October 2023
Fair value of option at grant date	260.22	310.20	354.01	392.99
Exercise price	425.00	425.00	425.00	425.00
Expected volatility of returns	27.63%	27.63%	27.63%	27.63%
Weighted average contractual life (in years)	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years
Expected dividend yield	0.40%	0.40%	0.40%	0.40%
Risk free interest rate	7.15%-7.30%	7.15%-7.30%	7.15%-7.30%	7.15%-7.30%

- b) During the year ended 31 March 2022, the Board of Directors and the shareholders of the Company has approved to issue additional stock options to the eligible employees of the Company under Kajaria Ceramics Employee Stock Option Plan, 2015 ('ESOP 2015' or the 'Plan'). The eligible employees of the Company and its subsidiaries to purchase shares in the Company at the stipulated exercise price, subject to compliance with vesting conditions. A description of the share based payment arrangement of the Company is given below:

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Exercise Price	₹ 980
Grant date	02 March 2022
Vesting conditions	70,520 options 24 months after the grant date ('First vesting')
	141,040 options 36 months after the grant date ('Second vesting')
	211,560 options 48 months after the grant date ('Third vesting')

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
	282,080 options 60 months after the grant date ('Fourth vesting')
Exercise period	Stock options can be exercised within a period of 8 years from grant date.
Number of share options granted	705,200
Method of settlement	Equity

Stock options will be settled by issue of equity shares. As per the Plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price of ₹ 980 per option which is 9.36 % below the stock price i.e. ₹ 1,081.25 per share on the date of grant, i.e. 02 March 2022.

The number and weighted average exercise price of share options are as follows:

	Number of options	Weighted average exercise price per option
At 1 April 2023	684,600	980.00
Forfeited during the year	(40,800)	980.00
At 31 March 2024	643,800	980.00
Exercisable as at 31 March 2024	643,800	980.00
Weighted average remaining contractual life (in years)	5.92	
At 1 April 2024	643,800	980.00
Forfeited during the year	(49,580)	980.00
Exercised during the year	(11,880)	980.00
At 31 March 2025	582,340	980.00
Exercisable as at 31 March 2025	582,340	980.00
Weighted average remaining contractual life (in years)	4.92	

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. The fair values of options granted were determined using Black-Scholes option pricing model that takes into account factors specific to the share incentive plans along with other external inputs. Expected volatility has been determined by reference to the average volatility for comparable companies for corresponding option term. The following principal assumptions were used in the valuation:

Grant date	02 March 2022	02 March 2022	02 March 2022	02 March 2022
Vesting date	02 March 2024	02 March 2025	02 March 2026	02 March 2027
Expiry date	02 March 2030	02 March 2030	02 March 2030	02 March 2030
Fair value of option at grant date	404.29	429.57	444.28	460.59
Exercise price	980.00	980.00	980.00	980.00
Expected volatility of returns	32.66%	33.28%	32.49%	32.11%
Weighted average contractual life (in years)	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years
Expected dividend yield	0.68%	0.68%	0.68%	0.68%
Risk free interest rate	6.12%	6.26%	6.39%	6.50%

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

- c) During the year ended 31 March 2023, the Board of Directors and the shareholders of the Company has approved to issue additional stock options to the eligible employees of the Company under Kajaria Ceramics Employee Stock Option Plan, 2015 ('ESOP 2015' or the 'Plan'). The eligible employees of the Company and its subsidiaries to purchase shares in the Company at the stipulated exercise price, subject to compliance with vesting conditions. A description of the share based payment arrangement of the Company is given below:

Particulars	Kajaria Ceramics Employee Stock Option Plan 2015
Exercise Price	₹ 980
Grant Date	19 April 2022
Vesting conditions	13,240 options 24 months after the grant date ('First vesting') 26,480 options 36 months after the grant date ('Second vesting') 39,720 options 48 months after the grant date ('Third vesting') 52,960 options 60 months after the grant date ('Fourth vesting')
Exercise period	Stock options can be exercised within a period of 8 years from grant date.
Number of share options granted	132,400
Method of settlement	Equity

Stock options will be settled by issue of equity shares. As per the Plan, holders of vested options are entitled to purchase one equity share for every option at an exercise price of ₹ 980 per option which is 5.05 % below the stock price i.e. ₹ 1,032.10 per share on the date of grant, i.e. 19 April 2022. The number and weighted average exercise price of share options are as follows:

	Number of options	Weighted average exercise price per option
At 1 April 2023	122,000	980.00
Forfeited during the year	(14,700)	980.00
At 31 March 2024	107,300	980.00
Exercisable as at 31 March 2024	107,300	980.00
Weighted average remaining contractual life (in years)	6.05	
At 1 April 2024	107,300	980.00
Forfeited during the year	(6,110)	980.00
Exercised during the year	(2,110)	-
At 31 March 2025	99,080	980.00
Exercisable as at 31 March 2025	99,080	980.00
Weighted average remaining contractual life (in years)	5.05	

The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted. The fair values of options granted were determined using Black-Scholes option pricing model that takes into account factors specific to the share incentive plans along with other external inputs. Expected volatility has been determined by reference to the average volatility for comparable companies for corresponding option term. The following principal assumptions were used in the valuation:

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Grant date	19 April 2022	19 April 2022	19 April 2022	19 April 2022
Vesting date	19 April 2024	19 April 2025	19 April 2026	19 April 2027
Expiry date	19 April 2030	19 April 2030	19 April 2030	19 April 2030
Fair value of option at grant date	404.29	429.57	444.28	460.59
Exercise price	980.00	980.00	980.00	980.00
Expected volatility of returns	32.66%	33.28%	32.49%	32.11%
Weighted average contractual life (in years)	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years	2.5-5.5 years
Expected dividend yield	0.92%	0.92%	0.92%	0.92%
Risk free interest rate	6.12%	6.26%	6.39%	6.50%

44 (A) Category wise classification of financial instruments

	As at 31 March 2025			As at 31 March 2024		
	FVOCI	FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost
Financial assets						
Non-current						
Investments	-	3.67		-	3.67	-
Other financial assets	-	-	50.24	-	-	28.92
Current						
Trade receivables	-	-	570.18	-	-	619.43
Cash and cash equivalents	-	-	18.87	-	-	98.32
Other bank balances	-	-	563.99	-	-	415.79
Loans	-	-	6.90	-	-	59.36
Other financial assets	-	-	4.28	-	-	3.54
Total financial assets	-	3.67	1,214.46	-	3.67	1,225.36
Excludes non-current investment measured at costs ₹ 30.19 Crores (previous year ₹ 14.79 Crores)						
Financial liabilities						
Non-current						
(i) Borrowings	-	-	71.38	-	-	63.45
(ii) Lease liabilities	-	-	72.87	-	-	49.13
Current						
(i) Borrowings	-	-	104.56	-	-	107.14
(ii) Lease liabilities	-	-	25.05	-	-	19.22
(iii) Trade payables	-	-	338.08	-	-	293.29
(iv) Other financial liabilities	-	-	127.99	-	-	134.75
Total financial liabilities	-	-	739.93	-	-	666.98

The management assessed that fair value of short term financial assets and liabilities significantly approximate their carrying amounts largely due to the short term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The Group determines fair values of financial assets or liabilities by discounting the contractual cash inflows / outflows using prevailing interest rates of financial instruments with similar terms. The initial measurement of financial assets and financial liabilities is at fair value. The fair value of investments in mutual funds is determined using quoted net assets value of the funds. Further, the subsequent measurements of all assets and liabilities (other than investments in mutual funds) is at amortised cost, using effective interest rate method.

The following methods and assumptions were used to estimate the fair values:

- The fair value of the Group's interest bearings borrowings are determined using discount rate that reflects the Group's discount rate at the end of the reporting period. The own non-performance risk as at the reporting period is assessed to be insignificant.
- The fair value of unquoted instruments and other financial assets and liabilities is estimated by discounting future cash flows using rates using rates currently applicable for debt on similar terms, credit risk and remaining maturities.

(B) Fair value measurements

Financial assets and liabilities

The accounting classification of each category of financial instruments, and their carrying amounts are set out below:-

Particulars	As at 31 March 2025		As at 31 March 2024	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets at amortised cost				
Investment	3.67	3.67	3.67	3.67
Trade receivables	570.18	570.18	619.43	619.43
Cash and cash equivalents	18.87	18.87	98.32	98.32
Bank balances other than above	563.99	563.99	415.79	415.79
Loans	6.90	6.90	59.36	59.36
Other financial assets	54.52	54.52	32.46	32.46
Total financial assets	1,218.13	1,218.13	1,229.03	1,229.03
Financial liabilities				
Borrowings	175.94	175.94	170.59	170.59
Lease liabilities	97.92	97.92	68.35	68.35
Trade payables	338.08	338.08	293.29	293.29
Other financial liabilities	127.99	127.99	134.75	134.75
Total financial liabilities	739.93	739.93	666.98	666.98

The carrying amount of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be same as their fair values, due to short term in nature. The carrying value of the amortised financial assets and liabilities are approximate to the fair values on the respective reporting dates.

45 Fair value hierarchy

The following tables present financial assets and liabilities measured at fair value in the statement of financial position in accordance with the fair value hierarchy. This hierarchy groups financial assets and liabilities into

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities. The fair value hierarchy has the following levels:

- Level 1 : quoted (unadjusted) prices in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

There are no financial liabilities measured at fair value as at 31 March 2025 and 31 March 2024.

The financial assets measured at fair value in the statement of financial position are grouped into the fair value hierarchy as on 31 March 2025 and 31 March 2024 as follows:

As at 31 March 2025	Level 1	Level 2	Level 3	Total
Non current investments	-	-	3.67	3.67

As at 31 March 2024	Level 1	Level 2	Level 3	Total
Non current investments	-	-	3.67	3.67

Valuation technique used to determine fair value:

Assets/liabilities of disposal company classified as held for sales (AHFS): AHFS has been valued at fair value of consideration receivable from other shareholders of the disposal company as agreed between the Company and other shareholders of disposal group. Therefore sensitivity analysis is not available and accordingly not disclosed.

The carrying amount of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair value, due to their short term nature.

46 Financial risk management objectives and policies

The Group's activities expose it to market risk, credit risk and liquidity risk. The Group's management oversees the management of these risks. The Group's senior management is supported by a Risk Management Compliance Board that advises on financial risks and the appropriate financial risk governance framework for the Group. The financial risk committee provides assurance to the Group's management that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. The management reviews and agrees policies for managing each of these risks, which are summarised below.

I. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include borrowings, trade payables, interest bearing deposits, loans and derivative financial instruments.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The sensitivity analyses of the above mentioned risk in the following sections exclude the impact of movements in market variables on the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities of foreign operations. The analysis for contingent liabilities is provided in note 40.

A. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's debt obligations with floating interest rates. The Group manages its interest rate risk by monitoring the movements in the market interest rates closely.

The sensitivity analysis below have been determined based on the exposure to interest rates for financial instruments at the end of the reporting year and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is based on the currently observable market environment.

At the reporting date, the interest rate profile of the entity's interest bearing financial instrument is as its fair value:

Particulars	As at 31 March 2025	As at 31 March 2024
Fixed rate borrowings	93.24	72.75
Variable rate borrowings	82.70	97.84
Total borrowings	175.94	170.59

	Year ended 31 March 2025			Year ended 31 March 2024		
	Increase/decrease in basis points	Effect on profit before tax	Effect on Equity (net of tax)	Increase/decrease in basis points	Effect on profit before tax	Effect on Equity (net of tax)
INR	+50	(0.82)	(0.61)	+50	(0.78)	(0.58)
INR	-50	0.82	0.61	-50	0.78	0.58

B. Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in exchange rates. Foreign currency risk sensitivity is the impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The following tables demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant. Also refer note 47 for details of foreign currency exposure.

	% change in rate	Effect on profit before tax		Effect on Equity (net of tax)	
		Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2025	Year ended 31 March 2024
USD	+5%	(0.66)	(0.86)	(0.49)	(0.64)
	-5%	0.66	0.86	0.49	0.64
Euro	+5%	(0.01)	#	(0.01)	#
	-5%	0.01	#	0.01	#

(# rounded off to zero)

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The movement in the pre-tax effect on profit and loss is a result of a change in the fair value of derivative financial instruments not designated in a hedge relationship and monetary assets and liabilities denominated in INR, where the functional currency of the entity is a currency other than INR.

II. Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. Credit risk arises primarily from financial assets such as trade receivables, other balances with banks, loans and other receivables. The Group has adopted a policy of only dealing with counterparties that have sufficiently high credit rating. The Group's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties.

The Group provides for expected credit losses on financial assets by assessing individual financial instruments for expectation of any credit losses. Since the assets have very low credit risk, and are for varied natures and purpose, there is no trend that the Group can draw to apply consistently to entire population. For such financial assets, the Group's policy is to provides for 12 month expected credit losses upon initial recognition and provide for lifetime expected credit losses upon significant increase in credit risk. The Group does not have any expected loss based impairment recognised on such assets considering their low credit risk nature, though incurred loss provisions are disclosed under each sub-category of such financial assets. The Group's maximum exposure to credit risk is limited to the carrying amount of financial assets recognized at reporting date.

A. Trade receivables

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit review and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored. At the year end the Group does not have any significant concentrations of bad debt risk other than that disclosed in note 12.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The calculation is based on historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in note 44. The Group does not hold collateral as security. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and operate in largely independent markets.

Movement in allowance for expected credit losses on trade receivables

Particulars	As at 31 March 2025	As at 31 March 2024
Balance as at the beginning of the year	5.66	6.67
Add: Allowance during the year	14.34	-
Less: Reclassification of expected credit loss for earlier years	-	0.02
Less: allowance reversed during the year	-	0.99
Balance as at the end of the year	20.00	5.66

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

B. Financial instruments and cash deposits

The management considers the credit quality of current accounts and deposits with banks to be good and reviews the banking relationships on an on-going basis.

The Group does not require any security in respect of the above financial assets. There are no impairment provisions as at each statement of financial position date against these financial assets, except as disclosed in respect of trade receivables above. The management considers that all the above financial assets that are not impaired or past due for each of the statement of financial position dates under review are of good credit quality.

III. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts. The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

	Upto 1 year	1 to 5 years	> 5 years	Total
As at 31 March 2025				
Borrowings*	88.39	87.55	-	175.94
Lease liabilities	31.24	82.03	-	113.27
Trade payables	338.09	-	-	338.09
Other financial liabilities	127.99	-	-	127.99
	585.71	169.58	-	755.29
As at 31 March 2024				
Borrowings*	112.91	57.68	-	170.59
Lease liabilities	23.51	54.68	-	78.19
Trade payables	293.29	-	-	293.29
Other financial liabilities	134.75	-	-	134.75
	564.46	112.36	-	676.82

*In absolute terms i.e. discounted and including current maturity portion.

47 Foreign currency exposure

The Group has no outstanding derivative instrument at the year end. The amount of foreign currency exposure that are not hedged by derivative instruments or otherwise are as under:

	As at 31 March 2025		As at 31 March 2024	
	Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Foreign trade payables/other payable				
USD in Crores	0.04	3.85	0.08	6.89
EURO in Crores	#	0.11	#	0.05
(# rounded off to zero)				

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

	As at 31 March 2025		As at 31 March 2024	
	Amount in foreign currency	Amount in ₹	Amount in foreign currency	Amount in ₹
Foreign trade receivables				
USD in Crores	0.09	7.91	0.11	9.14
GBP in Crores	0.08	8.32	-	-
AUD in Crores	0.01	0.34	-	-
Short term borrowings				
USD in Crores	0.11	9.54	0.10	8.65

48 Capital management

The Group's capital management objectives are:

- a) to ensure the Group's ability to continue as going concern; and
- b) to provide an adequate return to stakeholders

For the purpose of the Group's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Holding company. The Group manages its capital structure and makes adjustments in light of changes in economic condition and the requirements of the financial covenants. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing borrowings and lease liabilities less cash and cash equivalents.

	As at 31 March 2025	As at 31 March 2024
Total borrowings	175.94	170.59
Lease liabilities	97.92	68.35
Less: Cash and cash equivalents	(18.87)	(98.32)
Total debts	254.99	140.62
Capital employed	2,744.34	2,616.53
Total capital employed	2,744.34	2,616.53
Gearing ratio (%)	9.29%	5.37%

49 Research and development expenditure

Research and development expenditure incurred during the year ended 31 March 2025 and 31 March 2024 is as follows:

	Year ended 31 March 2025	Year ended 31 March 2024
Capital expenditure	0.20	1.18
Revenue expenditure	5.60	9.63
	5.80	10.81

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

The Board of Directors of the Holding Company have recommended a final dividend of ₹ 4 per share (31 March 2024: ₹ 6 per share) on equity shares of ₹ 1 each for the year ended 31 March 2025, subject to the approval of shareholders at the ensuing annual general meeting.

This section sets out an analysis of net debt and the movements in net debt for each of the periods presented.

The changes of the Group's liabilities arising from financing activities can be classified as follows:

52. The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

324

for the year ended 31 March 2025
(Amount in ₹ crores, unless otherwise stated)

Disclosure of additional information pertaining to the Holding Company and Subsidiaries as per Schedule III of Companies Act, 2013							
	Net assets as at 31 March 2025		Share in profit or loss for the year 31 March 2025		Share in other comprehensive income (OCI) for the year 31 March 2025		Share in total comprehensive income for the year 31 March 2025
	As % of consolidated net assets	Net assets (Total assets minus total liabilities)	As % of consolidated profit or loss	Profit/(Loss)	As % of consolidated OCI	OCI	
A. Holding company							
Kajaria Ceramics Limited	92.79%	2,607.60	68.04%	204.13	53.66%	0.66	67.98%
B. Subsidiaries							
Indian							
Kajaria Vitrified Private Limited	3.38%	95.06	9.27%	27.82	17.89%	0.22	9.31%
Keronite Tiles Private Limited	0.38%	10.59	0.36%	1.09	0.00%	-	0.36%
Kajaria Infinity Private Limited	2.79%	78.30	2.89%	8.67	23.58%	0.29	2.97%
Kajaria Bathware Private Limited	3.36%	94.32	-5.26%	(15.78)	-1.63%	(0.02)	-5.24%
Kajaria Adhesive Private Limited	0.00%	(0.06)	-0.02%	(0.07)	0.00%	-	-0.02%
Kajaria Plywood Private Limited	-2.21%	(62.24)	-16.10%	(48.29)	0.00%	-	-16.03%
South Asian Ceramic Tiles Private Limited	1.05%	29.53	3.83%	11.48	0.00%	-	3.81%
Foreign							
Kajaria International DMCC	-0.64%	(17.91)	-6.33%	(19.00)	6.50%	0.08	-6.28%
Share in profit/(loss) of joint venture	0.10%	2.68	1.10%	3.29	0.00%	-	1.09%
Profit for the period/ year from discontinued operations							
Non-controlling interests in all subsidiaries	2.34%	65.75	1.89%	5.67	-62.60%	(0.77)	1.63%
Elimination on account of consolidation	-3.33%	(93.53)	40.33%	121.01	62.60%	0.77	40.42%
	100.00%	2,810.09	100.00%	300.02	100.00%	1.23	100.00%
							301.25

	Net assets as at 31 March 2024		Share in profit or loss for the year 31 March 2024		Share in other comprehensive income (OCI) for the year 31 March 2024		Share in total comprehensive income for the year 31 March 2024	
	As % of consolidated net assets	Net assets (Total assets minus total liabilities)	As % of consolidated profit or loss	Profit/ (Loss)	As % of consolidated OCI	OCI	As % of consolidated total comprehensive income	Total comprehensive income
A. Holding company								
Kajaria Ceramics Limited	96.07%	2,570.52	88.27%	381.45	-36.84%	(0.07)	88.21%	381.38
B. Subsidiaries								
Indian								
Kajaria Vitrified Private Limited	2.51%	67.03	8.78%	37.95	52.63%	0.10	8.80%	38.05
Kajaria Infinity Private Limited	2.59%	69.34	1.01%	4.36	47.37%	0.09	1.03%	4.45
Kajaria Bathware Private Limited	4.14%	110.79	3.18%	13.73	57.89%	0.11	3.20%	13.84
Kajaria Plywood Private Limited	-0.71%	(18.95)	-2.62%	(11.34)	15.79%	0.03	-2.62%	(11.31)
South Asian Ceramic Tiles Private Limited	0.67%	18.05	2.13%	9.22	0.00%	-	2.13%	9.22
Foreign								
Kajaria International DMCC	0.04%	1.01	-0.20%	(0.88)	-36.84%	(0.07)	-0.22%	(0.95)
Share in profit/(loss) of joint venture	-0.02%	(0.61)	-0.14%	(0.61)	0.00%	-	-0.14%	(0.61)
Non-controlling interests in all subsidiaries	2.21%	59.08	2.33%	10.05	631.58%	1.20	2.60%	11.25
Elimination on account of consolidation	-7.50%	(200.65)	-2.72%	(11.77)	-631.58%	(1.20)	-3.00%	(12.97)
	100.00%	2,675.61	100.00%	432.16	100.00%	0.19	100.00%	432.35

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

54 Asset pledged as security (refer note 19)

Particulars	As at 31 March 2025	As at 31 March 2024
Current		
Inventories	618.13	532.19
Trade receivables	570.18	619.43
Total current assets pledged as security	1,188.31	1,151.62
Non-current		
Property, plant and equipment (including CWIP)	1,130.87	1,039.73
Total non-current assets pledged as security	1,130.87	1,039.73

55 Reporting to banks

The Group is regular in submission of quarterly stock statements with banks for the borrowings sanctioned against hypothecation of current assets. Further, all the quarterly statements of current assets filed by the Group with banks or financial institutions are in agreement with books of accounts.

56. There are no loans which have been given to promoters, directors and KMP's.

57 Struck off Companies:

Details of relationship with Companies struck off under Section 248 of Companies Act, 2013 or Section 560 of the Companies Act, 1956:

Name of the struck off Company	Nature of transaction with struck off Company	Balance outstanding as at March 31, 2025 (Nos).	Balance outstanding as at March 31, 2024 (Nos).	Relation with struck off Company
Trivia Infotech Private Limited (CIN: U74990MH2010PTC198657)	Shares held by struck off company	2 equity shares of face value ₹ 1/- each	2 equity shares of face value ₹ 1/- each	Shareholder
Crystal Infowave Solutions Private Limited (CIN: U74900MH2009PTC198049)	Shares held by struck off company	2 equity shares of face value ₹ 1/- each	2 equity shares of face value ₹ 1/- each	Shareholder

The Group has no transaction other than payment of declared dividend with stuck off companies.

58 Additional regulatory information required by Schedule III of Companies Act, 2013

(i) Details of Benami property:

No proceedings have been initiated or are pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(ii) Utilisation of borrowed funds and share premium:

(A) 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.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

- (B) 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 on behalf of the ultimate beneficiaries
- (iii) **Compliance with number of layers of companies:**
The Group has complied with the number of layers prescribed under the Companies Act, 2013.
- (iv) **Undisclosed income:**
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- (v) **Details of crypto currency or virtual currency:**
The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.
- (vi) **Valuation of PP&E, intangible asset and investment property:**
The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.
- (vii) The Group do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
- (viii) The Group is not declared wilful defaulter by any bank or financial institution or government or any government authority.

59 Business Combinations

Disclosure in accordance with Ind AS 103

(a)	The name and a description of the acquiree:	Keronite Tiles Private Limited, a company incorporated under the Companies Act, 2013 ['KTPL']. KTPL is into manufacturing of Tiles.
(b)	The acquisition date:	20 May 2024
(c)	The percentage of voting equity interests acquired:	90% in paid up capital
(d)	The primary reasons for the business combination and a description of how the Company obtained control of the acquiree:	Objective of acquisition is to manufacture tiles. Company didn't have any operations on the date of acquisition. The Company acquired the control by purchase of 90% equity shares from existing shareholders.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

- (e)

a qualitative description of the factors that make up the goodwill recognised, such as expected synergies from combining operations of the acquiree and the acquirer, intangible assets that do not qualify for separate recognition or other factors.

No goodwill was recognised, since there was no fair value difference.
- (f)

the acquisition-date fair value of the total consideration transferred and the acquisition-date fair value of each major class of consideration, such as:
- (i)

cash;

₹ 0.01 Crores
- (g)

the amounts recognised as of the acquisition date for each major class of assets acquired and liabilities assumed.

Particulars	Amount in ₹ Crores
Assets	
Property plant and equipment	4.80
Capital Work-in-Progress	56.20
Other financial assets - non current	2.88
Cash and Cash equivalent	0.16
Inventories	6.03
Other current assets	1.55
Total Assets acquired (A)	71.62
Liabilities	
Borrowings	61.59
Trade and other payable	9.36
Other financial liabilities	0.66
Total Liabilities (B)	71.61
Non controlling interest (NCI) (C)	0.00
Total Liabilities including NCI [D=(B+C)]	71.61
Consideration paid (E)	0.01
Goodwill recognised [F=(D+E-A)]	0.00

- (h)

The total amount of goodwill that is expected to be deductible for tax purposes.

The goodwill generated in business combination is not allowed as deducted under the Income-tax 1961
- (i)

for each business combination in which the acquirer holds less than 100 per cent of the equity interests in the acquiree at the acquisition date:
- (i)

the amount of the non-controlling interest in the acquiree recognised at the acquisition date and the measurement basis for that amount; and

₹ 0.001 Crores

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(ii)	for each non-controlling interest in an acquiree measured at fair value, the valuation technique(s) and significant inputs used to measure that value.	₹ 0.001 Crores
(j)	the amounts of revenue and profit or loss of the acquiree since the acquisition date included in the consolidated statement of profit and loss for the reporting period; and	Revenue : ₹ 109.97 Crores Profit/(Loss) : ₹ 1.09 Crores

60 Discontinued operations

The Company decided to discontinue the operations of Kajaria Plywood Private Limited (KPPL), a wholly owned subsidiary of the Company due to lack of strategic fit and continued losses. The related incomes and expenses have been disclosed under discontinued operations.

The related financial performance and statement of cash flows is presented as below:

(A) Financial performance:

Particulars	Kajaria Plywood Private Limited	
	For the year ended 31 March 2025	For the year ended 31 March 2024
Income		
Revenue from operations	48.17	104.40
Other income	0.60	0.03
Total income	48.77	104.43
Expenses		
Purchase of stock-in-trade	40.18	88.08
Change in inventories of stock-in-trade	3.79	(5.67)
Employee benefit expenses	14.20	13.69
Finance costs	4.91	3.83
Depreciation and amortisation expenses	0.79	0.44
Other expenses	18.69	15.40
Total expenses	82.56	115.77
Loss before exceptional items and tax from discontinued operations	(33.79)	(11.34)
Exceptional items	14.50	-
Loss from discontinued operations before tax expenses	(48.29)	(11.34)
Tax expenses of discontinued operations	-	-
Loss after tax from discontinued operations	(48.29)	(11.34)

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(B) Statement of cash flows

	Year ended 31 March 2025	Year ended 31 March 2024
CASH FLOW FROM OPERATING ACTIVITIES		
Loss before tax from discontinued operations	(48.29)	(11.34)
Adjusted for :		
Depreciation and amortisation expenses	0.79	0.44
Loss on sale of tangible assets	0.23	0.00
Loss on impairment of assets	0.61	-
Gain on termination of lease liability (net)	(0.28)	(0.04)
Interest income	(0.00)	(0.00)
Interest expense	4.91	3.83
Exceptional items	14.50	-
Operating profit before working capital changes	(27.53)	(7.11)
Working capital adjustments:		
Movement in trade and other receivables	52.15	(42.38)
Movement in trade payables	(4.28)	27.08
Movement in other financial liabilities	(23.66)	3.03
Movement in other current liabilities	(0.27)	(0.43)
Movement in provisions	(0.09)	0.06
Cash flow generated from operations (gross)	(3.68)	(19.76)
Less: Direct taxes (paid)(net)	-	(0.00)
Net cash generated from operations (A)	(3.68)	(19.76)
CASH FLOW FROM INVESTING ACTIVITIES		
Proceeds from disposal of property, plant and equipment	0.47	0.01
Purchase of property, plant & equipment	(0.00)	(1.50)
Interest received	0.00	0.00
Net cash used in investing activities (B)	0.47	(1.49)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of share capital including securities premium	5.00	30.10
Proceeds/(Repayments) of borrowings (net)	6.70	(5.90)
Repayment of lease liabilities	(0.70)	(0.33)
Interest paid	-	(2.47)
Net cash used in financing activities (C)	11.00	21.40
Net (decrease)/increase in cash and cash equivalents (A+B+C)	7.79	0.15
Cash and cash equivalents at the beginning of the year	0.42	0.27
Cash and cash equivalents at the end of the year	8.21	0.42

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

61 Summarised financial information of joint venture that is material to the Group:

Name of Entity	Principal Activity	Principal Place of business	As at 31 March 2025	As at 31 March 2024
Kajaria Ramesh Tiles Limited	Manufacturing of Tiles	Nepal	50%	50%

The above joint venture is accounted for using equity method in the consolidated financial statements. There is no quoted market price for Kajaria Ramesh Tiles Limited.

(i) Summarised balance sheet

Particulars	As at 31 March 2025	As at 31 March 2024
Non Current Assets	174.11	96.79
Current Assets	78.72	15.73
Total Assets	252.83	112.52
Non Current Liabilities	105.62	24.84
Current Liabilities	86.30	63.98
Total liabilities	191.92	88.82

(ii) Summarised statement of profit and loss

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Revenue	59.68	-
Total Comprehensive income	6.58	(1.22)
Net Profit	6.58	(1.22)
Other Comprehensive income	-	-
Total	6.58	(1.22)

(iii) Reconciliation of summarised financial information to the carrying amount of the interest in the joint venture recognised in the consolidated financial statements

Particulars	As at 31 March 2025	As at 31 March 2024
Opening net assets	23.78	-
Add: shares issued during the year	21.86	25.00
Total net assets available to equity holders	45.65	25.00
Add: Profit during the year	6.58	(1.22)
Add: other comprehensive income/(loss) during the year	-	-
Closing net assets available to equity holders	52.23	23.78
Group's share in %	50%	50%
Group's share in Rs	26.11	11.89
Carrying value of investment accounted for using equity method	26.11	11.89

The Group has no capital commitments relating to interest in Kajaria Ramesh Tiles Limited as at 31 March 2025. The joint venture has no obligations or capital commitments as at 31 March 2025.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

62 Interest in material partly-owned subsidiaries

Financial information of subsidiary that have material non-controlling interests is provided below :

(i) Details of material partly-owned subsidiaries :

Name of the Entity	Place of Business	Proportion of equity interest held by non-controlling interests (Effective)		Proportion of equity interest held by non-controlling interests (Direct)	
		As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
South Asian Ceramic Tiles Private Limited ('SACTPL')	India	40.50%	40.50%	40.50%	40.50%
Kajaria Bathware Private Limited ('KBPL')	India	15.00%	15.00%	15.00%	15.00%
Kajaria Infinity Private Limited ('KIPL')	India	15.42%	15.42%	15.42%	15.42%

(ii) Accumulated balances of non-controlling interest :

Particulars	As at 31 March 2025	As at 31 March 2024
South Asian Ceramic Tiles Private Limited	27.52	22.87
Kajaria Bathware Private Limited ('KBPL')	14.15	16.62
Kajaria Infinity Private Limited ('KIPL')	12.07	10.69
Aggregate amount of individually immaterial non-controlling interest	12.01	8.90
Total	65.75	59.08

(iii) Profit allocated to non-controlling interest :

Particulars	As at 31 March 2025	As at 31 March 2024
South Asian Ceramic Tiles Private Limited	4.65	4.50
Kajaria Bathware Private Limited ('KBPL')	(2.47)	1.96
Kajaria Infinity Private Limited ('KIPL')	1.38	0.92
Aggregate amount of individually immaterial non-controlling interest	2.16	2.71
Total	5.72	10.09

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(iv) Summarised financial position :

Particulars	South Asian Ceramic Tiles Private Limited		Kajaria Bathware Private Limited ('KBPL')		Kajaria Infinity Private Limited ('KIPL')	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Non-current assets						
Property, plant and equipment	67.30	63.88	192.99	149.18	70.28	79.58
Capital work in progress	-	-	4.06	4.96	-	-
Right of use assets	-	-	8.72	13.42	-	-
Goodwill	-	-	0.94	0.94	-	-
Intangible assets	-	0.01	0.20	0.07	0.10	0.14
Other financial assets	2.48	4.84	2.15	1.87	0.01	0.01
Other non-current assets	-	-	1.02	3.30	5.46	-
Non current tax assets (net)	1.19	-	2.02	2.67	-	-
Deffered tax assets (net)	-	0.81	2.11	3.04	-	-
Total	70.97	69.54	214.21	179.45	75.85	79.73
Current assets						
Inventories	21.55	17.30	88.01	62.77	71.80	38.70
Trade receivables	8.59	12.18	55.92	50.47	22.75	10.75
Cash and cash equivalents	0.03	0.09	4.33	10.90	-	0.01
Other financial assets	1.83	1.74	0.71	0.26	-	-
Other current assets	1.06	1.32	13.81	8.11	0.57	0.28
Total	33.06	32.63	162.78	132.51	95.12	49.74
Non-current liabilities						
Financial liabilities						
Borrowings	33.48	44.49	163.23	101.88	36.57	22.46
Lease Liabilities	-	-	3.06	3.68	-	-
Provisions	-	-	3.19	2.48	0.71	0.61
Deferred tax liabilities	3.08	-	4.54	4.53	3.28	1.92
Total	36.56	44.49	174.02	112.57	40.56	24.99
Current liabilities						
Financial liabilities						
Borrowings	25.09	25.19	29.30	12.76	17.19	18.58
Lease Liabilities	-	-	1.49	1.93	-	-
Trade payables	11.25	12.16	37.52	28.89	32.40	12.00
Provisions	-	-	1.84	1.57	0.01	0.03
Other financial liabilities	0.24	0.71	23.37	29.63	1.53	2.48
Other current liabilities	1.36	1.57	8.75	8.27	0.98	2.02
Current tax liabilities	-	-	0.16	-	-	0.03
Total	37.94	39.63	102.43	83.05	52.11	35.14

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	South Asian Ceramic Tiles Private Limited		Kajaria Bathware Private Limited ('KBPL')		Kajaria Infinity Private Limited ('KIPL')	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Total equity (A)	29.53	18.05	100.54	116.34	78.30	69.34
Equity share capital attributable to non-controlling shareholders (B)	8.51	8.51	3.75	3.75	1.40	1.40
Equity share capital attributable to equity holders of parents (C)	12.50	12.50	21.25	21.25	7.70	7.70
Net other equity for distribution (D=A-B-C)	8.52	(2.94)	75.54	91.34	69.20	60.24
Other equity attributable to:						
Equity holders of parents	(10.50)	(17.31)	65.14	78.47	58.53	50.95
Non-controlling interests	19.02	14.37	10.40	12.87	10.67	9.29

Non controlling interests reconciliation

Particulars	South Asian Ceramic Tiles Private Limited		Kajaria Bathware Private Limited ('KBPL')		Kajaria Infinity Private Limited ('KIPL')	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Opening NCI	22.87	23.17	16.62	14.66	10.69	14.96
Add: share of profit after date of acquisition	4.65	4.50	(2.47)	1.96	1.38	0.92
Less: Transactions with NCI	-	(4.80)	-	-	-	(5.19)
Closing NCI	27.52	22.87	14.15	16.62	12.07	10.69

(v) Summarised statement of profit and loss:

The summarised financial statement of profit and loss of this subsidiary is provided below. This information is based on amounts before inter-company eliminations.

Particulars	South Asian Ceramic Tiles Private Limited		Kajaria Bathware Private Limited ('KBPL')		Kajaria Infinity Private Limited ('KIPL')	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Revenue from operations	135.10	138.72	386.20	363.47	240.73	193.78
Other income	0.28	0.12	0.84	1.14	0.24	0.18
Cost of material consumed	47.94	44.73	95.78	83.90	148.57	64.08
Purchase of stock in trade	-	-	98.43	95.75	0.02	0.49
Changes of inventories	(5.20)	8.68	(23.08)	1.92	(34.35)	3.19
Employee benefits expense	10.37	8.42	91.32	66.12	18.43	16.70
Finance cost	5.28	6.82	12.44	6.10	3.34	4.03

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

Particulars	South Asian Ceramic Tiles Private Limited		Kajaria Bathware Private Limited ('KBPL')		Kajaria Infinity Private Limited ('KIPL')	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Depreciation and amortisation	4.86	4.46	15.98	9.54	9.90	7.74
Other expenses	56.76	53.30	109.68	89.11	82.85	91.68
Profit before tax	15.37	12.43	(13.51)	12.17	12.21	6.05
Tax expenses	3.89	3.21	2.27	(1.56)	3.54	1.69
Profit for the year	11.48	9.22	(15.78)	13.73	8.67	4.36
Other comprehensive income	-	-	(0.02)	0.11	0.29	0.09
Share of profit transferred to NCI of Step down subsidiary	-	-	(0.67)	(0.80)	-	-
Total comprehensive income	11.48	9.22	(16.47)	13.04	8.96	4.45
% of NCI	40.50%	40.50%	15.00%	15.00%	15.42%	15.42%
Note:						
Till 15 March 2024	-	4.41	-	-	-	-
16 March 2024 to 31 March 2024	-	0.09	-	-	-	-
Till 31 October 2023	-	-	-	-	-	0.54
01 November 2023 to 19 February 2024	-	-	-	-	-	0.26
19 February 2024 to 31 March 2024	-	-	-	-	-	0.11
Attributable to the non-controlling interests	4.65	4.50	(2.47)	1.96	1.38	0.92

- Note:**
- The Holding Company has acquired additional stake in SACTPL on 16 March 2024. Accordingly till 15 March 2024, the share of profits to NCI is 49%, and thereafter it is 40.50%. Hence, total profit attributable to NCI for the year ended 31 March 2024 is ₹ 4.50 Crores.
 - The Holding Company has acquired additional stake in KIPL on multiple dates:
- 1 November 2023 and 20 February 2024.
Accordingly till 31 October 2023, the share of profits to NCI is 23%. Further, till 19 February 2024, the share of profits to NCI is 19.21%, and thereafter it is 15.42%. Hence, total profit attributable to NCI for the year ended 31 March 2024 is ₹ 0.93 Crores.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 March 2025
(Amount in ₹crores, unless otherwise stated)

(vi) Summarised cash flow information :

The summarised cash flow information of these subsidiaries are provided below. This information is based on amounts before inter-company eliminations.

Particulars	South Asian Ceramic Tiles Private Limited		Kajaria Bathware Private Limited ('KBPL')		Kajaria Infinity Private Limited ('KIPL')	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Cash generated from/ (used in) in operating activities	22.32	11.41	(8.07)	26.60	(14.37)	9.07
Cash generated from/ (used in) investing activities	(6.01)	(7.40)	(61.88)	(59.32)	4.99	(6.14)
Cash generated from/ (used in) financing activities	(16.37)	(4.13)	63.38	42.95	9.37	(3.31)
Net (decrease)/ increase in cash & cash equivalents	(0.06)	(0.12)	(6.57)	10.23	(0.01)	(0.38)

- 63 The figures of the previous year have been re-classified according to current year classification wherever required. The impact of the same is not material to the users of the consolidated financial statements.
- 64 The consolidated financial statements are approved for issue by the Board of Directors at its meeting conducted on 6 May 2025.

As per our report of even date attached

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's registration no.
001076N/N500013

For and on behalf of the Board of Directors of
Kajaria Ceramics Limited

Nalin Jain
Partner
Membership no. : 503498

Ashok Kajaria
Chairman and Managing Director
(DIN: 00273877)

Chetan Kajaria
Joint Managing Director
(DIN: 00273928)

Rishi Kajaria
Joint Managing Director
(DIN: 00228455)

Ram Chandra Rawat
COO (A&T) and Company Secretary
(FCS No. 5101)

Sanjeev Agarwal
Chief Financial Officer

Place: New Delhi
Date: 06 May 2025

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Ashok Kajaria	<i>Chairman & Managing Director</i>
Mr. Chetan Kajaria	<i>Joint Managing Director</i>
Mr. Rishi Kajaria	<i>Joint Managing Director</i>
Mr. Dev Datt Rishi	<i>Non-Executive Director</i>
Dr. Lalit Kumar Panwar	<i>Independent Director</i>
Mr. Sudhir Bhargava	<i>Independent Director</i>
Mr. Rajender Mohan Malla	<i>Independent Director</i>
Mrs. Ambika Sharma	<i>Independent Director</i>

KEY MANAGERIAL PERSONNEL

Mr. Ram Chandra Rawat	<i>COO (A&T) & Company Secretary</i>
Mr. Sanjeev Agarwal	<i>CFO</i>

COMMITTEE OF THE BOARD

AUDIT COMMITTEE

Mr. Sudhir Bhargava	<i>Chairman</i>
Mr. Ashok Kajaria	<i>Member</i>
Dr. Lalit Kumar Panwar	<i>Member</i>
Mr. Rajender Mohan Malla	<i>Member</i>

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Sudhir Bhargava	<i>Chairman</i>
Mr. Ashok Kajaria	<i>Member</i>
Mr. Chetan Kajaria	<i>Member</i>

NOMINATION AND REMUNERATION COMMITTEE

Mr. Rajender Mohan Malla	<i>Chairman</i>
Mr. Ashok Kajaria	<i>Member</i>
Mr. Sudhir Bhargava	<i>Member</i>
Mrs. Ambika Sharma	<i>Member</i>

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Sudhir Bhargava	<i>Chairman</i>
Mr. Chetan Kajaria	<i>Member</i>
Mr. Rishi Kajaria	<i>Member</i>

RISK MANAGEMENT COMMITTEE

Mr. Ashok Kajaria	<i>Chairman</i>
Mr. Chetan Kajaria	<i>Member</i>
Mr. Rishi Kajaria	<i>Member</i>
Mr. Dev Datt Rishi	<i>Member</i>
Mrs. Ambika Sharma	<i>Member</i>
Mr. Ram Chandra Rawat	<i>Member</i>
Mr. Sanjeev Agarwal	<i>Member</i>

BUSINESS RESPONSIBILITY AND SUSTAINABILITY COMMITTEE

Mr. Ashok Kajaria	<i>Chairman</i>
Mr. Chetan Kajaria	<i>Member</i>
Mr. Rishi Kajaria	<i>Member</i>
Dr. Rajveer Choudhary	<i>Member</i>
Mr. Bhupendra Vyas	<i>Member</i>
Mr. Praveen Prakash	<i>Member</i>

REGISTERED OFFICE

SF-11, Second Floor, JMD Regent Plaza,
Mehrauli Gurgaon Road, Village Sikanderpur Ghosi,
Gurgaon -122001, Haryana
Telephone: +91-124-4081281
CIN: L26924HR1985PLC056150

CORPORATE OFFICE

J-1/B-1 (Extn.), Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi - 110044
Telephone: +91-11-26946409, Fax No.: +91-11-26946407

WORKS

- A-27 to 30, Industrial Area, Sikandrabad,
Distt.: Bulandshahr (U.P.) - 203205.
- 19 KM Stone, Bhiwadi – Alwar Road,
Village: Gailpur, Distt.: Tijara (Rajasthan) – 301707
(Tiles and Adhesives plants).
- Alwar Shahpura Road, Village & Post: Malootana,
Tehsil: Thanagazi, Distt.: Alwar (Rajasthan) -301022.
- Survey No. 129, Industrial Park,Opp.
Bhavanisankarapuram,Thatiparthi (V), Thottambedu (M),
Near Srikalahasti, Distt.: Chittoor (A.P.) - 517 642

SUBSIDIARIES

Kajaria Bathware Private Limited
Kajaria Sanitaryware Private Limited (Step-down subsidiary)
Kajaria Plywood Private Limited
Kajaria International DMCC
Kajaria Surfaces Private Limited
(Formerly known as Keronite Tiles Private Limited)
Kajaria Adhesive Private Limited
Kerovit Global Private Limited (Step-down subsidiary)
Kajaria Vitrified Private Limited
Kajaria Infinity Private Limited
South Asian Ceramic Tiles Private Limited

JOINT VENTURE

Kajaria Ramesh Tiles Limited

AUDITORS

STATUTORY AUDITORS

Walker ChandioK & Co LLP

INTERNAL AUDITORS

Ernst & Young LLP

SECRETARIAL AUDITORS

Chandrasekaran Associates, Company Secretaries

BANKERS

State Bank of India
HDFC Bank
IDBI Bank
Canara Bank
Axis Bank

REGISTRAR & SHARE TRANSFER AGENT

MCS Share Transfer Agent Limited
179-180, DSIDC Shed, 3rd Floor,
Okhla Industrial Area, Phase-1, New Delhi-110020
Telephone: +91-11-41406149-51

SHARES LISTED AT

National Stock Exchange of India Limited
BSE Limited

Kajaria

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Mathura Road, New Delhi - 110044
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E-mail: info@kajariaceramics.com
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