



bhansali ENGINEERING polymers limited

CIN : L27100MH1984PLC032637

Registered Office : 301 & 302, 3rd Floor, Peninsula Heights, C. D. Barfiwala Road, Andheri (West), Mumbai - 400 058.

Tel. : (91-22) 2621 6060/61/62/63/64 • E-mail : abstron@bhansaliabs.com • Website : www.bhansaliabs.com

BEPL/SEC/2025/144

25th August, 2025

| | |
|---|---|
| To The BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Security Code: 500052 | To The National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Security Code: BEPL |
|---|---|

Sub: Notice of the 41st Annual General Meeting ('AGM') of the Company and Submission of Annual Report for the Financial Year 2024 – 25.

Dear Sir/Madam,

Notice is hereby given that 41st AGM of the Company is scheduled to be held on Saturday, 20th September, 2025 at 11:00 am (IST) at Walchand Hirachand Hall, 4th Floor, Indian Merchant Chambers, IMC Road, Churchgate, Mumbai – 400020 to transact the business(es), as set out in the Notice.

Pursuant to Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed Annual Report for Financial Year 2024-25 along with the Notice of the 41st AGM containing the matters proposed to be transacted in the AGM, together with the instructions on Remote e-Voting as prescribed by SEBI and other general instructions for the benefit of shareholder. The Annual Report is sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depositories in accordance with the SEBI circular No.SEBI/HO/DDHS/P/CIR/2023/0167 dated 7 October, 2023.

As per Regulation 36 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations, 2015'), as amended, an Inland letter providing the web-link, including the exact path, where complete details of the Annual Report are available, have been sent to those Members(s) who have not registered their e-mail addresses with the Company/Registrar and Transfer Agent/Depositories.

Further, please note that the 41st AGM Notice and Annual Report 2024-25 is also available on the Company's website at www.bhansaliabs.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Bhansali Engineering Polymers Limited**Ashwin M. Patel****Company Secretary and GM (Legal)**

Encl: as above

Satnoor Plant : Bhansali Nagar, Taluka - Sausar, Dist. Chhindwara, Madhya Pradesh - 480 108.
Tel. : (07165) 226376/77/78/79 • E-mail : beplchw@bhansaliabs.com

Abu Road Plant : Plot No. SP-138-143, Ambaji Industrial Area, Abu Road, Dist. Sirohi (Rajasthan) - 307 026.
Tel. : (02974) 226781/82/83/84 • E-mail : beplabr@bhansaliabs.com

41st ANNUAL REPORT

2024 - 2025



bhansali ENGINEERING polymers limited

An ISO 9001:2015 Company

ACTIVITIES @ BEPL

Training Programmes



International Yoga Day



Environment Day



Independence Day



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Our Vision

- ✦ **Attain excellence by continuously developing and providing the best quality products and services.**
- ✦ **Exceed expectations of our customers with Innovative Products.**
- ✦ **Build value for all Stakeholders.**
- ✦ **Be a Value-driven Organization.**

Our Mission

- ✦ **To be the lowest Cost ABS Producer in India with quality standard 'at par' with the Global Best.**
- ✦ **To intensify the HRD efforts and keep strengthening the Organization, to be ready to respond to ever-growing market challenges**

CORPORATE INFORMATION

BOARD OF DIRECTORS

| | |
|---|---|
| Mr. B. M. Bhansali ^(§) | Chairman and Managing Director |
| Mr. Jayesh B. Bhansali | Joint Managing Director cum Chief Financial Officer |
| Mr. Rohinton Bomanshaw Anklesaria ^(@) | Non-Executive Independent Director |
| Mr. Firdaus Nariman Pavri ^(@) | Non-Executive Independent Director |
| Ms. Taruna Niraj Kumbhar ^(@) | Non-Executive Independent Woman Director |
| Mr. Dilip Krushnarao Shendre ^(@) | Executive Director (Manufacturing) |

^(§) Re-designation as Chairman and Managing Director w.e.f. 1st April, 2024

^(@) Appointed w.e.f. 1st April, 2024

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Ashwin M. Patel

COMMITTEES OF THE BOARD

| | |
|--|---|
| Audit Committee | Mr. Rohinton Bomanshaw Anklesaria, Chairman Mr. Firdaus Nariman Pavri Mr. Jayesh B. Bhansali |
| Nomination and Remuneration Committee | Mr. Firdaus Nariman Pavri, Chairman Mr. Rohinton Bomanshaw Anklesaria Mrs. Taruna Niraj Kumbhar |
| Corporate Social Responsibility Committee | Mr. B. M. Bhansali, Chairman Mrs. Taruna Niraj Kumbhar Mr. Jayesh B. Bhansali |
| Stakeholders Relationship Committee | Mrs. Taruna Niraj Kumbhar, Chair Person Mr. B. M. Bhansali Mr. Jayesh B. Bhansali |
| Risk Management Committee | Mr. B. M. Bhansali, Chairman Mrs. Taruna Niraj Kumbhar Mr. Jayesh B. Bhansali |
| STATUTORY AUDITORS | M/s. Azad Jain & Co., Chartered Accountants |
| SECRETARIAL AUDITORS | M/s. Rathi & Associates, Company Secretaries |
| COST AUDITORS | M/s. Joshi Apte & Associates, Cost Accountants |
| INTERNAL AUDITORS | M/s. B. L. Dasharda & Associates, Chartered Accountants |
| REGISTRAR & SHARE TRANSFER AGENT | MUFG Intime India Private Limited Regd. Office: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083. |
| JOINT VENTURE COMPANY | Bhansali Nippon A & L Private Limited Regd. Office: 301 & 302, 3 rd Floor, Peninsula Heights, C. D. Barfiwala Road, Andheri (West), Mumbai - 400 058 |
| BANKERS | Indian Bank Axis Bank Limited State Bank of India |



CORPORATE INFORMATION

REGISTERED OFFICE

301 & 302, 3rd Floor, Peninsula Heights,
C.D. Barfiwala Road, Andheri (West),
Mumbai - 400 058

MARKETING OFFICES

Ahmedabad

504, 5th Floor, Kalpana Complex,
Near Memnagar Fire Station, Navranpura,
Ahmedabad - 380 009 (Gujarat)

Gandhidham

House No.SDX-North-69,
Gandhidham, Kutch – 370 201,
Gujarat.

Bengaluru

Unit No: 907, 9th Floor, A Wing,
Mittal Towers, MG Road,
Bengaluru - 560 001 (Karnataka)

Haryana

Unit no: 302, 3rd Floor, Palm Court Building
20/4, Sukhrali Chowk, Opposite Huda Park,
Sector 14, Gurugram - 122 001 (Haryana).

Chennai

Ground Floor, Thiruthani Murgan Complex,
No. 2/52, Pillaiyar Koil Street,
New Colony, Porur, Chennai – 600116

Pune

Office No. 302, 3rd Floor, Jaydeep Business Centre,
Near Indrayani Sweet Corner, Plot No.114,
Bhosari, Pune – 411026

MANUFACTURING PLANTS



Abu Road

Plot no. SP-138-143,
Ambaji Industrial Area, Abu Road,
Sirohi - 307 026
(Rajasthan)



Satnoor

Bhansali Nagar, Post: Paradsinga,
Taluka Sausar, Dist.: Chhindwara,
Satnoor - 480108
(Madhya Pradesh)

PROFILE OF BOARD MEMBERS



Mr. B.M. Bhansali entered in the ABS & SAN manufacturing business in 1986 by setting up of Bhansali Engineering Polymers Limited as a Promoter. He has been honoured with “Udyog Ratan Award” by Institute of Economic Studies; “Indian Achievers Award for Quality Excellence” by All India Achievers Foundation; and “International Achievers Award for Business Excellence” by International Achievers Conference.



Mr. Rohinton Bomanshaw Anklesaria is a Fellow Member of the Institute of Chartered Accountants of India (ICAI) (All India Rank Holder – 1979 batch) and has passed the examination(s) conducted by the Institute of Cost & Works Accountants (now ICMA) - 1978 batch. He has done L.L.B from Mumbai University

Mr. Rohinton Bomanshaw Anklesaria have been a practising fellow member of the ICAI for over 45 years and is actively involved in advising Senior Management of large listed companies of renowned business groups and having specialization in formulating and implementing operational and management audits & reviews and inter-acting with the Senior Management and Board members and handled assignments pertaining to Financial Due Diligence, Valuations, preparing feasibility studies and reports for projects and other related matters.



Mr. Firdaus Nariman Pavri is a B.Com and Law graduate from Mumbai University. He is an experienced Advocate with a demonstrated history of working in the Legal Field. He is highly skilled in document drafting, Infrastructure Project documentation, Litigation & Arbitration/ Dispute Resolution. He is currently associated with Shapoorji Pallonji Real Estate as Additional General Manager-Legal and was earlier associated with M/s Mulla & Mulla, Craigie Blunt & Caroe one of the leading law firms of the country and having international recognition as a Consultant.



Mrs. Taruna Niraj Kumbhar is a Fellow Member (FCS) of the Institute of Company Secretaries of India, Bachelor in Law and Legislature and PGDM- OLP from Welingkar Institute. She was earlier associated with M/s. Kaushik M. Jhaveri & Co., Practicing Company Secretary as Senior Associate for almost a decade and has hands-on experience of more in matters of corporate governance, secretarial audits and other corporate advisory services.



Mr. Jayesh B. Bhansali is a Post Graduate in Commerce and deals with various portfolios of Company including but not limited to Marketing, Finance and General Administration and possesses extensive and enriched experience of the overall affairs of Company.



Mr. Dilip Krushnarao Shendre is a B.Tech in Chemical Engineering and MBA (Production Management) and associated with chemical, petrochemicals and explosives plants since last 41 years. He is associated with the Company at Satnoor Plant as Executive Director (Manufacturing) and has vast experience in the managing factory operations while implementing and sustaining all the requirements of Health Safety and Environment, Quality Management System and statutory norms.



FIVE YEARS STATISTICAL INFORMATION AT A GLANCE

 (₹ in lakhs)
(Except EPS & Dividend)

| Particulars | 2024-25 | 2023-24 | 2022-23 | 2021-22 | 2020-21 |
|--|-------------|------------------------|--------------------|-------------|-------------|
| Equity Share Capital | 2,488.58 | 2,488.58 [§] | 1,659.06 | 1,659.06 | 1,659.06 |
| Other Equity | 97,558.43 | 89,649.39 | 1,04,966.95 | 96,381.20 | 66,426.35 |
| Total Equity (Net Worth) | 1,00,047.01 | 92,137.97 [@] | 1,06,626.01 | 98,040.26 | 68,085.41 |
| Net Worth per equity share of ₹ 1/- each | 40.20 | 37.02 | 42.85 | 39.40 | 27.36 |
| Current Ratio | 11.25 | 7.13 | 10.88 | 8.48 | 8.11 |
| Income and Profits | | | | | |
| Gross Sales | 1,64,898.74 | 1,43,951.21 | 1,60,779.02 | 1,63,834.66 | 1,52,434.35 |
| Net Sales (Excluding GST and Excise) | 1,39,774.37 | 1,22,173.60 | 1,36,255.66 | 1,39,395.00 | 1,29,194.75 |
| Profit before Tax | 24,359.02 | 24,276.41 | 19,479.24 | 47,208.64 | 44,597.65 |
| Tax | 6,377.09 | 6,303.11 | 5,886.36 | 12,263.30 | 11,256.34 |
| Profit after Tax | 17,981.93 | 17,973.30 | 13,592.88 | 34,945.34 | 33,341.31 |
| Profit for the Year | 17,863.38 | 17,863.56 | 13,562.91 | 34,932.03 | 33,294.59 |
| Earnings per share (in ₹) ^(#) | 7.23 | 7.22 | 5.46 | 14.04 | 13.40 |
| Dividend per share of ₹ 1/-) | 4.00 | 4.00 | 17.00 [*] | 3.00 | 1.00 |

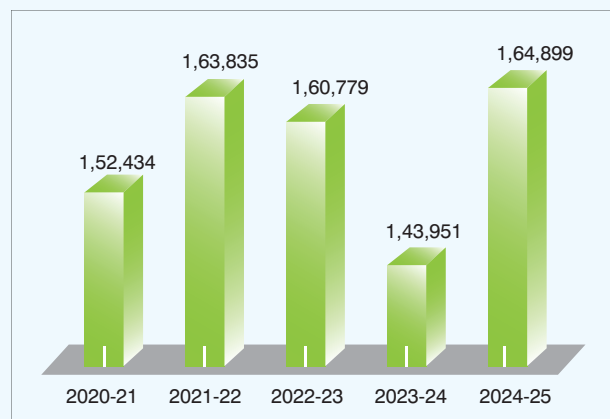
[§] Increase due to issue of Bonus Shares in the ratio of 2:1

[@] Calculated on enhanced paid up Equity Share Capital post Bonus issue

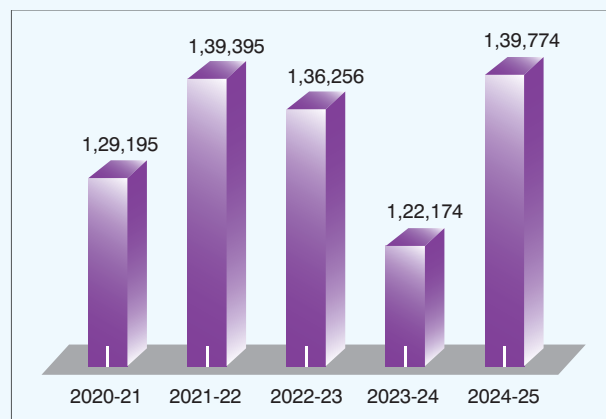
[#] Refer Note 35 of Standalone Balance Sheet

^{*} Includes One-time Special Dividend of ₹ 14/- (1400 %) per Equity Share on account of the Company entering into its 40th year of business operations.

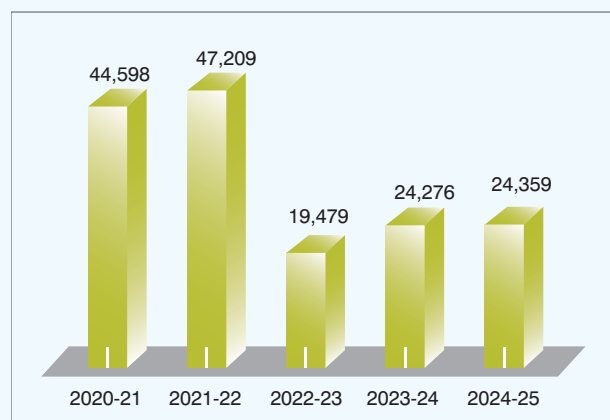
Financial Highlights



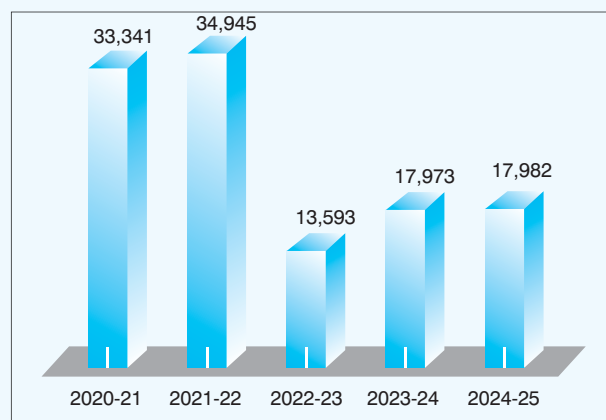
GROSS SALES
(₹ in Lakhs)



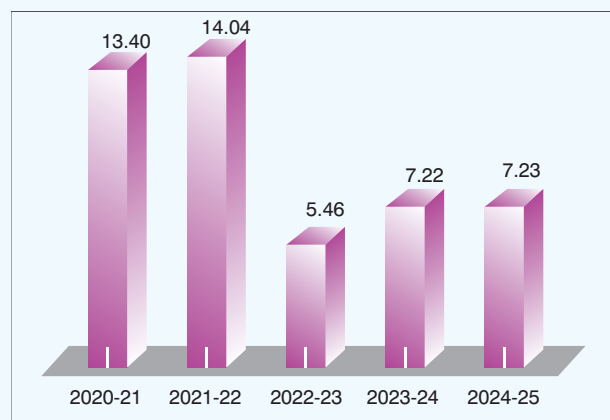
NET SALES (EXCLUDING GST & EXCISE)
(₹ in Lakhs)



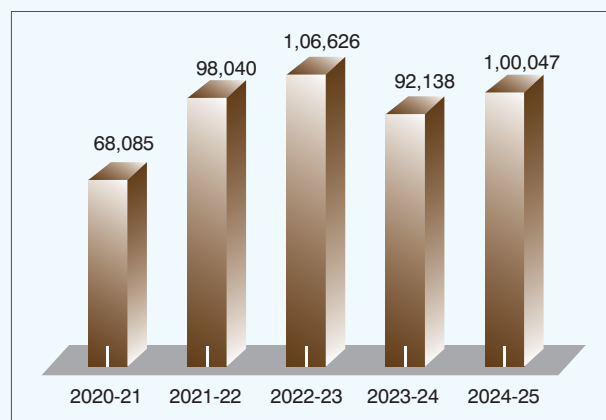
PROFIT BEFORE TAX
(₹ in Lakhs)



PROFIT FOR THE YEAR
(₹ in Lakhs)



EARNINGS PER SHARE
(FACE VALUE ₹1)



NET WORTH



Message from the Chairman & Managing Director



Dear Shareholders,

During FY 25 global economy demonstrated notable instability across regions. Over 60 nations have gone to the polls, redrawing maps, rewriting alliances. Logistic corridors were disrupted due to conflicts in the Middle East. Continent (Europe) which was once an economic stronghold, now grapples with stagnation and a search for identity in a fractured world. The International Monetary Fund (IMF) in its April 2025 World Economic Outlook, downgraded global growth forecasts for 2025 to 2.8% from 3.3% in 2024 which reflects a global economy grappling with trade tensions and policy uncertainty. While advanced economies face slower growth, emerging markets remain vulnerable to trade disruptions and constrained financial conditions.

Despite this global uncertainty, India stood apart. India recorded steady economic growth of 6.5% in FY25, driven by accelerated consumer demand, a pick-up in capex, and improved trade dynamics. While farsightedness was under pressure in many Nations, India surged forward as a symbol of stability, growth and confidence amidst confusion.

Let me now talk about a few of the highlights of the Company of FY 2024-25.

During FY 2024-25, the Company achieved production volume of 74,681 TPA against installed capacity of 75,000 TPA. Sales volume stood at 74,381 TPA (Previous year - 75,143 TPA). The Company clocked highest ever gross sales of ₹ 1,64,898.74 lakhs (₹ 1,43,951.21 lakhs in last fiscal). The operating margin for FY 2024-25 was 17.43 % (previous year 16.86 %) whereas net profit margin stood at 12.86% (previous year 14.71%).

Continuing with the practice of rewarding shareholders, the Board declared three Interim Dividends, each of Re.1/- (collectively 300 %) per Equity Share of Re1/- and recommended a Final Dividend of Re.1/- (100 %) per Equity Share for the Financial year ended 31st March, 2025. Further, details on proposed capacity expansion is provided in the Board's Report.

We are firmly committed to the highest standards of governance and ethics, making sure all regulatory requirements and our own internal rules are strictly complied with.

The continued trust and support from Board members and Stakeholders, extended over the years, has enabled the Company to evolve where it is today. Thank you for being part of this journey with us.

Warm Regards

B. M. Bhansali

Chairman and Managing Director

Excellence is a continuous process and not an accident. - APJ Abdul Kalam

NOTICE

NOTICE is hereby given that the 41st Annual General Meeting ('AGM') of Bhansali Engineering Polymers Limited will be held on Saturday, 20th September 2025 at 11:00 am at Walchand Hirachand Hall, 4th Floor, Indian Merchant Chambers, IMC Road, Churchgate, Mumbai - 400020 to transact the following business(es):

ORDINARY BUSINESS:

1. Adoption of Annual Accounts:

To receive, consider and adopt:

- a. Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Board of Directors and Auditors thereon.
- b. Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Report of Auditors thereon.

2. Declaration of dividend:

- a. To confirm the payment of Three Interim Dividends of Re. 1/- each (300%) for the Financial Year ended 31st March, 2025.
- b. To declare Final Dividend of Re. 1/- (100 %) per Equity Share of Re. 1/- fully paid up for the Financial Year ended 31st March, 2025.

3. Re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), the retiring director:

To appoint a Director in place of Mr. Jayesh B. Bhansali (DIN: 01062853), who retires by rotation and being eligible, offered himself for re-appointment.

SPECIAL BUSINESS:

4. Re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853) as an Joint Managing Director cum CFO of the Company for a further period of 5 years w.e.f. 1st April, 2026 to 31st March, 2031.

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

"RESOLVED THAT, pursuant to the applicable provisions of Section 152, 196, 197 and 203 of the Companies Act, 2013 (**"the Act"**) and Schedule V thereto, and other applicable acts, rules and regulations, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to approval(s)/permission(s) of authorities and/or agency(ies) etc. as may be necessary, in this regard and as per the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors vide resolution dated __th (Month), 2025, consent of the Members be and is hereby accorded for the re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), as an Joint Managing Director cum CFO of the Company, liable to retire by rotation, for a further period of 5 years w.e.f 1st April, 2026, at his existing remuneration of ₹ 5 lakh per month and commission, both not exceeding 5% of the total net profits of the Company, in the manner and limits as stated herein below and on such other terms and conditions as set out in his employment agreement.

1. **Term:** For a period of five years from 1st April, 2026 to 31st March, 2031 and shall be liable to retire by rotation.
2. **Designation:** Joint Managing Director cum CFO


3. Remuneration:

| | |
|---|--|
| a. Salary : | ₹ 5,00,000/- (Rupees Five lakh) per month. |
| b. Perquisites & allowances: | i. Leave Travel Concession (LTC) – Return Passage for Mr. Jayesh B. Bhansali and his family once in a year in India, in accordance with the policy of the Company. ii. Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to Mr. Jayesh B. Bhansali. iii. Statutory contribution to Provident Fund, superannuation/annuity fund and Gratuity payable as per respective legal provisions and as may be applicable to Company. iv. Encashment of Leave at the end of the tenure in accordance with the policy of the Company. |
| c. Commission (in case of adequate profit in any financial year during his tenure) | The amount of such Commission being the difference between following two items:- i. 5% of Net Profits of the Company receivable by Mr. Jayesh B. Bhansali, Joint Managing Director cum CFO for a particular financial year in accordance with the limits specified in Section J of Part II of Schedule V to the Companies Act, 2013 and ii. The aggregate of salary, perquisites and allowances paid or payable to Mr. Jayesh B. Bhansali during such financial year as per clause (a) & (b) mentioned hereinabove. |

RESOLVED FURTHER THAT, in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Jayesh B. Bhansali (DIN: 01062853) shall be governed by Section II of Part II of Schedule V to the Act or any statutory modification(s) or re-enactment(s) thereof and the amount so computed shall be treated as the Minimum Remuneration payable to him for such financial year in any case, whatsoever;

RESOLVED FURTHER THAT, Mr. Babulal M. Bhansali, Chairman & Managing Director (DIN: 00102930) be and is hereby authorized for and on behalf of Company to sign the said employment agreement with Mr. Jayesh B. Bhansali (DIN: 01062853) and undertake all other activities as may be incidental or expedient in this regard;

RESOLVED FURTHER THAT, Mr. Ashwin M. Patel, Company Secretary be and is hereby authorized to do all such acts, deeds and things, as may be necessary for compliance with the applicable laws and to file the aforesaid resolution with the Registrar of Companies and sign and issue a certified copy of the aforesaid resolution, whenever necessary."

5. Ratification of remuneration payable to the Cost Auditors of the Company for the Financial Year 2025-26:

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

"RESOLVED THAT, pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), and other applicable acts, rules and regulations, if any and pursuant to the recommendation of Audit Committee, the remuneration payable to M/s. Joshi Apte & Associates, Cost Accountants, Pune (FRN-000240), appointed by the Board of Directors of the Company as the Cost Auditors vide resolution dated 26th April, 2025, to conduct the audit of the cost records of the Company for the Financial Year 2025-26, amounting to ₹ 1,10,000/- (Rupees One Lakh Ten Thousand Only) plus taxes and reimbursement of out of pocket expenses that may be incurred during the course of audit, be and is hereby ratified and confirmed;

RESOLVED FURTHER THAT, any of the Directors or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary and incidental for giving effect to this resolution."

6. Appointment of Secretarial Auditors

To consider and if thought fit, approve the appointment of M/s. Rath & Associates, Practicing Company Secretary as Secretarial Auditors of the Company for a first term of five (5) years and to pass with or without modification(s), 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 rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, M/s. Rath & Associates, Practicing Company Secretaries (Firm Registration no. P1988MH011900 and Peer Review Cert. No. 6391/2025) be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit from financial years 2025-26 to 2029-30 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board) to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

By Order of the Board of Directors

Place : Mumbai

Date : 13th August, 2025

Registered Office:

301 & 302, 3rd Floor, Peninsula Heights,
C. D. Barfiwala Road, Andheri (West),
Mumbai 400 058

Ashwin M. Patel
Company Secretary

**Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos.4 to 6 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are also annexed.

2. **Voting through electronic means (e-voting):**

In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide its members the facility to exercise their right to vote at its 41st AGM by electronic means and the business may be transacted through e-Voting Services provided by MUFG Intime India Private Limited, Company's Registrar and Share Transfer Agent. The voting by electronic means includes remote e-voting.

The term "remote e-voting" means voting electronically from a place other than the venue of AGM.

Please note that the members who have cast their vote by way of remote e-voting prior to the meeting, may also attend the meeting; however, they shall not be entitled to cast their vote again.

For all above mentioned purposes, M/s Rathi & Associates, Practising Company Secretaries, Mumbai have been appointed by the Board of Directors as Scrutinizer to scrutinize the entire voting process of the Company as aforesaid, in a fair and transparent manner and submit a consolidated Scrutinizer's Report for the total vote(s) cast in respect to the proposed resolution(s), to the Chairman or a person authorized by him in writing within a period of 3 days from the conclusion of the voting at AGM. The scrutinizer will unblock the votes in the presence of at least two witnesses not in the employment of Company and make a Scrutinizer's Report of the votes cast in favour or against, or as the case may be, for submitting to the Chairman of the Company as aforesaid.

3. **A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company.**

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10 percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10 percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable.

4. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
5. The Register of Directors and Key Managerial Personnel ('KMP') and their shareholding, maintained under Section 170 of the Act and the Register of Contracts and Arrangements, in which the Directors are interested, maintained under Section 189 of the Act, shall be available for inspection during the 41st AGM. Members seeking to inspect such documents can send an email to investors@bhansaliabs.com.
6. Members are requested to note that the Company's Equity shares are under compulsory DEMAT trading for all class of investors, as per the provisions of SEBI circular dated 29th May, 2000. In view of above, members are advised in their own interest to dematerialize the shares held by them in physical form to avoid inconvenience and avail various benefits of dematerialization.
7. The Company has fixed Friday, 12th September, 2025 as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended 31st March, 2025.

8. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on Wednesday, 24th September, 2025 as under:
 - i. to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Friday, 12th September, 2025;
 - ii. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Friday, 12th September, 2025.
 9. In line with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 21/2021 dated 14th December, 2021 and General Circular No. 10/2022 dated 28th December, 2022 (collectively MCA Circulars), the Notice of the 41st AGM along with the Annual Report 2024-25 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that the Notice and Annual Report 2024-25 is also available on the Company's website at [<https://bhansaliabs.com/annual-reports>] and on the websites of the Stock Exchanges i.e. BSE Limited and The National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively.
 10. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 13th September, 2025 to Saturday 20th September, 2025 (both days inclusive) for determining the name of members for the purpose of AGM and payment of final dividend on equity shares, if declared, at the meeting.
 11. E-voting period will start from Wednesday, 17th September, 2025 at 9.30 a.m. and will end on Friday, 19th September, 2025 at 5.00 p.m. Members holding shares as at the close of business hours on Friday 12th August, 2025 (being 'cut-off date') shall be entitled to vote on the matters provided in this Notice.
 12. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with MUFG Intime India Private Limited Company's Registrar and Share Transfer Agent/RTA (MUFG) in case the shares are held by them in physical form.
 13. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
 14. Members desirous of obtaining any information on the financials and operations of the Company, are requested to send an email to investors@bhansaliabs.com at least seven working days prior to the date of the AGM, so that the information can be kept ready during the meeting.
 15. Members who wish to claim dividends, which remain unclaimed, are requested to either correspond / coordinate with the Secretarial Department at the Company's registered office or the Company's RTA for revalidation and encashment before the due dates for transferring those dividends to the Investor Education and Protection Fund Authority (IEPF Authority). Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to IEPF Authority. In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to DEMAT account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF.
- In the event of transfer of shares and the unclaimed dividends to IEPF, members are entitled to claim the same from the IEPF authority by submitting an online application in e-Form IEPF-5 available on <http://www.iepf.gov.in/> and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in e-Form IEPF-5. Members can file only one consolidated claim in a Financial Year as per the IEPF Rules.
- Pursuant to Rule 5(8) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company as on 31st March, 2025 on its website at <https://bhansaliabs.com/unclaimed-dividends> and also on the website of the MCA.
16. The route map showing directions to reach the venue of the 41st AGM is annexed.



Remote e-Voting Instructions for shareholders

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and Password. Click on “Login”
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL:
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> /
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for shaholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on **“Sign Up”** under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

**Shareholders holding shares in NSDL form, shall provide ‘D’ above*

***Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

- ❖ Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).

- ❖ Enter Image Verification (CAPTCHA) Code

- ❖ Click “Submit” (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- c) Click on **“Login”** under ‘SHARE HOLDER’ tab.

- A. User ID: Enter your User ID

- B. Password: Enter your Password

- C. Enter Image Verification (CAPTCHA) Code

- D. Click “Submit”

- d) Cast your vote electronically:

- A. After successful login, you will be able to see the “Notification for e-voting”.

- B. Select ‘View’ icon.

- C. E-voting page will appear.
- D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
 - A. 'Investor ID' –
 - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - B. 'Investor's Name - Enter Investor's Name as updated with DP.
 - C. 'Investor PAN' - Enter your 10-digit PAN.
 - D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.
**File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*
 - E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
 Event No. can be viewed on the home page of InstaVote under "On-going Events".



- d) Enter “16-digit Demat Account No.” for which you want to cast vote.
 - e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
 - f) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
 - b) After successful login, you will be able to see the “Notification for e-voting”.
 - c) Select **“View”** icon for **“Company’s Name / Event number”**.
 - d) E-voting page will appear.
 - e) Download sample vote file from **“Download Sample Vote File”** tab.
 - f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under **“Upload Vote File”** option.
 - g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
- (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.muvg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on **“Login”** under ‘SHARE HOLDER’ tab.
- Click **“forgot password?”**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on **“SUBMIT”**.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click **“forgot password?”**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.



EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 of the Act sets out the material facts relating to the special business mentioned in the Notice of the AGM.

Item No. 4: Re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853) as Joint Managing Director cum CFO of the Company for a further period of 5 years w.e.f. 1st April, 2026 to 31st March, 2031.

The members at the AGM of the Company held on 26th September, 2020, had approved the appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), as an Executive Director cum CFO of the Company for a period of 5 years w.e.f. 1st April, 2021 up to 31st March, 2026. Further in recognition of his exceptional leadership, contributions and as part of Succession planning process, he was re-designated as Joint Managing Director and CFO with effect from 1st July, 2023 by the members at the 39th AGM, for remaining term of his present tenure.

As the current tenure of Mr. Jayesh B. Bhansali (DIN: 01062853) will end on 31st March, 2026, the Nomination and Remuneration Committee (NRC) and Board of Directors at their respective meetings held on 20th March, 2025 and 13th August, 2025 respectively, after taking into account his performance and considering his vast experience and expertise in handling the operations of the Company, including but not limited to Marketing, Finance and General Administration, has recommended to the members, the re-appointment of Mr. Jayesh B. Bhansali as Joint Managing Director cum CFO of the Company, liable to retire by rotation, to hold office for a further period of 5 years w.e.f. 1st April, 2026 up to 31st March, 2031.

Mr. Jayesh B. Bhansali shall be liable to retire by Rotation.

Pursuant to Section 160 of the Act, the Company has received notice from a member proposing candidature of Mr. Jayesh B. Bhansali for the office of a Director of the Company.

Accordingly, the Board of Directors propose and recommend the passing of Ordinary Resolution as set out in Item No. 5 of the accompanying Notice for the approval of the members.

The Company has received from Mr. Jayesh B. Bhansali **(i)** a consent in writing to act as a Director pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, **(ii)** an intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Act. and **(iii)** Confirmation on the fulfillment of criteria as laid down under Schedule V of the Companies Act, 2013.

The details of Mr. Jayesh B. Bhansali, as per the requirements of Secretarial Standards ('SS-2') and Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are given in '**Annexure A**'.

The copy of agreement setting out the terms and conditions of re-appointment and remuneration of Mr. Jayesh B. Bhansali, shall be available for inspection during the 41st AGM. Members seeking to inspect the said agreement can send an email to investors@bhansaliabs.com.

Except Mr. Jayesh B. Bhansali, Mr. Babulal M. Bhansali and their relatives, none of the other Directors or Key Managerial Personnel of the Company, are in any way, concerned or interested, financially or otherwise, in resolution stated in Item No. 4 of the Notice.

Item No. 5: Ratification of remuneration payable to the Cost Auditors of the Company for the Financial Year 2025-26.

The Board of Director in its meeting held on 26th April, 2025, based on the recommendation of the Audit Committee, approved the re-appointment of M/s Joshi Apte & Associates, Cost Accountants, Pune (Firm Registration No. 000240), as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2025-26 at a cost audit fee of ₹ 1,10,000/- (Rupees One Lakh Ten Thousand only) plus taxes and reimbursement of out-of-pocket expenses that may be incurred during the course of audit.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the cost audit fee payable to the Cost Auditors needs to be ratified by the Members of the Company.

The Board of Directors propose the ratification of the cost audit fee to be paid to M/s Joshi Apte & Associates, Cost Accountants, for conducting the cost audit of the Company for Financial Year 2025-26 and recommends the passing of Ordinary Resolution as set out in Item No.05 of the accompanying Notice for the approval of the members.

None of the Directors or any of the Key Managerial Personnel of the Company and their relatives are directly or indirectly, concerned or interested in the resolutions set out at Item No.05.

Item No. 6: Appointment of Secretarial Auditor

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 ("SEBI Listing Regulations"), effective from April 1, 2025, a company is required to appoint peer reviewed secretarial auditor (if individual then for not more than one term of five consecutive years and if a firm then for not more than two terms of five consecutive years), with the approval of the shareholders in the annual general meeting.

Based on the recommendation of the Audit Committee, the Board of Directors ('Board') has approved the appointment of M/s. Rath & Associates, Practicing Company Secretaries (Firm Registration no. P1988MH011900 and Peer Review Cert. No. 6391/2025) as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2025-26 to 2029-30. The appointment is subject to approval of the Members of the Company. While recommending M/s. Rath & Associates for appointment, the Audit Committee and the Board considered past audit experience of the audit firm particularly in auditing large companies, including the firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves, and its technical expertise.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of M/s Rath & Associates are as under:

Profile:

Rath & Associates, Company Secretaries established in 1988, has over 3 and a half decades of successful track record of catering to corporate secretarial requirements of Listed companies, closely held Public and Private companies, NBFCs, JV companies, wholly owned subsidiary companies/branch offices/liaison offices of Foreign companies, Section 8 companies, Companies Limited by Guarantee, Limited Liability Partnerships (LLPs). The Firm is registered with the Institute of Company Secretaries of India vide Unique Identification No. P1988MH011900 and has a valid Peer Review Certificate No. 6391/2025.

Terms of appointment:

M/s Rath & Associates is proposed to be appointed for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30. The proposed fees payable to M/s. Rath & Associates is INR 4 Lakhs per annum. The said fees shall exclude GST, certification fees, reimbursements and other outlays. The Audit Committee/Board is proposed to be authorised to revise the fee, from time to time.

The Board recommends the said resolution, as set out in Item No. 6 of this Notice for your approval.

None of the Directors, Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

**By order of the Board of Directors of
Bhansali Engineering Polymers Limited**

Ashwin M. Patel
Company Secretary
Membership No. – A22925

Registered office:

301 & 302, 3rd Floor,
Peninsula Heights,
C.D. Barfiwala Road,
Andheri (West) Mumbai – 400 058.

Place : Mumbai

Date : 13th August, 2025



Annexure A

THE BRIEF PARTICULARS/ RESUME AND OTHER INFORMATION OF MR. JAYESH B. BHANSALI AS PER REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SS-2 IS STATED HEREUNDER:

Brief Profile and Expertise:

Mr. Jayesh B. Bhansali, Joint Managing Director cum CFO of the Company deals with various aspects of the management of Company including but not limited to Marketing, Finance and General Administration and possesses vast experience and expertise in the overall affairs of Company.

| Name and DIN | Mr. Jayesh B. Bhansali (DIN: 01062853) |
|---|---|
| Age | 42 years |
| Qualifications | Post Graduate in Commerce |
| Experience | 18 years |
| Terms and Conditions of appointment | Mr. Jayesh B. Bhansali, shall be re-appointed as the Joint Managing Director cum CFO for a further period of five years from 1 st April, 2026 till 31 st March, 2031, as a Director liable to retire by rotation. |
| Remuneration paid | ₹ 60.00 Lakh |
| Remuneration payable | The total remuneration (including commission) payable to Mr. Jayesh B. Bhansali shall be 5% of the Net Profit calculated in accordance with Section 198 of the Act. |
| Date of first appointment on Company's Board | 23 rd September, 2006 |
| Relationship between other Directors inter-se, if any | Mr. Jayesh B. Bhansali, Joint Managing Director cum CFO is the son of Mr. Babulal M. Bhansali, Chairman & Managing Director of the Company. |
| No. of meetings attended during the Financial Year | 4 of 4 Board Meetings held during the Financial Year 2024-25 |
| No. of Equity shares of the Company held as on March 31, 2025 | 1,16,61,945 Equity Shares |

Details of Directorships, Committee Chairmanships and Memberships of Mr. Jayesh B. Bhansali on the Boards of other Companies are as follows:

| Name of Companies | Position (Whether as Director/ Managing Director/ Chairman) | Name of Committee | Position (Whether as Member/ Chairman) |
|--|--|--|---|
| Speedage Commercials Ltd | Director | – Audit Committee – Nomination and Remuneration Committee – Stakeholder Relationship Committee | Member Member Member |
| Sheraton Properties and Finance Ltd | Director | – Audit Committee – Nomination and Remuneration Committee – Stakeholder Relationship Committee | Member Member Member |
| Bentley Commercial Enterprises Ltd | Director | – Audit Committee – Nomination and Remuneration Committee – Stakeholder Relationship Committee | Member Member Member |
| Bhansali International Pvt. Ltd | Director | – | – |
| Bhansali Industrial Investment and Finance Pvt Ltd | Director | – | – |
| Bhansali Innovative Finance Pvt. Ltd. | Director | – | – |
| Bhansali Engineering Industries Pvt. Ltd | Director | – | – |
| Bhansali Nippon A&L Pvt. Ltd | Director | – | – |



BOARD'S REPORT

Dear Shareholders,

The Board of Directors are pleased to present the 41st Annual Report of the Company accompanied by the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ("FY") ended 31st March, 2025.

FINANCIAL AND OPERATIONAL RESULTS

A. FINANCIAL RESULTS

(₹ in lakhs, except EPS)

| Particulars | Standalone | | Consolidated | |
|---|--------------------|--------------------|--------------------|--------------------|
| | 2024-25 | 2023-24 | 2024-25 | 2023-24 |
| Gross Sales/Income from Operations | 1,64,898.74 | 1,43,951.21 | 1,64,898.74 | 1,43,951.21 |
| Less: GST | 25,124.37 | 21,777.61 | 25,124.37 | 21,777.61 |
| Total Operational Revenue (Net of GST) | 1,39,774.37 | 1,22,173.60 | 1,39,774.37 | 1,22,173.60 |
| Other Income | 3,829.10 | 4,064.25 | 3,738.86 | 3,951.45 |
| Total Income | 1,43,603.47 | 1,26,237.85 | 1,43,513.23 | 1,26,125.05 |
| EBIDTA | 25,278.60 | 25,266.62 | 25,188.36 | 25,153.82 |
| Less: Finance Cost | 19.37 | 20.49 | 19.37 | 20.49 |
| Depreciation and Amortisation | 900.21 | 969.72 | 900.21 | 969.72 |
| Profit before share of net profit/(loss) of investment accounted for using equity method | 24,359.02 | 24,276.41 | 24,268.78 | 24,163.61 |
| Share of profit/(loss) from Joint Venture accounted for using equity method | - | - | 109.83 | 76.64 |
| Profit Before Tax (PBT) | 24,359.02 | 24,276.41 | 24,378.61 | 24,240.25 |
| Provision for tax (including Deferred Tax) | 6377.09 | 6,303.11 | 6,377.09 | 6,303.11 |
| Profit from Continuing Operations after Tax (PAT) | 17,981.93 | 17,973.30 | 18,001.52 | 17,937.14 |
| Other Comprehensive Income/ (Loss), Net of tax | (118.55) | (109.74) | (118.55) | (109.74) |
| Total Comprehensive Income for the FY | 17,863.38 | 17,863.56 | 17,882.97 | 17,827.40 |
| Net Worth | 1,00,047.01 | 92,137.97 | 1,00,206.17 | 92,277.54 |
| EPS (Equity Share of ₹ 1/- each) | 7.23 | 7.22 | 7.23 | 7.21 |

B. OPERATIONS

During FY 2024-25, the Company achieved a production volume of 74,681 TPA against installed capacity of 75,000 TPA. Sales volume for the year stood at 74,381 TPA as compared to 75,143 in FY 2023-24.

FINANCIAL HIGHLIGHTS

The key highlights of the Company's performance based on the **Standalone** Balance Sheet as on 31st March, 2025 are reflected as under:

- ❖ **Net Worth:** During the FY under review, the Net Worth of the Company stood at ₹ 1,00,047.01 lakhs as compared to ₹ 92,137.97 lakhs for the previous FY.
- ❖ **Book Value of Shares:** The Book value per Equity share stood at ₹ 40.20 as against ₹ 37.02 for FY 2023-24.
- ❖ **Current Ratio:** As on 31st March, 2025 the current ratio was 11.25 as compared to 7.13 as of 31st March, 2024.
- ❖ **TOL/TON:** The ratio of total liability to total net worth for FY 2024-25 was 0.10 as compared to 0.14 for FY 2023-24.

- ❖ **Sales Credit Control:** The debtor's percentage to sales decreased from 18.82 in FY 2023-24 to 18.28 in FY 2024-25.
- ❖ **Trade Receivable Ratio:** During the FY under review, the Trade Receivable Ratio was 5.76 as compared to 5.22 in the previous fiscal.
- ❖ **Inventory Turnover Ratio:** During the FY under review, the Inventory Turnover Ratio was 7.79 as compared to 5.43 in FY 2023-24.
- ❖ **Profit before Tax (%):** The Profit before Tax for FY 2024-25 stood at 17.43 % as compared to 19.87 % for FY 2023-24.
- ❖ **Net Profit Margin (%):** The Net Profit Margin for FY 2024-25 stood at 12.86 % as compared to 14.71 % for FY 2023-24.
- ❖ **Zero Debt:** The Company continues to enjoy the status of a **"Zero Debt Company"**.
- ❖ **Financing Pattern:** There was no change in financing pattern and the Company would be able to sustain its business operations through internal accruals.

Further, there has been no change in the nature of business of the Company.

RESEARCH AND DEVELOPMENT FACILITIES

The Company's state-of-the-art Research and Development Center ('R&D Centre') at Abu Road, Rajasthan has received recognition from the Department of Science and Industrial Research (DSIR), Government of India.

Nippon A&L Inc. Company's Joint Venture Partner are continuously extending their support and co-operation in terms of development of new recipe for application development.

During FY 2024-25, the R & D Centre successfully developed 17 new grades and improved properties of 12 grades, of which 1 new grade and 1 improved grade have been commercialized. The R & D Centre has also successfully developed 112 new colour grades, of which 18 colour grades have been commercialized. The R&D Centre, as a continuous process, also focuses on improvements in the properties of existing material and other colour developments. The Company has kept gaining the benefits of its in-house R&D Center by way of new and improved products, leading to customer loyalty and satisfaction and better margins.

During the year under review, following new R&D facilities and measuring technology were implemented:

- 1) Established technology to measure Volatile Organic Compounds in products;
- 2) Installed new low temperature chamber by which impact data under low temperature can be measured, which is mainly required to develop new grades in auto-market;
- 3) Installed new temperature and humidity controlled chamber by which material can be tested under higher humidity condition

UPDATE ON CAPACITY

With regard to proposed expansion of ABS capacity from 75000 TPA to 200000 TPA at existing locations at Abu Road (Rajasthan) and Satnoor (Madhya Pradesh), the detailed Front End Engineering Design (FEED) Package with CAPEX cost estimation was prepared by Toyo Engineering India Private Limited (TOYO) and total cost estimation works out to approx. Rs.1700 crores.

Considering the firm policy of the Company to maintain its "Zero Debt Status" and fund the cost for expansion through own funds and aspects of logistics and safety standards vis a vis proposed expanded capacities at both locations, the expansion proposal was not considered worth implementation.

Alternatively, after study of detailed proposal and internal analysis of productions processes it was observed that there are bottlenecks in some areas limiting the overall ABS production capacity to 75000 TPA. The working on these aspects has given a clear possibility of enhancement of production capacity up to 1,00,000 TPA by taking appropriate actions to eliminate the identified bottlenecks coupled with improvements in certain processes. A feasibility was worked out and the plan of expansion was put at place for implementation capacity expansion from existing 75000 TPA to 1,00,000 TPA. The estimated cost for this expansion as approved is ₹ 200 crores, to be met out of own funds and same will be completed by September, 2026.



SHARE CAPITAL

There has been no change in the share capital of the Company during the year under review. As on 31st March, 2025, the paid-up share capital of the Company stood at ₹ 24,88,58,460/- comprising of 24,88,58,460 Equity shares of ₹ 1/- each fully paid.

The Company has, during the year under review, neither issued any Equity shares with differential voting rights nor any shares (including sweat equity shares) to its employees under any scheme.

TRANSFER TO RESERVES

For the FY ended 31st March, 2025, the Directors do not propose to transfer any amount to the General Reserve.

DIVIDEND AND DIVIDEND DISTRIBUTION POLICY

The Board of Directors had approved the Dividend Distribution Policy in accordance with Regulation 43A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The policy consists of various parameters, inter-alia, Company's dividend track record, usage of retained earnings, internal and external factors, financial conditions, etc. based on which the Board may recommend or declare Dividend.

The Policy may be accessed under the 'Policies and Procedures' section on the website of the Company at link: https://bhansaliabs.com/assets/policies_and_procedures/1593593067.Dividend_Distribution_Policy.pdf

Considering the Company's performance for FY 2024-25 and to appropriately reward the shareholders, the Directors have declared 3 (three) Interim Dividends of ₹ 1/- (300%) per Equity Share of face value of ₹ 1/- which were paid on 31st July 2024, 08th November 2024 and 29th January 2025 respectively. The Directors have recommended a Final Dividend of ₹ 1/- (100 %) per Equity Share (of face value of ₹ 1/-) for the financial year ended 31st March, 2025 which is subject to approval by the shareholders of the Company in the ensuing 41st Annual General Meeting.

Considering the above, the total dividend declared/recommended by the Company for FY 2024-25 amounts to ₹ 4/- (400 %) per equity share of face value of ₹ 1/- each fully paid-up. This dividend is consistent with the dividend declared/recommended in FY 2023-24, reflecting the Company's steadfast commitment to providing consistent and reliable returns to its valued shareholders.

DEPOSITS

The Company has not invited any deposits from the public during the FY under review and as such, no amount of principal or interest related thereto was outstanding as on 31st March, 2025.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY PROVIDED UNDER SECTION 186 OF THE COMPANIES ACT, 2013 ("the Act")

The Company has, during the FY under review, not given any loans, guarantees or provided security and has not made any investments in any body corporate in excess of limits specified under Section 186 of the Act.

TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 124 and 125 of the Act, read with Investor Education and Protection Fund Authority (Accounting Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), as amended from time to time, the unpaid and unclaimed dividend pertaining to FY 2016-17, amounting to ₹ 9,50,061 (Rupees Nine lakh Fifty Thousand Sixty One only) lying in the Company's unpaid / unclaimed dividend account which remained unclaimed for a period of seven years, was transferred to the Investor Education and Protection Fund ('IEPF').

Further, pursuant to the provision of Section 124(6) of the Act, read with Rule 6 of IEPF Rules, 84,695 Equity shares belonging to 101 Shareholders, on which dividend had not been claimed for seven consecutive years have been transferred to the DEMAT account of the IEPF authority as provided in Circular no. 11/06/2017-IEPF dated 16th October, 2017 (General Circular No. 12/2017).

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANY

During the FY under review, the Company did not have any Subsidiary Company. It has a Joint Venture (JV) Company, namely Bhansali Nippon A&L Private Limited, wherein it holds 50% of the paid-up equity share capital. The Registered Office of the JV Company is at 301 & 302, 3rd Floor, Peninsula Heights, C. D. Barfiwala Road, Andheri (West), Mumbai - 400 058.

The Report on the performance and statement containing salient features of Financial Statements of the aforesaid Joint Venture Company in terms of Section 129 of the Act is separately attached in Form No. AOC-1 with the Consolidated Financials, which forms part of this Annual Report.

In accordance with Section 136 of the Act, the Consolidated Financial Statements of the Company including Financial Statements pertaining to its aforesaid Joint Venture Company are available on the Company's website (www.bhansaliabs.com).

The Company has framed a policy on Material Subsidiaries in terms of Regulation 16(1)(c) of Listing Regulations. The policy may be accessed under the 'Policies and Procedures' section on the website of the Company at link: https://bhansaliabs.com/assets/policies_and_procedures/1593593282.Policy_on_Material_Subsidaries.pdf

CONSOLIDATED FINANCIAL STATEMENTS

The Company has, in accordance with Section 129(3) of the Act, prepared Consolidated Financial Statements, consolidating its financials with its JV Company, Bhansali Nippon A&L Private Limited. The Audited Consolidated Financial Statements have been prepared in accordance with the requirements of Ind AS prescribed under Section 133 of the Act, read with relevant rules issued thereunder, as applicable and other accounting principles generally accepted in India and forms part of this Annual Report.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report, as stipulated under the Listing Regulations, forms part of this Annual Report and is attached as **Annexure 1**.

COMMITMENT TO QUALITY

The Company is committed to quality. It aims to develop, produce and deliver products which consistently conform to the customer requirements, and to pursue the goal of error-free performance through product, process and quality management. The Company continues to monitor and maintain its effective and well-crafted Quality Control (QC) measures. QC is aligned to the business objectives and ensures that the Company is focused on maintaining Quality Centric approach towards its customers/ clients. Over the years, the Company has established robust processes and strives to improve them continuously.

Ministry of Chemicals and Fertilizers (Dept of Chemicals & Petrochemicals) has promulgated Acrylonitrile-Butadiene Styrene (ABS) (Quality Control) Order, 2021. We are pleased to inform that the Company has obtained the accreditation under the BIS Certification for ABS Grades as per IS 17077 (Part 1): 2022 and applied all relevant standards and norms in compliance thereof.

CORPORATE SOCIAL RESPONSIBILITY AND OTHER CHARITABLE ACTIVITIES

The Company believes in making lasting impact towards creating a just, equitable, humane and sustainable society. It considers that, 'it does not exist only for doing good business, but equally for the betterment of society.' It is always at the forefront while extending helping hand to the public at large.

CSR provides an opportunity to the Company to effectively align its values and strategy for the benefits of the society, by contributing to the social, economic and environmental development of the society at large.

In compliance with the requirements of Section 135 of the Act read with the applicable rules made thereunder the Company has a duly constituted CSR Committee which steers the CSR activities. The CSR Policy, formulated in accordance with the Act (as amended from time to time), guides the Company to serve the society.

The CSR policy may be accessed under the 'Policies and Procedures' section on the website of the Company at link https://bhansaliabs.com/assets/policies_and_procedures/1593593022.Corporate_Social_Responsibility_Policy.pdf



The Company inter alia undertakes projects/activities pertaining to (a) Education / Skill Development Programme, (b) Protection and Promotion of National Heritage, Art & Culture, and (c) Health & Safety etc.

The details of amount to be spent on CSR activities/amount to be set off in FY 2024-25 are mentioned in the Annual Report on CSR activities forming part of this Report and attached as **Annexure 2**.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3) (a) of the Act, an extract of Annual Return for the FY ended 31st March, 2025 in accordance with the provisions of Section 92(3) of the Act is available on the Company's website and can be accessed through the link: https://bhansaliabs.com/assets/financial_docs/yearly/1755852282.Draft_Annual_Return_2024-25.pdf

CORPORATE GOVERNANCE

The Company believes in adopting the best corporate governance practices. The report on Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of the Listing Regulations and the certificate from a Practicing Company Secretary regarding compliance with Corporate Governance norms, forms part of this Annual Report and is attached as **Annexure 3** and **Annexure 3A**.

CERTIFICATIONS AND DECLARATIONS

The declaration by Managing Director of the Company relating to compliance of Code of Conduct by all Board Members and Senior Management Personnel of the Company, in accordance with the provisions of Regulation 17(5) of Listing Regulations is attached as **Annexure 3B** and forms part of this Annual Report.

Declaration of Independence

The Company has received necessary declarations from the Independent Directors stating that they meet the prescribed criteria for independence and complied with the code for Independent Directors prescribed in Schedule IV of the Companies Act, 2013.

MEETINGS OF THE BOARD

During the FY 2024-25, 4 (Four) meetings of the Board of Directors were held. The details of the said meetings are mentioned in the report on Corporate Governance forming part of this Annual Report.

WHISTLE BLOWER / VIGIL MECHANISM POLICY

The Company believes in conducting its business activities in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. Pursuant to Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the Listing Regulations, the Board of Directors have implemented a vigil mechanism through the adoption of Whistle Blower/Vigil Mechanism Policy. The details of the same are mentioned in the Corporate Governance Report forming part of this Annual Report.

RISK MANAGEMENT

Pursuant to Section 134(3) (n) of the Act read with Regulation 17(9) (b) of the Listing Regulations, the Company has in place a robust risk management framework which identifies and evaluates business risks and opportunities. The Company recognizes that these risks need to be managed and mitigated to protect the interest of the shareholders and stakeholders, to achieve business objectives and enable sustainable growth. The risk management framework is aimed at effectively mitigating the Company's various business and operational risks, through strategic actions. Risk management is embedded in our critical business activities, functions and processes. It also provides control measures for risk and future action plans. The policy may be accessed under the 'Policies and Procedures' section on the website of the Company at the web link https://bhansaliabs.com/assets/policies_and_procedures/1593593348.Risk_Management_Policy.PDF

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTY

In terms of Section 188 of the Act, read with rules framed thereunder and as per Regulation 23 of the Listing Regulations, the Company has formulated the policy for Related Party Transactions. The policy may be accessed under the 'Policies and Procedures' section on the website of the Company at the web link https://bhansaliabs.com/assets/policies_and_procedures/1593593208.Policy_for_Related_Party_Transactions.pdf

During the FY under review, there were no transactions entered into by the Company with any related party falling within the purview of Section 188 of the Act.

All Related Party Transactions as required under Ind AS 24 – Related Party Disclosures are reported in Note 41 of Notes to Accounts of the Standalone financial statements of the Company.

DIRECTORS

Retiring by Rotation / Change in Directorship:

In accordance with the provisions of Section 152 of the Act and in terms of the Articles of Association of the Company, Mr. Jayesh B. Bhansali (DIN: 01062853) Joint Managing Director cum CFO retires by rotation at the ensuing 41st AGM of the Company and being eligible, has offered himself for re-appointment.

Following are the changes in composition of the Board of Directors and Key Managerial Personnel of the Company during FY 2024-25:

- Mr. Rohinton Bomanshaw Anklesaria (DIN: 10571057) was appointed as an Independent Director of the Company w.e.f 1st April, 2024.
- Mr. Firdaus Nariman Pavri (DIN: 10549118) was appointed as Independent Director of the Company w.e.f 1st April, 2024.
- Mrs. Taruna Niraj Kumbhar (DIN: 08384526) was appointed as Independent Director of the Company w.e.f 1st April, 2024.
- Mr. B. M. Bhansali (DIN: 00102930) was re-designated & re-appointed as Chairman & Managing Director of the Company w.e.f 1st April, 2024.

Members of the Company at its 40th AGM held on 29th June, 2024 approved the above mentioned appointments.

Performance evaluation of the Board:

In accordance with the provisions of the Act and Listing Regulations, the Company has formulated the criteria for performance evaluation of all the Directors including Independent Directors, the Chairman, the Board and its Committees, details of which are mentioned in the Corporate Governance Report forming part of this Annual Report.

KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on the date of this Report are:

Mr. B. M. Bhansali, Chairman & Managing Director;

Mr. Jayesh B. Bhansali, Joint Managing Director cum CFO;

Mr. Dilip K. Shendre, Whole Time Director and

Mr. Ashwin M. Patel, Company Secretary & GM (Legal)

COMMITTEES OF THE BOARD OF DIRECTORS

The details pertaining to the Committees of Board of Directors of the Company viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee have been stated in the Corporate Governance Report forming part of this Annual Report



AUDITORS

Statutory Auditors:

M/s. Azad Jain & Co., Chartered Accountants, Mumbai (FRN-006251C), were appointed as Statutory Auditors of the Company at the 38th AGM held on 29th June, 2022 to hold office up to the conclusion of 43rd AGM on the remuneration to be determined by the Board of Directors.

The Report given by the Statutory Auditors on the financial statements of the Company forms part of this Annual Report. There is no qualification, reservation or adverse remark made by the Auditors in their report.

Secretarial Auditors:

M/s Rathi & Associates, Practicing Company Secretaries, (FRN-P1988MH011900), were appointed as the Secretarial Auditors by the Board to conduct the secretarial audit of the Company for FY 2024-25.

In accordance with Section 204(1) of the Act, the Secretarial Audit Report for the FY ended 31st March, 2025 is annexed as **Annexure 4** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Cost Auditors:

The Board of Directors, on recommendation of the Audit Committee, had appointed M/s. Joshi Apte and Associates, Cost Accountants, Pune (FRN-000240), as Cost Auditors of the Company, for the FY 2025-26, for conducting the audit of the cost records maintained by the Company for the products, as mandated by the Central Government, at a remuneration as mentioned in the Notice convening the 41st AGM of the Company.

The Company has received a certificate from M/s. Joshi Apte and Associates, Cost Accountants certifying that they are eligible to be appointed as Cost Auditors under Section 141 of the Act and Rules framed thereunder.

A resolution seeking members' ratification for the remuneration payable to the Cost Auditors for the FY 2025-26 forms part of the Notice of the 41st AGM of the Company.

As per Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and accordingly, such accounts and records are maintained.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

Adequate Internal Financial Control systems, commensurate with the nature of the Company's business, size and complexity of its operations, are in place and have been operating satisfactorily and effectively. During the FY under review, no material weaknesses in the design or operation of Internal Financial Control system was reported.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant material order(s) were passed by the regulators/courts which would impact the going concern status of the Company and its future operation during the FY under review. No application was made and no proceedings was pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143 (12) of the Act and Rules framed thereunder, either to the Company or to the Central Government.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAS OCCURRED BETWEEN THE END OF THE FY TILL THE DATE OF THE REPORT

There have been no material changes, which have occurred between the end of FY till the date of this report, affecting the financial position of the Company.

COMPLIANCE OF SECRETARIAL STANDARDS

During the FY under review, the Company has complied with all the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India.

HUMAN RESOURCE DEVELOPMENT

The Company believes in strategic alignment of Human Resources to its business priorities and corporate objectives. The Company undertakes various staff welfare measures/activities to strengthen unity, breaking the monotony and bringing the peer groups together for collaborative decision-making.

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder, the Company has in place a Policy on Prevention of Sexual Harassment (PoSH) of women at workplace. Further, the Company has also formed an Internal Complaints Committee to redress the complaints regarding sexual harassment.

The status of complaints received by the Company during the year under review is as under:

| | |
|---|-----|
| a) Number of complaints received | Nil |
| b) Number of complaints disposed off | Nil |
| c) Number of complaints pending as on the end of financial year | Nil |
| d) Number of complaints pending for more than ninety days | Nil |

It is also confirmed that the Company is complying with the provisions relating to the Maternity Benefit Act, 1961.

PARTICULARS OF EMPLOYEES

The Company has adopted a well-defined Nomination and Remuneration Policy for Directors, Key Managerial Personnel and other employees. The policy may be accessed under the 'Policies and Procedures' section on the website of the Company at the web link https://www.bhansaliabs.com/assets/policies_and_procedures/1593593096.Nomination_&_Remuneration_Policy.pdf

Disclosure with respect to the remuneration of Directors and Employees as required under Section 197 of the Act and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, is annexed as **Annexure 5** which forms part of this Report.

Statement containing Particulars of Employees pursuant to Section 197 of the Act and Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, forms part of the Annual Report. As per the provisions of Section 136 of the Act, the reports and Financial Statements are being sent to shareholders of the Company and other stakeholders entitled thereto, excluding the Statement containing Particulars of Employees. Any shareholder interested in obtaining such details may write to the Company Secretary of the Company.

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

The particulars as required pursuant to the provisions of Section 134(3) (m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo etc. forms part of this Annual Report as **Annexure-6**.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

As per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Business Responsibility and Sustainability Report for F.Y. 2024-25 forms part of this Annual Report as **Annexure 7**. Further, the Company has evolved a Business Responsibility Policy, encompassing the broad scope of initiatives undertaken, to best sub serve the interest of all the Stakeholders. The policy may be accessed under the 'Policies and Procedures' section on the website of the Company at the web link https://bhansaliabs.com/assets/policies_and_procedures/1593593437.Business_Responsibility_Policy.pdf



DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement of Section 134 of the Act, the Directors of the Company confirm that:

- i. in the preparation of the annual accounts for the FY ended 31st March, 2025, the applicable accounting standards have been followed and there are no material departures from the same;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2025 and of the profit of the Company for the year ended on that date;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a 'going concern' basis;
- v. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENT AND APPRECIATION

The Board takes this opportunity to thank the Company's Members, Customers, Vendors and all other Stakeholders for their continued support throughout the FY. The Directors also thank the Stock Exchanges, Banks, Ministry of Corporate Affairs, State Governments, Government of India, and all other Government agencies and Regulatory authorities for the support extended by them and look forward to their continued support in future.

The Board would also like to take this opportunity to express their appreciation for the dedicated efforts of the employees of the Company.

For and on behalf of the Board of Directors

B.M. Bhansali

Chairman & Managing Director

(DIN: 00102930)

Place : Mumbai

Date : 13th August, 2025

ANNEXURE 1

MANAGEMENT DISCUSSION AND ANALYSIS

A. Economic Overview

Global Economy:

After a succession of adverse shocks in recent years, the global economy is facing another substantial headwind, with increased trade tension and heightened policy uncertainty, contributing to a deterioration in prospects across most of the world's economies. For emerging market and developing economies (EMDEs), the ability to narrow per capita income gaps with richer countries, boost job creation, and reduce extreme poverty remains insufficient. The outlook largely hinges on the evolution of trade policy globally. Downside risks to the outlook predominate, including an escalation of trade barriers, persistent policy uncertainty, rising geopolitical tensions, and an increased incidence of extreme climate events. Growth is expected to weaken to 2.3 percent in 2025, with deceleration in most economies relative to last year. This would mark the slowest rate of global growth since 2008, aside from outright global recessions. New U.S. trade policy created a structural shock to the world's economy, with the uncertainty generated by higher tariff scrimping demand globally.

Conversely, policy uncertainty and trade tensions may ease if major economies succeed in reaching lasting agreements that address ongoing trade disputes. The challenging global context faced by EMDEs is compounded by the fact that foreign direct investment inflows into these economies have fallen to less than half of their peak level in 2008 and are likely to remain subdued.

Across EMDEs, domestic policy action is also critical to contain inflation risks, strengthen fiscal resilience through improved revenue mobilization, and reprioritize spending. To unlock job creation and long-term growth, structural reforms must focus on raising institutional quality, attracting private investment, and strengthening human capital and labour markets.

Outlook: Global co-operation is needed to restore a more stable and transparent global trade environment for mitigating risks and promoting growth. Governments should focus on policies that promote healthy aging, enhance labour force participation and foster productivity growth. Continued investment in infrastructure can help stimulate economic growth and improve long-term productivity whereas businesses need to adapt to changing market conditions and be prepared to navigate a more volatile global landscape.

Indian Economy and Outlook

India, the world's fourth-largest economy, has emerged as the fastest-growing major economy and is on track to become the world's third-largest economy with a projected GDP of \$7.3 trillion by 2030. India is projected to be world's fastest growing major economy (6.3% to 6.8% in 2025-26). This transformation is the result of a decade of decisive governance, visionary reforms, and global engagement under the present Government. Driven by robust domestic demand, a dynamic demographic profile, and sustained economic reforms, India is asserting its rising influence in global trade, investment, and innovation. The numbers reflect India's shift in last Eleven years, from a 'dependent economy' to a self-reliant, globally competitive powerhouse.

At the core of this transformation is the vision of 'Aatmanirbhar Bharat', a movement that promotes innovation, entrepreneurship, and technological sovereignty. Strategic initiatives like the Production Linked Incentive (PLI) schemes, revitalisation of MSMEs, and the expansion of digital infrastructure have laid the foundation for a high-growth, high-opportunity economy.

Digital transactions surged 9x in volume (FY18–FY24), with UPI processing 172 billion transactions in 2024 alone.

Inflation was reduced from an average of 8.2% (2004–14) to around 5% (2015–25) through targeted fiscal and monetary policies.

Retail inflation fell to 4.6% in 2024–25, the lowest since 2018–19.

Tax revenues hit record highs with GST collections peaking in April 2025 and tax-to-GDP ratio estimated at 12% for FY26

India's GDP has witnessed a remarkable transformation over the past decade. At current prices, GDP has increased from ₹ 106.57 lakh crore in 2014–15 to an estimated ₹ 331.03 lakh crore in 2024–25, an approximate threefold rise.. In 2024–25 alone, nominal GDP grew by 9.9% over the previous year, while real GDP (at constant prices) increased by 6.5%, reflecting sustained economic momentum. This steep growth reflects the country's expanding economic base and rising income levels.



India has rapidly become one of the world's most attractive destinations for Foreign Direct Investment (FDI), fuelled by structural reforms, investor-friendly policies, and enhanced global competitiveness. Investor confidence has surged due to improvements in key international rankings and strategic initiatives.

India's digital payment transactions volume grew from 2,071 crore in FY 2017–18 to 18,737 crores in FY 2023–24, achieving a CAGR of 44% whereas the value of transactions rose from ₹ 1,962 lakh crore to ₹ 3,659 lakh crore, with a CAGR of 11%.

Over the past decade, India has undergone a profound economic transformation rooted in structural reforms, visionary policymaking, and unwavering political will. From achieving historic GDP growth and record exports to revolutionising digital payments and empowering millions through financial inclusion, the country has laid the foundation for a resilient, equitable, and future-ready economy. With robust FDI inflows, expanding trade, and innovation-driven sectors leading the charge, India is no longer a passive participant in the global economy, it is a key architect of its future. As the country moves confidently toward its goal of becoming a top three economic power, the momentum signals that India's economic rise is not just a moment—it is a movement.

India's GDP is forecasted to grow between 6.5% and 6.7% in FY2026, powered by domestic demand, fiscal support, and stable inflation. The impact of reciprocal tariffs imposed by the United States on Indian GDP could be range bound Impact of reciprocal tariffs on India's exports to the US.

The tax exemptions announced in the budget will increase consumer spending and may boost GDP by 0.6% to 0.7%. However, uncertainty around the tariff rates imposed by the United States on Indian exports could offset those gains by 0.1% to 0.3% and hence the outlook remains optimistic, but cautious.

INDIAN AUTOMOBILE INDUSTRY

Since liberalization in the early 1990s, the Indian automobile industry has transformed dramatically. The sector evolved from a small, protectionist market into a major global manufacturing hub.

The automotive sector plays a pivotal role in India's economy, contributing about 6–7% to the national GDP and supporting millions of jobs both directly and indirectly. India's auto component segment is also a major pillar, providing critical inputs to domestic and export markets, with exports playing a growing role in the country's manufacturing exports.

Research suggests that the Indian Automobile Industry is on a growth trajectory, with the market size projected to reach USD 137.06 billion in 2025, up from an estimated USD 125.82 billion in 2024. This growth is expected at a Compound Annual Growth Rate (CAGR) of 8.2% from 2025 to 2030, reaching USD 203.25 billion by 2030

The industry's share in India's GDP remains significant at around 7.1%, with total employment (direct and indirect) estimated at 19 million.

India has a strong market in terms of domestic demand and exports. In December 2024, the total production of passenger vehicles, three-wheelers, two-wheelers, and quadricycles was 19,21,268 units. Sector contributes approximately 0.6% in 2024 to the nation's GDP and is expected to grow at a CAGR of around 11%, aiming for a market size of ₹ 3 lakh crore (US\$ 34.5 billion) by 2029.

India is on track to become the largest EV market by 2030, with a total investment opportunity of more than US\$ 200 billion.

INDIAN AUTO COMPONENT INDUSTRY

The Indian auto component industry is one of the world's most dynamic and rapidly evolving sectors. It plays a crucial role in supporting both domestic vehicle production and global supply chains. In the first half of fiscal year 2024–25, the industry reportedly achieved a turnover of approximately ₹ 3.32 lakh crore (around USD 39.6 billion), growing at an impressive rate of 11.3% over the corresponding period of the previous fiscal year. This robust performance is largely driven by steady domestic vehicle production (across passenger, commercial, and two-wheeler segments), coupled with healthy export growth.

Exports: It seems likely that exports of auto components grew by 7% to USD 11.1 billion (₹ 93,342 crore) during H1 FY 2024-25. North America led the growth with an 8.3% increase, accounting for 31% of total exports, while Asia saw a 10% rise. Europe, also accounting for 31% of exports, remained steady.

Domestic Market: The evidence leans toward strong growth in domestic OEM (Original Equipment Manufacturer) supplies, which increased by 11.2% to ₹2.83 lakh crore (USD 33.8 billion), reflecting robust demand from the automotive manufacturing sector. The aftermarket segment also grew by 5% to ₹47,416 crore (USD 5.7 billion), supported by e-commerce growth, particularly in rural areas.

Growth Drivers and Trends

Export Potential: India is emerging as a global hub for auto component sourcing, with exports expected to reach USD 80 billion by 2026, as noted in recent analyses Indian Auto Components Industry Analysis.

Government Initiatives: The Indian government has implemented several schemes to bolster the sector, including:

- The Production Linked Incentive (PLI) scheme, which encourages domestic manufacturing.
- The Faster Adoption and Manufacturing of Hybrid and Electric Vehicles (FAME) scheme, with an additional fund of ₹ 1,500 crore (USD 180.3 million) approved in January 2024 for the second phase of FAME-II Indian Auto Components Industry Analysis.
- The Bharat New Car Assessment Program (BNCAP), which strengthens the value chain and drives innovation in component manufacturing.

The outlook for the Indian Auto Component Industry is optimistic, with significant growth potential in the coming years. The industry is targeting auto component production to reach USD 145 billion by 2030, with exports tripling to USD 60 billion, contributing to a trade surplus of USD 25 billion, as outlined in a recent NITI Aayog report India aims for \$145 billion auto component production by 2030.

Household Appliances:

India Consumer Electronics and Appliances Market valued at USD 86.08 billion in 2024 is anticipated to grow with a CAGR of 12.83% through 2030. This market in India is dynamic and rapidly evolving sector characterized by significant growth driven by several key factors. With a population exceeding 1.3 billion people and a growing middle class, India represents a vast market for consumer electronics and home appliances. Factors such as increasing disposable incomes, urbanization and the availability of easy financing options have fuelled the demand for a wide range of products including smartphones, televisions, refrigerators, washing machines, air conditioners and kitchen appliances. This highly competitive market fosters innovation and drives technological advancements tailored to local preferences and affordability.

Key market trend in India Consumer Electronics and Appliances sector demonstrates:

Rise of Smart and Connected Devices - One of the most significant trends in the Indian consumer electronics market is the growing popularity of smart and connected devices. These include smart TVs, home automation systems, connected kitchen appliances, and wearable devices. Consumers are increasingly seeking products that can be controlled remotely via smartphones or voice assistants, enhancing convenience and efficiency in daily tasks.

Shift towards Energy Efficiency and Sustainability - There is a growing awareness and emphasis on energy efficiency and sustainability in the consumer electronics and appliances sector. Consumers are prioritizing products that are energy-efficient and eco-friendly. Energy-efficient appliances such as refrigerators, air conditioners, and washing machines are gaining popularity due to their lower operating costs and reduced carbon footprint.

Demand for Premium and Innovative Products - There is a growing demand for premium and innovative products, driven by rising disposable incomes and aspirational lifestyles. Consumers are willing to invest in technologically advanced products that offer superior performance, design aesthetics, and enhanced user experience.

Adoption of AI and Machine Learning - Artificial Intelligence (AI) and Machine Learning (ML) are transforming the consumer electronics and appliances market by enabling smarter, more intuitive products. AI-powered technologies enhance device functionality, automate routine tasks, and personalize user experiences based on behavioural patterns and preferences. Voice assistants are increasingly integrated into smart home devices, allowing users to control appliances, access information, and manage tasks through voice commands.

**B. Opportunities & Threats:**

Opportunities: There is immense scope for growth, considering the existing supply and demand mismatch, and knowing the fact that the consumption of ABS in India is voluminous larger as compared to the combined output of the domestic manufacturers.

Threats: The limitation arises out of deliberate decision on the part of domestic manufacturers to keep low inventories of its imported key raw materials which is more than 85% (i.e. Styrene and Acrylonitrile monomers) to limit the risk of price fluctuations which may result in huge loss, if the price of monomers drastically falls in the international market, which happen many a times due to unpredictable reasons, i.e. fluctuation in price of crude oil, benzene and ethylene.

C. Risk and Concern:

The ABS business in India is exposed to the risk of foreign exchange fluctuations, as the key raw materials viz. 'Styrene' and 'Acrylonitrile monomers' are import dependent, as there is no indigenous producer for these monomers. The only raw material which is indigenously available is Butadiene monomer, which constitutes around 15 per cent (weight wise) of the total raw material composition.

The Company has long term contracts for smooth supply of basic raw materials and maintains appropriate level of inventories for smooth operations. Further, the Company is taking various steps for energy saving by way of efficient equipment and alternative sources of energy.

D. Segment/Product Wise Operational Performance:

Expansion: Details to be inserted subsequently.

The Company deals with single business segment viz. manufacturing of ABS and SAN resins (which is classified under the category of Highly Specialized Engineering Thermoplastics).

During the financial year 2024-25, the Company achieved a production volume of 74,681 TPA against installed capacity of 75,000 TPA. Sales volume for the year stood at 74,381 TPA as compared to 75,143 in FY 2023-24.

During the year under review, the gross sales of goods manufactured and traded by the Company (on standalone basis) amounted to ₹ 1,64,898.74 lakhs as against ₹ 1,43,951.21 lakhs during last fiscal. The Operational Revenue (net) for FY 2024-25 stood at ₹ 1,39,774.37 lakhs as compared to ₹ 1,22,173.60 lakhs for FY 2023-24. The EBIDTA for FY 2024-25 stood at ₹ 25,278.60 lakhs as against ₹ 25,266.62 lakhs for FY 2023-24. The PBT was ₹ 24,359.02 lakhs as against ₹ 24,276.41 lakhs for previous financial year. After considering the provision for tax of ₹ 6377.09 lakhs (previous year ₹ 6,303.11 lakhs), the profit from continuing operations after tax stood at ₹ 17,981.93 lakhs as against ₹ 17,973.30 lakhs in FY 2023-24. The total Comprehensive Income for FY 2024-25 amounted to ₹ 17,863.38 lakhs as compared to ₹ 17,863.56 lakhs for FY 2023-24.

The Key Financial ratios as per Schedule V of the LODR Regulations have been disclosed in the Board's Report, under the head 'Financial Highlights'.

E. Internal Control System and its adequacy:

The Company has an effective internal control system considering the size of its operations. It maintains its accounting records on SAP, a well renowned software. The financial transactions are properly documented in accordance with the policies & procedures, as set out by the management from time to time and are properly approved and authorized, as per the approval matrix and reported to the management in a prescribed manner.

The Company has appropriate and adequate insurance cover for its immovable and movable assets. Both, the insurance cover and the assets are closely and consistently monitored by the management from time to time.

The Report on Internal Audit, carried by an independent Internal Auditor is placed before the management on quarterly basis, and requisite corrective actions, if any, are being taken. Observations of the auditors are properly reviewed and appropriate follow-up action(s) are taken by the concerned department(s) and reported to the management, who in turn, also reviews the sufficiency and effectiveness of the internal control system and monitors the implementation of audit recommendations, including those relating to strengthening of the Company's internal policy and management practices.

F. Material Development in Human Resources/Industrial Relations Front, including the number of people employed:

The Company firmly believes that an able, disciplined, motivated, trained and skilled manpower is the key for sustaining growth of an organization. The Company has strengthened the team of top management by new recruitment of strong talent pool.

The Company organizes and provides requisite training to its employees from time to time. Periodical appraisal and rewarding systems are in place. Industrial Relations at both the plants (i.e. Abu Road, Rajasthan and Satnoor, Madhya Pradesh) as well as inter-se relationship between employer and employee have been cordial and conducive during the year.

The Company follows the principle of Mr. Peter Drucker (Management Consultant and Educator) of "Right Person for Right Job" and takes appropriate steps towards the same. As on 31st March, 2025, the permanent employee strength of the Company was 496 (previous year 478).


ANNEXURE 2
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES
1. Brief outline on CSR Policy of the Company:

The Company strives to promote initiatives that enhance and encourage the quality of life that promotes the social equity. The Company has been working towards Social and Economic Development of communities. Company's CSR Activities have always been focused on addressing the problems faced by the underprivileged, those having no or limited resources.

The Company has a well-entrenched CSR Program focusing on the following key areas of impact:

- Promoting Happy Childhoods;
- Advancing Health and Well-being;
- Enhancing Education;
- Supporting Environmental Sustainability;
- Promoting Sports, Arts, and Culture;

Through these initiatives, we aim to create lasting positive change and contribute meaningfully to the communities we serve.

2. Composition of CSR Committee:

| Sr. 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. B. M. Bhansali | Chairman of the Committee – Executive Director | 1 | 1 |
| 2. | Mr. Jayesh B. Bhansali | Member – Executive Director | | 1 |
| 3. | Mrs. Taruna Niraj Kumbhar* | Member – Non- Executive Independent Director | | 1 |

(\$) Re-designated w.e.f. 1st April, 2024

(*) Appointed w.e.f. 1st April, 2024

The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company :

The web links are as under:

Composition of CSR Committee:

<https://bhansaliabs.com/frontend/board-of-directors/Composition%20of%20Board%20and%20its%20committees.pdf>

and

CSR Policy:

https://www.bhansaliabs.com/assets/policies_and_procedures/1593593022.Corporate_Social_Responsibility_Policy.pdf

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

| Sr. No | Financial Year | Amount available for set-off from preceding financial years (in ₹ lakhs) | Amount required to be set off for financial year, if any (in ₹ lakhs) |
|--------|----------------|--|---|
| 1 | 2024-25 | 1024.76 | 606.22 |

6. Average net profit of the Company as per Section 135(5): ₹ **30,311.10 lakhs**

7. (a) Two percent of average net profit of the Company as per Section 135(5): ₹ **606.22 Lakhs**

(b) Surplus arising out of CSR projects or programmes or activities of the previous financial years: **Nil**

(c) Amount required to be set off for the financial year, if any: ₹ **606.22 Lakhs**

(d) Total CSR obligation for the financial year (7a+7b-7c): **Nil**

8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year (₹ in lakhs) | Amount Unspent (₹ in lakhs) | | | | |
|--|---|------------------|---|--------|------------------|
| | 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 |
| Nil | NA | | NA | | |

Details of CSR amount spent against **ongoing projects** for the financial year:

| Sr. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project | | Project duration | Amount allocated for the project (₹ in lakhs) | Amount spent in the current financial Year (₹ in lakhs) | Amount transferred to Unspent CSR Account for the project as per Section 135 (6) (₹ in lakhs) | Mode of Implementation - Direct (Yes/No) | Mode of Implementation - Through Implementing Agency | |
|----------------|---------------------|---|---------------------|-------------------------|----------|------------------|---|---|---|--|--|-------------------------|
| | | | | State | District | | | | | | Name | CSR Registration number |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 |
| Not Applicable | | | | | | | | | | | | |

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

| Sr. No. | Name of the project | Item from the list of activities in Schedule VII to the Act | Local Area (Yes / No) | Location of the Project | | Amount spent for the project (₹ In lakhs) | Mode of Implementation Direct (Yes / No) | Mode of Implementation through Implementing Agency | |
|----------------|---------------------|---|-----------------------|-------------------------|----------|---|--|--|-------------------------|
| | | | | State | District | | | Name | CSR Registration number |
| Not Applicable | | | | | | | | | |

(d) Amount spent in Administrative Overheads: **Not Applicable.**

(e) Amount spent on Impact Assessment, if applicable: **Not Applicable.**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Nil**



(g) Excess amount for set off, if any: Not Applicable

| Sr. No. | Particular | Amount (₹ in lakhs) |
|---------|--|------------------------|
| 1. | Two percent of average net profit of the Company as per Section 135(5) | 606.22 |
| 2. | Total amount spent for the Financial Year | 0 |
| 3. | Excess amount spent for the financial year [(2) – (1)] | - |
| 4. | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any. | - |
| 5. | Amount available for set-off in succeeding financial years [(3) – (4)] | - |

9. (a) Details of Unspent CSR amount for the preceding three financial years:

| Sr. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under section 135(6) (₹ in lakhs) | Amount spent in the reporting Financial Year (₹ in lakhs) | Amount transferred to any fund specified under Schedule VII as per section 135(6), if any | Amount remaining to be spent in succeeding financial years (₹ in lakhs) |
|---------|--------------------------|---|---|---|---|
| - | - | - | - | - | - |

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

| Sr. No. | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration | Total amount allocated for the project (₹ in lakhs) | Amount spent on the project in the reporting Financial Year (₹ in lakhs) | Cumulative amount spent at the end of reporting Financial Year (₹ in lakhs) | Status of the project - Completed/ Ongoing |
|-----------------------|------------|---------------------|---|------------------|---|--|---|--|
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |
| Not Applicable | | | | | | | | |

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: **Not Applicable**

(a) Date of creation or acquisition of the capital asset(s): **Not Applicable.**

(b) Amount of CSR spent for creation or acquisition of capital asset: **Not Applicable.**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: **Not Applicable.**

(d) Provide details of the Capital Asset(s) created or acquired (including complete address and location of Capital Asset): **Not Applicable.**

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5): **Not Applicable**

For Bhansali Engineering Polymers Limited

Babulal. M. Bhansali
Chairman & Managing Director

Place : Mumbai

Date : 13th August, 2025

ANNEXURE 3

CORPORATE GOVERNANCE REPORT**1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

Bhansali Engineering Polymers Limited ('BEPL') as a Company believes that, good Corporate Governance emerges from the application of the best management practices and compliance with the laws coupled with adherence to the high standards of Transparency, Business Ethics, Integrity, Fairness and Accountability.

Corporate Governance is an ethically driven business process that is committed to values aimed at enhancing an organization's wealth generating capacity. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At BEPL, it is imperative that our Company affairs are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders.

The Company in its approach to adopt the best possible practices of Corporate Governance and keeping adherence to the latest rules and regulations prescribed by various regulatory authorities, has taken all the necessary steps to stay in line with the continuously progressing governance demands. During the financial year under review, adequate monitoring systems were followed to safeguard against major risk and to ensure implementation of policies and procedures in order to fulfil the Company's social, legal and ethical responsibilities.

2. BOARD OF DIRECTORS**• Composition of the Board**

The Company believes that an active, well informed and independent board is necessary to ensure the highest standards of Corporate Governance. The present composition of the Board has an optimum combination of personnel having the necessary knowledge and experience to direct the Company towards its business goals and at the same time, achieving high standards of Corporate Governance.

As of 31st March, 2025, the Board consisted of 6 (Six) Directors, out of which 3 (Three) are Executive Directors and 3 (Three) are Non-Executive Directors, which includes Independent Director and Independent Women Director.

The composition of the Board of Directors of the Company is in accordance with Listing Regulations, and the Act read with the applicable rules made thereunder as amended from time to time. The Chairman of the Board is Executive Director.

Detailed profile of the Directors is also available on link <https://www.bhansaliabs.com/our-director>



- **Key Skills, Expertise and Competencies:**

The Company recognizes and embraces the importance of a diverse Board and is endowed with appropriate balance of skills, experience and diversity of perspectives, thereby ensuring effective Board governance. The Company is committed towards ensuring that the Directors being appointed on the Board have key skills, expertise and competencies, which shall help in effective functioning of the Company. The Board, in addition to having the basic skills and competencies, such as Leadership qualities and adequate financial knowledge, possesses the following key skills/ expertise/competencies:

| Name of the Director | DIN No | Designation | Key Skills/Experience/ Competencies |
|-----------------------------------|----------|--------------------------------------|--|
| Mr. B. M. Bhansali | 00102930 | Chairman & Managing Director | Business Administration and Management |
| Mr. Jayesh B. Bhansali | 01062853 | Joint Managing Director cum CFO | Marketing, Finance and General Administration |
| Mr. Dilip Krushnarao Shendre | 10566412 | Executive Director - Projects | Technical Skills, Plant Operation Management and Quality Control |
| Mr. Rohinton Bomanshaw Anklesaria | 10571057 | Non-Executive - Independent Director | Accounting and Taxation |
| Mr. Firdaus Nariman Pavri | 10549118 | Non-Executive - Independent Director | Legal |
| Mrs. Taruna Niraj Kumbhar | 08384526 | Non-Executive - Independent Director | Compliance and Corporate Secretarial Management |

The Board possesses the requisite skills, expertise and competencies essential for the effective operation of the Company's business and for driving substantial growth within the industry in which the Company operates.

- **Disclosures, Memberships, Attendance & Other Directorships:**

The necessary disclosures regarding Directorships, Memberships and Chairmanships in various other Boards and Committees and their respective shareholding in other Companies, have been made by all the Directors. None of the Directors on the Board is a Member of more than 10 (Ten) Committees and/or acts as a Chairman of more than 5 (Five) Committees across all Public Companies in which they are Directors.

Further, none of the Directors served as Independent Director in more than 7 (Seven) listed Companies and held Directorship in more than 10 (Ten) public companies. Further, none of the Managing Director, Executive Director and Whole-Time Director of the Company are serving as Independent Director on the Board of any other listed entity.

Details of Memberships and Attendance of each Director at the Board of Directors Meetings held during the financial year under review and the last Annual General Meeting and the number of other Directorships including the names of listed entities in which they are a Director and Chairmanship/Membership of Board Committees as on 31st March, 2025 are as follows:

| Name of the Director | Nature of Directorship | Board Meetings | | Attendance at the AGM held on 29 th June, 2024 | No. of Directorships in other Companies (Excluding BEPL) | Chairmanship(s) and Membership(s) of Board Committees in other Companies as on 31 st March, 2025 (Excluding BEPL) | | Directorship in other Listed Entities | |
|---|---|----------------|----------|---|--|--|----------|---|--|
| | | Held | Attended | | | Member | Chairman | Name of Listed Company | Category of Directorship |
| Mr. B. M. Bhansali (DIN:00102930) | Promoter, Chairman & Managing Director | 4 | 4 | Yes | 7 | - | - | Speedage Commercials Limited; Sheraton Properties and Finance Limited; and Bentley Commercial Enterprises Limited | Non-Executive Non-Independent Director |
| Mr. Jayesh B. Bhansali (DIN: 01062853) | Promoter, Joint Managing Director cum CFO | 4 | 4 | No | 7 | 4 | - | Speedage Commercials Limited; Sheraton Properties and Finance Limited; and Bentley Commercial Enterprises Limited | Non-Executive Non-Independent Director |
| Mr. Dilip Krushnarao Shendre (DIN: 10566412) | Executive Director | 4 | 4 | Yes | - | - | - | - | - |
| Mr. Rohinton Bomanshaw Anklesaria (DIN:10571057) | Non-Executive - Independent Director | 4 | 4 | Yes | - | - | - | - | - |
| Mr. Firdaus Nariman Pavri (DIN:10549118) | Non-Executive - Independent Director | 4 | 4 | No | - | - | - | - | - |
| Mrs. Taruna Niraj Kumbhar (DIN:08384526) | Non-Executive - Independent Director | 4 | 3 | Yes | - | - | - | - | - |

Notes:

1. This includes all Indian Companies, excluding Foreign Companies and Section 8 Companies.
2. The number of Directorships, Committee Membership(s)/Chairmanship(s) of all Directors is within the respective limits prescribed under the Act and the Listing Regulations.
3. Mr. B. M. Bhansali, Chairman & Managing Director is the father of Mr. Jayesh B. Bhansali, Joint Managing Director cum CFO. None of the other Directors of the Company have any inter-se relationship amongst them.
4. None of the Directors of the Company, except the Chairman & Managing Director, Joint Managing Director & Executive Director have any pecuniary relationship with the Company, except to the extent of receipt of sitting fees for meetings of the Board/Committee(s) attended by them.



- **Board Meetings**

The Meetings of Board of Directors are scheduled well in advance and are held at least once in every quarter to inter alia review and consider the performance of the Company and approve the Financial Results. The Board also meets, as and when required, to consider other business matters.

The agenda of the business matters to be transacted at the Board Meeting along with detailed note(s) thereto are circulated to the Board members, as per the time limits specified under the applicable acts, rules and regulations. During the financial year under review, the information mentioned in Part A of Schedule II of the Listing Regulations, was periodically placed before the Board for their consideration, to the extent applicable and deemed appropriate by the Management. This information was made available either as a part of the agenda papers or tabled at the Board Meeting(s) to enable them to discharge their responsibilities of closely monitoring the activities of the Company with sound and ethical business practices. The Directors participated in the meetings physically or through video conferencing or other audio-visual means.

During the financial year 2024-25, 4 Board Meetings were held i.e. on 20th April, 2024, 13th July, 2024, 21st October, 2024, and 16th January, 2025, respectively and the gap between any two meetings did not exceed one hundred and twenty days.

- **Independent Directors**

The Company has appointed Independent Directors on the Board in accordance with the provisions of Section 149 of the Act, including the applicable Rules, if any and Regulation 16 of SEBI (LODR) Regulations, 2015 as amended from time to time. Every Independent Director, at the first meeting of the Board in which he/she participates as a Director and thereafter at the first meeting of the Board in every Financial Year, gives a declaration that he/she meets the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 as amended from time to time. The Independent Directors are complying with the provisions relating to limit of directorships as required under Regulation 17A of the SEBI (LODR) Regulations, 2015. The Company issues a formal letter of appointment to all Independent Directors and the terms and conditions of their appointment have been disclosed on the website of the Company. The Independent Directors met once during the Financial Year i.e. on 20/03/2025. During the meeting, the Independent Directors reviewed, among other critical issues, the following:

- (a) The performance of Non-independent Directors and the Board as a whole;
- (b) The performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors, and
- (c) Assessing the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Company has complied with the provisions with respect to the appointment and term of Independent Directors as per the Act and Listing Regulations. The Company has adopted a Code of Conduct for the Independent Directors which is a guide to professional conduct for Independent Directors, pursuant to Section 149(8) and Schedule IV of the Act, which is available at the Company's website on

https://www.bhansaliabs.com/assets/policies_and_procedures/1593592689.Code_for_Independent_Directors.pdf

- **Familiarization Programme for Independent Directors:**

The Company has a structured Familiarization framework for the Independent Directors. It takes due steps for familiarizing the Independent Directors with the Company's procedures and practices, by providing them the necessary documents, reports and internal policies. The Independent Directors are briefed about their roles, responsibilities, duties, and obligations as a member of the Board and matters relating to Corporate Governance, Code of Business Conduct, Risk Management, Compliance Programs, Internal Audit, etc.

iv. COMMITTEES OF THE BOARD:

The Committees of the Board ('Committee') play an important role in the governance by focusing on specific areas and making informed decisions within the delegated authority. Majority of the members constituting the Committees are Independent Directors and each Committee is guided by its Charter or Terms of Reference or Policy, which provides for the composition, scope, powers & duties and responsibilities. The recommendations, observations and decisions of the Committees are placed before the Board for information/consideration.

The Board has constituted the following Committees:

A. Audit Committee:

In terms of Regulation 18 of SEBI (LODR) Regulation 2015 and Section 177 of the Act, the Company has constituted an Audit Committee. The Audit Committee reviews, acts on and reports to the Board with respect to various auditing and accounting matters. The Audit Committee acts as a link between the Management, Statutory Auditors, Internal Auditors and the Board of Directors and oversees the financial reporting process.

Terms of Reference:

The matters falling within the ambit of the Audit Committee, are specified under Regulation 18 read with Part C of Schedule II of Listing Regulations and Section 177 of the Act, read with the Companies (Meeting of Board and its Power) Rules, 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), which inter alia include:

a. Powers of Audit Committee:

The Audit Committee shall have the following powers:

- ❖ to investigate any activity within its terms of reference,
- ❖ to seek information from any employee,
- ❖ to obtain outside legal or other professional advice, and
- ❖ to secure attendance of outsiders with relevant expertise, if it considers necessary.

b. Role of the Audit Committee:

The role of Audit Committee shall include following:

- (i) 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;
- (ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- (iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (iv) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - i. Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
 - ii. Changes, if any, in accounting policies and practices and reasons for the same;
 - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
 - iv. Significant adjustments made in the financial statements arising out of audit findings;
 - v. Compliance with listing and other legal requirements relating to financial statements;
 - vi. Disclosure of any related party transactions;
 - vii. Modified opinion(s) in the draft audit report;



- (v) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (vi) Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (vii) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (viii) Approval or any subsequent modification of transactions of the listed entity with related parties;
- (ix) Scrutiny of inter-corporate loans and investments;
- (x) Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (xi) Evaluation of internal financial controls and risk management systems;
- (xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- (xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (xiv) Discussion with internal auditors of any significant findings and follow up there on;
- (xv) 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;
- (xvi) 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;
- (xvii) 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;
- (xviii) To review the functioning of the whistle blower mechanism;
- (xix) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (xx) Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- (xxi) Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments.

c. Review of information by Audit Committee:

The Audit Committee shall mandatorily review the following information:

- (i) Management discussion and analysis of financial condition and results of operations;
- (ii) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- (iii) Management letters/letters of internal control weaknesses issued by the statutory auditors;
- (iv) Internal audit reports relating to internal control weaknesses;
- (v) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; and

(vi) Statement of deviations:

- a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
- b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

Composition of the Audit Committee and attendance in meetings during the financial year:

The present composition of the Audit Committee is in accordance with the provisions of the Act and rules made thereunder and Listing Regulations. The Committee consists of 3 (Three) Directors of whom 2 (Two) are Independent Directors. The Chairperson of the Audit Committee is an Independent Director. Further, the Chairperson of the Committee attends the Annual General Meeting of the Company to answer shareholder's queries, if any.

All the Members of the Audit Committee are financially literate. Mr. Ashwin M. Patel, Company Secretary and GM (Legal) acts as the Secretary to the Audit Committee. The representatives of the Auditors are also invited to the meetings. The Committee invites officer(s) of the Company in the meeting, whenever required.

During the financial year under review, 4 (Four) Meetings of the Audit Committee were held. The said meetings were held on 20th April, 2024, 13th July, 2024, 21st October, 2024, and 16th January, 2025 respectively.

The composition of the Committee and the details of attendance of the Members at the Audit Committee Meetings are given below:

| Sr. No. | Name of the Members | Category | No. of Meetings attended during the financial year |
|---------|-----------------------------------|--|--|
| 1. | Mr. Rohinton Bomanshaw Anklesaria | Chairman, Non-Executive Independent Director | 4 of 4 |
| 2. | Mr. Firdaus Nariman Pavri | Member, Non-Executive Independent Director | 4 of 4 |
| 3. | Mr. Jayesh B. Bhansali | Member, Joint Managing Director cum CFO | 4 of 4 |

B. Nomination and Remuneration Committee:

The Company has constituted a Nomination and Remuneration Committee ('NRC') in line with the provisions of Regulation 19 of Listing Regulations and Section 178 of the Act. All members of the NRC are Independent Directors.

Terms of reference:

The Nomination and Remuneration Policy has been amended over the years to align it with the requirements of applicable laws, rules and regulations. The roles, powers and broad terms of reference of NRC covers the areas as provided under Regulation 19 read with Part D of Schedule II of Listing Regulations and Section 178 of the Act, which includes the following:

- (i) Recommend to the Board the set up and composition of the Board and its Committees including the formulation of the criteria for determining qualifications, suitable experience, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to remuneration of directors, Key Managerial Personnel and other employees. The Committee reviews the composition of the Board periodically with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience, etc;
- (ii) Recommend to the Board the appointment or reappointment of Directors;
- (iii) Devise a policy on diversity of Board of Directors;
- (iv) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal;
- (v) Carry out/oversee evaluation of every Director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its Committees and Individual Directors. This includes "formulation of criteria for evaluation of Independent Directors and the Board";



- (vi) Recommend to Board the remuneration payable to the Directors and oversee the remuneration of Senior Management/Key Managerial Personnel of the Company being reasonable and competitive, considering the prevalent compensation packages so as to enable the Company to recruit and retain suitable talent/staff in such capacity motivating them for rendering their quality services to carry the business affairs of the Company at its optimum level;
- (vii) Determine whether to extend or continue the term of appointment of the independent director(s), on the basis of performance evaluation report related to them;
- (viii) Take due consideration of Financial position of Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration at the time of appointment or re-appointment;
- (ix) Carry out any other functions referred by the Board from time to time and/or enforced by any statutory notification/ amendment or modification as may be applicable; and
- (x) Perform such other functions as may be necessary or appropriate for the performance of its duties.

Composition of the NRC and attendance in meeting(s) during the financial year

The present composition of the NRC is in accordance with the provisions of the Act, and the rules made thereunder and Listing Regulations. The NRC consists of 3 (Three) Non-Executive Independent Directors. The Chairperson of the NRC is an Independent Director.

Mr. Ashwin M. Patel, Company Secretary and GM (Legal) acts as the Secretary to the NRC.

During the financial year 2024-25, 1 (One) meeting of the NRC was held on 20th March, 2025. The composition of the Committee and the details of attendance of the Members at the NRC Meeting is given below:

| Sr. No. | Name of the Members | Category | No. of Meetings attended during the financial year |
|---------|-----------------------------------|--|--|
| 1. | Mr. Firdaus Nariman Pavri | Chairman, Non-Executive Independent Director | 1 of 1 |
| 2. | Mr. Rohinton Bomanshaw Anklesaria | Member, Non-Executive Independent Director | 1 of 1 |
| 3. | Mrs. Taruna Niraj Kumbhar | Member, Non-Executive Independent Director | 1 of 1 |

Nomination and Remuneration Policy:

The Nomination and Remuneration policy has been formulated by the NRC considering various relevant parameters, which was adopted by the Board. The said policy is amended from time to time, as per the requirements of the law.

The Nomination and Remuneration policy of the Company is available on the website of the Company at https://www.bhansaliabs.com/assets/policies_and_procedures/1593593096.Nomination_&Remuneration_Policy.pdf

- **Performance evaluation of the Board**

In accordance with the provisions of the Act and Listing Regulations, your Company has formulated the criteria for performance evaluation of all the Directors including Independent Directors, the Board and its Committees and the Chairman.

The Independent Directors evaluates the performance of the Non-Independent Directors, Chairman of the Company (taking into account the views of the Executive Directors and the Non-Executive Directors) and assess the quality, quantity and timeliness of the flow of information between Company Management and the Board of Directors, which facilitates the Board in performing their duties in a reasonable & effective manner.

Similarly, the Board evaluates the performance of its Committees and the Independent Directors, excluding the Director being evaluated.

The criteria for performance evaluation include the following:

(i) Individual Director's Performance Evaluation

Attendance at meetings and the extent of preparedness for meetings, participation and contribution, independence of judgment, knowledge updating, initiatives taken, working relationships and guidance to senior management and board members, expressing views, understanding of the Company, industry, sector, geography, etc.

(ii) Evaluation of the Board as a Whole

Proper mix of competencies, experience and qualification, adoption of proper, clear and transparent procedure to appoint directors, conducting meeting(s) on a regular basis, confirming agenda with all relevant information, providing entrepreneurial leadership to the Company, understanding of business, strategy and growth, responsibilities towards stakeholders, risk management and financial controls, discussions through healthy debate, quality of decision making, monitoring performance of management, reviewing the CSR initiatives, grievance redressal mechanism, analysis and examines governance and compliances related issues, maintaining high standards of integrity and probity, etc.

(iii) Chairman's Performance Evaluation

Providing effective leadership, setting effective strategic agenda of the Board, encouraging active engagement by the Board members, providing guidance and motivation to the Joint Managing Director, practicality in taking discussions, establishing effective communication with all the stakeholders, etc.

(iv) Performance Evaluation of Board Committees

Sufficiency in the scope for addressing the objectives, effectiveness in performing the key responsibilities, adequacy in composition and frequency of meetings, quality of relationship of the committee with the Board and the management, clarity of agenda being discussed, discussion on critical issues, clarity of role and responsibilities, etc.

• **Details of Remuneration paid to Directors during Financial Year 2024-25:**

(i) Non-Executive Directors (including Independent Directors):

The Independent Directors have been appointed for fixed tenure of five years from their respective date of appointment and are not liable to retire by rotation. Their appointments have been approved by the Members of the Company at 40th AGM which was held on 29th June, 2024.

The criteria for making payment to Non-Executive Directors is available on the website of the Company at

https://www.bhansaliabs.com/assets/policies_and_procedures/1622610013.Criteria_for_making_payment_to_Independent_Directors.pdf

The Independent Directors have no pecuniary relationship or transaction with the Company, except for payment of sitting fees, for attending the Board / Committee Meetings. Sitting fees payable for attending the Board Meeting is ₹ 50,000/- per meeting, whereas that for Committee Meeting is ₹ 40,000/- per meeting. Expenses, if any, incurred by the Directors for attending the Board/Committee meetings are reimbursed.

The sitting fees paid to the Non-Executive Independent Directors during financial year 2024-25 is stated below:

| Sr. No. | Name of the Director | Sitting fees paid for attending Board and Committee Meetings (including TDS) (Amount in ₹) |
|---------|-----------------------------------|---|
| 1. | Mr. Rohinton Bomanshaw Anklesaria | 4,40,000/- |
| 2. | Mr. Firdaus Nariman Pavri | 4,40,000/- |
| 3. | Mrs. Taruna Niraj Kumbhar | 3,90,000/- |


(ii) Terms of appointment and remuneration of Executive Directors / Whole Time Directors:

The terms and conditions of appointment of, and remuneration paid to Chairman & Managing Director and Joint Managing Director cum CFO and the Executive Director are in accordance with the terms approved by the Members of the Company. The details of Managerial Remuneration paid to these Directors during financial year 2024-25 are as under:

| Sr. No. | Components | Mr. B. M. Bhansali (Chairman & Managing Director) | Mr. Jayesh B. Bhansali (Joint Managing Director cum CFO) | Mr. Dilip Krushnarao Shendre (Whole-Time Director) |
|---------|---|---|---|---|
| 1 | All elements of remuneration package such as salary, benefits, bonuses, PF, pension and commission etc. | Salary – ₹ 60.00 lakhs | Salary – ₹ 60.00 lakhs | Salary – ₹ 36.00 lakhs |
| 2 | Details of fixed component and performance linked incentives along with the performance criteria | Mr. B. M. Bhansali is entitled for remuneration which together with his fixed salary of ₹ 60 lakhs per annum, shall not exceed 5% of the total net profit of the Company computed in accordance with the provisions of Section 198 of the Act for the respective financial year (being variable in nature), subject to limits as specified under Schedule V to the Act. | Mr. Jayesh B. Bhansali is entitled for remuneration which together with his fixed salary of ₹ 60 lakhs per annum, shall not exceed 5% of the total net profit of the Company computed in accordance with the provisions of Section 198 of the Act for the respective financial year (being variable in nature), subject to limits as specified under Schedule V to the Act. | Nil |
| 3 | Service Contract | 01/04/2024 to 31/03/2029 | 01/04/2021 to 31/03/2026 | 01/04/2024 to 31/03/2027 |
| | Notice period | Nil | 3 Months | 3 Months |
| | Severance Fees | Nil | Nil | Nil |
| 4 | Stock Option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable. | The Company does not have any Employee Stock Option Scheme. | | |

B. Stakeholders' Relationship Committee:

The Company has constituted a Stakeholders' Relationship Committee ('SRC') in line with the provisions of Regulation 20 of Listing Regulations and Section 178 of the Act to specifically look into various aspects of interests of the shareholders.

Terms of Reference:

The role of the Committee, shall inter-alia include the following:

- (i) Oversee the performance of the Company's Registrar and Share Transfer Agent;
- (ii) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

- (iii) Review of measures taken for effective exercise of voting rights by shareholders.
- (iv) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (v) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- (vi) Carry out any other function as is referred by the Board from time to time and/or enforced by any statutory notification/ amendment or modification as may be applicable.

Composition of the SRC and attendance in meetings during the financial year:

The composition of the SRC is in accordance with the provisions of the Act, and the rules made thereunder and Listing Regulations. The Committee comprises of 3 (Three) Directors, including 1 (One) Independent Director. The Chairperson of the SRC is an Independent Director and attends the Annual General Meeting to answer the queries raised by the Shareholders/ Security holders.

Mr. Ashwin M. Patel, Company Secretary and GM (Legal) is the Compliance Officer and acts as the Secretary to the SRC. During the financial year 2024-25, 1 (One) meeting of the SRC was held on 20th March, 2025.

The composition of the Committee and the details of attendance of the Members at the SRC Meeting are given below:

| Sr. No. | Name of the Members | Category | No. of Meetings attended during the financial year |
|---------|---------------------------|--|--|
| 1. | Mrs. Taruna Niraj Kumbhar | Chairman, Non-Executive Independent Director | 1 of 1 |
| 2. | Mr. B. M. Bhansali | Member, Managing Director | 1 of 1 |
| 3. | Mr. Jayesh B. Bhansali | Member, Joint Managing Director cum CFO | 1 of 1 |

Other details:

- (i) Details of investor complaints received and redressed during the financial year 2024-25 are as follows:

| No. of complaints pending as on 1 st April, 2024 | No. of complaints received during the financial year | No. of complaints attended during the financial year | No. of complaints pending as on 31 st March, 2025 |
|---|--|--|--|
| 0 | 58 | 58 | 0 |

C. Corporate Social Responsibility Committee:

The Corporate Social Responsibility ('CSR') Committee is constituted in line with the provisions of Section 135 of the Act. The Corporate Social Responsibility Policy ('CSR Policy') was adopted by the Board of Directors for implementation of CSR objects of the Company on 27th September, 2014. The CSR Policy has been placed on Company's website at:

https://www.bhansaliabs.com/assets/policies_and_procedures/1593593022.Corporate_Social_Responsibility_Policy.pdf

Terms of Reference:

The brief terms of reference of the Committee are as under:

- (i) Formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act;
- (ii) Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy;
- (iii) Monitor the CSR projects undertaken by the Company from time to time; and,
- (iv) Ensure effective implementation of aforesaid CSR Policy.


Composition of the CSR Committee:

As on 31st March, 2025, the Committee consisted of 3 (Three) members, of whom 2 (Two) are Executive Directors and 1 (One) Non-Executive Independent Director. The Chairman of the Committee is Executive Director.

Mr. Ashwin M. Patel, Company Secretary and GM (Legal) acts as the Secretary to the CSR Committee. During the financial year 2024-25, 1 (One) meeting of the CSR Committee was held on 20th March, 2025.

The composition of Committee and the details of attendance of the Members at the CSR Committee Meeting are given below:

| Sr. No. | Name of the Members | Category | No. of Meetings attended during the financial year |
|---------|---------------------------|--|--|
| 1. | Mr. B. M. Bhansali | Chairman, Managing Director | 1 of 1 |
| 2. | Mrs. Taruna Niraj Kumbhar | Member, Non-Executive Independent Director | 1 of 1 |
| 3. | Mr. Jayesh B. Bhansali | Member, Joint Managing Director cum CFO | 1 of 1 |

D. Risk Management Committee:

The Company has constituted a Risk Management Committee ('RMC') in line with the provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Risk Management Policy may be accessed under the 'Policies and Procedures' section on the website of the Company at the web link:

https://bhansaliabs.com/assets/policies_and_procedures/1593593348.Risk_Management_Policy.PDF

This Policy is intended to document the risk management policies and procedures that have been adopted by the Company and is designed to identify, assess, monitor and manage risks with the objective of minimising losses and maximising shareholder value.

Terms of Reference:

The roles and responsibilities of the Committee, shall inter-alia include the following:

- (i) To formulate a detailed risk management policy which shall include:
 - a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectorial, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - b) Measures for risk mitigation including systems and processes for internal control of identified risks.
 - c) Business continuity plan.
- (ii) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- (iii) To monitor and oversee/ review implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- (iv) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- (v) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- (vi) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

Composition of the RMC and attendance in meetings during the financial year:

As on 31st March, 2025, the Committee consisted of 3 (Three) members, of whom 2 (Two) are Executive Directors and 1 (One) Non- Executive Independent Director. The Chairman of the Committee is a Executive Director.

During the financial year 2024-25, 2 (Two) meetings of the Committee were held on 21st October, 2024 and 20th March, 2025. The composition of Committee and the details of attendance of the Members at the Committee Meeting are given below:

| Sr. No. | Name of the Members | Category | No. of Meetings attended during the financial year |
|---------|---------------------------|--|--|
| 1. | Mr. B. M. Bhansali | Chairman, Managing Director | 2 of 2 |
| 2. | Mrs. Taruna Niraj Kumbhar | Member, Non-Executive Independent Director | 2 of 2 |
| 3. | Mr. Jayesh B. Bhansali | Member, Joint Managing Director cum CFO | 2 of 2 |

v. GENERAL BODY MEETINGS:**(i) Details of last three AGMs' and the summary of Special Resolutions passed therein are as under:**

| AGM | Financial Year ended | Date & Time | Venue | Special Resolution Passed |
|------------------|------------------------------|--|--|--|
| 40 th | 31 st March, 2024 | Saturday, 29 th June, 2024 at 11:00 a.m. | Walchand Hirachand Hall, 4 th Floor, Indian Merchant Chambers, IMC Road, Churchgate, Mumbai -400020 | <ol style="list-style-type: none"> Continuation of appointment of Mr. Babulal M. Bhansali (DIN: 00102930) as Managing Director upon attaining age of Seventy years and re-designating him as Chairman and Managing Director. Appointment of Mr. Rohinton Bomanshaw Anklesaria (DIN: 10571057) as an Independent Director of the Company for a term of 5 years w.e.f 1st April, 2024. Appointment of Mr. Firdaus Nariman Pavri (DIN:10549118) as an Independent Director of the Company for a term of 5 years w.e.f 1st April, 2024. Appointment of Mrs. Taruna Niraj Kumbhar (DIN: 08384526) as an Independent Director of the Company for a term of 5 years w.e.f 1st April, 2024. |
| 39 th | 31 st March, 2023 | Monday, 19 th June, 2023 at 11:00 a.m. | The meeting was conducted through Video Conferencing. | No Special Resolution was passed |
| 38 th | 31 st March, 2022 | Wednesday, 29 th June, 2022 at 11:00 a.m. | The meeting was conducted through Video Conferencing. | No Special Resolution was passed |

(ii) Details of Postal ballot and Special Resolution passed through Postal Ballot:

During the year under review, there was no resolution passed through Postal Ballot.

**vi. DISCLOSURES:****(i) Related Party Transactions:**

During the financial year under review, there was no materially significant related party transaction entered into by the Company with its Promoters, Directors, Key Managerial Personnel(s) or management or their relatives, etc. which had potential conflict with the interest of the Company at large. Transactions entered into with the related parties, as per respective Accounting Standards and/or other applicable laws are disclosed at Note No. 41 to the Audited Standalone Financial Statement of the Company, forming part of this Annual Report.

All Transactions with related parties were in the ordinary course of business and at arm's length basis. The policy on dealing with related party transactions has been placed on the web link given below:

https://bhansaliabs.com/assets/policies_and_procedures/1658151521.Related_Party_Transaction_Policy.pdf

(ii) Compliances by the Company:

The Company has made due compliances and no penalties and strictures were imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authority on any matter related to the capital market during the last three years.

(iii) Establishment of Whistle Blower/Vigil Mechanism Policy and access to the Chairman of the Audit Committee:

The Company has established a Vigil Mechanism and formulated a Whistle Blower Policy, pursuant to which the Director(s) and employee(s) of the Company (including their representative bodies) have access to the Chairman of the Audit Committee, in appropriate or exceptional cases, in connection with any grievance which is concerned with unethical behaviour, frauds and other illegitimate activities in the Company.

(iv) Compliance with the Mandatory requirements and Implementation of the Non-mandatory requirements:

The Company has fully complied with all the mandatory requirements as stipulated under Regulation 27 of the Listing Regulations with the Stock Exchanges and has also adopted the following Non Mandatory Discretionary requirement as prescribed in Part E of Schedule II to Regulation 27 of the Listing Regulations, as amended from time to time:

- ❖ The Internal Auditor directly reports to the Audit Committee.
- ❖ For the Financial Year 2024-25, the Auditors have expressed an unmodified opinion on the Financial Statements of the Company. The Company continues to adopt best practices to ensure a regime of unmodified Financial Statements.

(v) Material Subsidiaries:

The Company did not have any subsidiary company as on 31st March, 2025. However, the Company has adopted a 'Policy on Material Subsidiaries' with regard to determination of Material Subsidiaries.

The above policy is available on the Company's website at https://www.bhansaliabs.com/assets/policies_and_procedures/1593593282.Policy_on_Material_Subsiidiaries.pdf

(vi) Details of utilization of funds raised through preferential allotment or qualified institutions placement:

During the financial year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under Regulation 32 (7A) of Listing Regulations, is not applicable to the Company.

(vii) Certificate from Practicing Company Secretaries:

As required under Clause 10 (i) of Part C under Schedule V of the Listing Regulations, the Company has received a certificate from M/s Rathi & Associates, Practicing Company Secretaries, (FRN: P1988MH011900) certifying that none of the Directors have been debarred or disqualified from being appointed or continuing as Directors of the Company, by Securities and Exchange Board of India or Ministry of Corporate Affairs or such other statutory authority.

The certificate forms part of this Annual Report and is attached as Annexure 3A to this Report on Corporate Governance.

(viii) Remuneration of Statutory Auditors:

A fees of ₹ 5.70 lakhs was paid to M/s. Azad Jain & Co., Chartered Accountants, the Statutory Auditors of the Company during financial year 2024-25.

(ix) Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- (a) Number of complaints filed during the financial year – Nil
- (b) Number of complaints disposed of during the financial year – Nil
- (c) Number of complaints pending as on end of financial year – Nil

(x) Disclosures of the compliance with corporate governance requirements:

The Company is in compliance with the requirements under Regulation 17 to 27 read with Schedule V and clause (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations, as amended from time to time.

(xi) Disclosure with respect to Demat Suspense Account/Unclaimed Suspense Account:

| Particulars | Number of Shareholders | Number of Equity shares |
|---|------------------------|-------------------------|
| Aggregate number of shareholders and the outstanding shares in suspense account lying as on 1 st April, 2024 (Demat and Physical) | 11 | 12,450 |
| Number of shareholders who approached the Company for transfer of shares from suspense account during the financial year | -- | -- |
| Number of shareholders to whom shares were transferred from the suspense account during the year and the number of shares transferred | -- | -- |
| Number of shareholders and shares which were transferred to IEPF Account during the financial year | -- | -- |
| Aggregate number of shareholders and outstanding shares in the suspense account lying as on 31 st March, 2025 (Demat and Physical) | 11 | 12,450 |

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

As per SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17th May, 2023, the RTA / issuer companies are required to give Letter of Confirmation in lieu of Physical Securities Certificate(s), which shall be valid for a period of 120 days, within which the Shareholder is required to make a request to the Depository Participant for Dematerializing the said securities, failing which the RTA / Issuer Company shall credit the securities to the Suspense Escrow Demat Account of the Company. Accordingly, 15,100 Equity shares [pertaining to 14 (Fourteen) folios] have been transferred to Suspense Escrow Demat Account.

(xii) Compliance Reports of applicable laws:

The Board periodically reviews Compliance Reports, pertaining to all laws applicable to the Company, received from the heads of various departments, from time to time, as well as steps taken by it to rectify instances of non-compliances, if any.

(xiii) Code of Conduct:

The Company has formulated and laid down a Comprehensive Code of Conduct for the Board of Directors and Senior Management of the Company which is available at the Company's website on

https://www.bhansaliabs.com/assets/policies_and_procedures/1593592739.Code_of_Conduct_for_Directors_and_Senior_Management.pdf

All the Board Members and Senior Management Personnel have affirmed compliance with the Code. The necessary declaration by the Managing Director as required under Regulation 34(3) read with Schedule V(D) of the Listing Regulations, regarding adherence to the Code of Conduct has been obtained for the financial year 2024-25 and forms part of this Annual Report.



(xiv) Code of Conduct for Prevention of Insider Trading and Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information:

The Company has adopted a Code of Conduct for Prevention of Insider Trading, in accordance with requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Act, with a view to regulate trading in securities of the Company by the Designated Persons.

Further, the Company has also adopted the Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information under the aforesaid SEBI Regulations for preserving the confidentiality of unpublished price sensitive information and preventing misuse of such information and also ensuring timely, fair and adequate disclosure of events and occurrences that could impact price discovery in the market for the Company's securities.

The same is available on the website of the Company at:

https://www.bhansaliabs.com/assets/policies_and_procedures/1593592773.Code_of_Conduct_for_Prohibition_of_Insider_Trading.pdf

(xv) Confirmation:

In the opinion of the Board, the Independent Directors fulfil the conditions of independence specified in the Act and the Listing Regulations and are independent of the management. Further, the Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience (including the proficiency) and expertise in their respective fields and that they hold highest standards of integrity.

vii. MEANS OF COMMUNICATION:

1. Financial Results:

The financial results of the Company are generally published in Free Press Journal (English) and Mumbai Lakshadweep (Marathi) newspapers, having wide circulation.

The financial results of the Company are also placed on the web link given below: <https://www.bhansaliabs.com/financial-result>

In compliance with Regulation 46 of Listing Regulations, a separate dedicated section under the caption "Investors Relations" on the Company's website www.bhansaliabs.com provides information on various announcements made by the Company, status of unclaimed dividend, Annual Report, Quarterly/Half yearly/Nine-months and Annual financial results along with the applicable policies of the Company. The Company's official news releases are also available on the said website.

viii. GENERAL INFORMATION TO SHAREHOLDERS:

| | | |
|------------|---|--|
| I | Day, Date, Time and Venue of Annual General Meeting (AGM) | Saturday, 20 th September 2025 at 11:00 am at Walchand Hirachand Hall, 4 th Floor, Indian Merchant Chambers, IMC Road, Churchgate, Mumbai - 400020 |
| II | Financial Year | 1 st April, 2024 to 31 st March, 2025 |
| III | Date of Book Closure for the purpose of AGM | 13/09/2025 to 20/09/2025 (Both days inclusive) |
| IV | Listing on Stock Exchanges and payment of Listing Fees | The Company is listed on the below mentioned stock exchanges: BSE Limited, P. J. Towers, Dalal Street, Mumbai - 400 001 National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 Further, the Listing Fees for the financial year 2025-26, has been paid within the prescribed time. |
| V | Stock Code | BSE:500052 NSE:BEPL-EQ |

| | | |
|-----------|-------------------------------|--|
| VI | Registrar and Transfer Agents | MUFG Intime India Private Limited C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai - 400 083 Tel.: 022 - 4918 6000, Fax: 022 - 4918 6060 Website: https:// www.in.mpms.mufig.com / E-mail: rnt.helpdesk@in.mpms.mufig.com |
|-----------|-------------------------------|--|

(i) Share Transfer System:

The Stakeholders' Relationship Committee has been authorized to oversee and review all matters connected with transfer of Company's securities.

The Company ensures that the Compliance Certificate pursuant to Regulations 40(9) and 40(10) of the Listing Regulations are filed with the Stock Exchanges within the prescribed timeline.

As mandated by SEBI, requests for effecting transfer of securities (except in case of transmission or transposition of securities) cannot be processed from 30th October, 2022 unless the securities are held in the dematerialized form with the depositories. Therefore, Members holding shares in physical form were requested to take necessary action to dematerialize their holdings.

(ii) Distribution of Shareholding:

The Distribution of Shareholding as on 31st March, 2025 is as under:

| No of Equity Shares held | Shareholders | | Shares | |
|--------------------------|---------------|-------------------------|------------------|--------------------|
| | Number | % of total Shareholding | Amount | % of total Capital |
| 1-500 | 104340 | 83.88 | 11644697 | 4.68 |
| 501-1000 | 9701 | 7.80 | 7571880 | 3.04 |
| 1001-2000 | 5359 | 4.31 | 7953809 | 3.20 |
| 2001-3000 | 1787 | 1.44 | 4613464 | 1.85 |
| 3001-4000 | 702 | 0.56 | 2507075 | 1.01 |
| 4001-5000 | 594 | 0.48 | 2764191 | 1.11 |
| 5001-10000 | 1008 | 0.81 | 7320989 | 2.94 |
| 10001 onwards | 899 | 0.72 | 204482355 | 82.17 |
| Total | 124390 | 100.00 | 248858460 | 100.00 |


(iii) Categories of Shareholding:

The Categories of Shareholding as on 31st March, 2025 are as under:

| Category | Shareholders | | Shares | |
|--|---------------|-------------------------|------------------|--------------------|
| | Number | % of Total Shareholders | Amount (INR) | % of Total Capital |
| Promoter and Promoter Group | 13 | 0.01 | 143024997 | 57.47 |
| Central Government | 1 | 0.00 | 6000 | 0.00 |
| Clearing Members | 8 | 0.01 | 802 | 0.00 |
| Other Bodies Corporate | 428 | 0.34 | 11037416 | 4.44 |
| Director and relatives of Director | 1 | 0.00 | 2518 | 0.00 |
| Hindu Undivided Family | 1922 | 1.55 | 4718838 | 1.89 |
| Mutual Funds | 7 | 0.01 | 272933 | 0.11 |
| Nationalised Banks | 2 | 0.00 | 875 | 0.00 |
| Non Resident Indians | 1061 | 0.85 | 1471983 | 0.59 |
| Non Resident (Non Repatriable) | 824 | 0.66 | 821777 | 0.33 |
| Public | 120055 | 96.53 | 72020978 | 28.94 |
| Foreign Portfolio Investors (Corporate) | 55 | 0.04 | 3808960 | 1.53 |
| Unclaimed Shares | 1 | 0.00 | 12450 | 0.01 |
| Investor Education And Protection Fund | 1 | 0.00 | 4971056 | 2.00 |
| Relatives of promoters (Other than "Immediate relatives" of Promoters disclosed under Promoters and Promoter group category) | 8 | 0.00 | 6667017 | 2.68 |
| Any Other (specify) | 3 | 0.00 | 19860 | 0.01 |
| Total | 124390 | 100 | 248858460 | 100 |

(iv) Dematerialization of shares and liquidity:

Equity shares of the Company representing 99.18 per cent are dematerialized as on 31st March, 2025.

Under the Depository (NSDL & CDSL) System, the shares are dematerialized and are available in the electronic segment under International Securities Identification Number (ISIN) INE922A01025 which is allotted to the Company's shares.

(v) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on 31st March, 2025, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments, which may impact the Equity Share Capital of the Company.

(vi) Commodity price risk or foreign exchange risk and hedging activities:

The Company does not deal in commodities and hence, the disclosure pursuant to SEBI Circular dated 15th November, 2018 is not required to be given. However, the Company has taken suitable steps from time to time for protecting it against foreign exchange risk(s).

(vii) Plant locations:**(a) Satnoor Plant:**

Bhansali Nagar, Post: Paradsinga, Taluka: Sausar,
Dist.: Chhindwara, Satnoor - 480 108 (Madhya Pradesh).

(b) Abu Road Plant

Plot No. SP-138-143, Ambaji Industrial Area,
Abu Road, Sirohi - 307 026 (Rajasthan)

(viii) Address for correspondence: Registrar & Transfer Agent:

MUFG Intime India Private Limited
C-101, 247 Park, L. B. S.Marg, Vikhroli (West), Mumbai 400 083
Tel.: 022 - 4918 6000
Fax: 022 - 4918 6060
Website: www.in.mpms.mufg.com
E-mail: rnt.helpdesk@in.mpms.mufg.com

Company's Registered Office:

301 & 302, 3rd Floor, Peninsula Heights,
C. D. Barfiwala Road, Andheri (West),
Mumbai - 400 058
Tel.: 022 - 2621 6060-64 / 6910 6100
Website: www.bhansaliabs.com
E-mail: investors@bhansaliabs.com

For and on behalf of the board

B. M. Bhansali
Chairman & Managing Director
(DIN: 00102930)

Place : Mumbai

Date : 13th August, 2025



Annexure 3A

To,
The Members of
Bhansali Engineering Polymers Limited

We have examined the compliance of conditions of Corporate Governance by Bhansali Engineering Polymers Limited ('the Company'), for the year ended March 31, 2025, as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended from time to time.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examinations have been limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the Listing Regulations. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management of the Company, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of the Listing Regulations.

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

For and on behalf of
RATHI & ASSOCIATES
Company Secretaries

HIMANSHU S. KAMDAR
Partner
M. No. FCS No. 5171
CP No. 3030

Place : Mumbai
Date : 13th August, 2025

UDIN: _____

Annexure 3B

DECLARATION BY MANAGING DIRECTOR UNDER REGULATION 34(3) READ WITH SCHEDULE V OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the members of Board of Directors and Senior Management Personnel (including Chief Financial Officer, Company Secretary and President level employees) of the Company have affirmed compliance with the Code of Conduct of Bhansali Engineering Polymers Limited, as applicable to them, for the FY ended 31st March, 2025.'

For Bhansali Engineering Polymers Limited

B. M. Bhansali
Chairman & Managing Director

Place : Mumbai
Date : 13th August, 2025

Certificate

To,
The Members of
Bhansali Engineering Polymers Limited
Unit no 301 and 302, 3rd Floor,
Peninsula Heights, C.D. Barfiwala Road,
Andheri (West), Mumbai 400058.

Sub: Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Bhansali Engineering Polymers Limited (CIN: L27100MH1984PLC032637) (hereinafter referred to as '**the Company**') is a Public Limited Company incorporated under the provisions of the erstwhile Companies Act, 1956 and whose equity shares are listed on The National Stock Exchange of India Limited and BSE Limited, has approached us to issue certificate confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of the Company by the Board/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who are in their respective office as on 31st March, 2025 viz.

| Sr. No. | Name of the Director | DIN |
|---------|-----------------------------------|----------|
| 1. | Mr. Babulal Mishrimal Bhansali | 00102930 |
| 2. | Mr. Jayesh Babulal Bhansali | 01062853 |
| 3. | Mr. Dilip Krushnarao Shendre | 10566412 |
| 4. | Mr. Rohinton Bomanshaw Anklesaria | 10571057 |
| 5. | Mr. Firdaus Nariman Pavri | 10549118 |
| 6. | Mrs. Taruna Niraj Kumbhar | 08384526 |

and we certify that:

"None of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority."

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended 31st March, 2025, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

For RATHI AND ASSOCIATES

Company Secretaries

HIMANSHU S. KAMDAR

Partner

M. NO. FCS 5171

COP NO. 3030

UDIN: _____

Place : Mumbai

Date : 13th August, 2025



SECRETARIAL AUDIT REPORT

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

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2025

To,
The Members

BHANSALI ENGINEERING POLYMERS LIMITED

301 & 302, 3rd Floor, Peninsula Heights,
C. D. Barfiwala Road, Andheri (West),
Mumbai - 400058

Dear Sirs,

We have conducted secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **Bhansali Engineering Polymers Limited** (hereinafter called “**the Company**”) for the financial year ended on 31st March 2025. 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, Minutes books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2025, 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, Minutes books, Forms and Returns filed and other records maintained by the Company as given in **Annexure I** for the financial year ended on 31st March 2025, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:
 - a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and
 - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- v. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the Financial Year under report:
 - a) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - b) 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;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and
 - f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, there were no laws specifically applicable to the Company. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013 based on the information provided to us.

During the period under the report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as 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 including one-woman director in compliance with the provisions of the Companies Act, 2013. 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 Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

None of the members have communicated dissenting views, in the matters/ agenda proposed from time to time for consideration by the Board and its Committees, during the year under the report, hence were not required to be captured and recorded as part of the minutes.

Based on the records and processes explained to us for compliance under the provisions of other specific acts applicable to the Company, we further report that there are adequate systems and processes commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

There were no events/ actions which had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

**HIMANSHU S. KAMDAR
PARTNER**

MEM No. FCS: 5171

COP No. 3030

UDIN: F005171G000204898

Peer Review Cert. No: 6391/2025

Date : April 26, 2025

Place : Mumbai

Note: This report should be read with our letter of even date which is annexed as Annexure-II and forms an integral part of this report.

**ANNEXURE – I****List of documents verified**

1. Memorandum and Articles of Association of the Company.
2. Annual Report for the financial year ended March 31, 2024.
3. Minutes of the meetings of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Risk Management Committee held during the financial year under report.
4. Minutes of Annual General Meeting held during the financial year under report;
5. Proof of circulation & delivery of notice for Board meetings and Committee Meetings.
6. Proof of circulation of draft Board and Committee meetings minutes as per Secretarial Standards.
7. Various Policies made under the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
8. Statutory Registers maintained under the Companies Act, 2013;
9. Copies of Notice, Agenda and Notes to Agenda submitted to all the directors / members for the Board Meetings and Committee Meetings as well as resolutions passed by circulation;
10. Declarations received from the Directors of the Company pursuant to the provisions of Section 184(1), Section 164(2) and Section 149(7) of the Companies Act, 2013.
11. Intimations received from Directors under the Code of Prohibition of Insider Trading.
12. E-Forms filed by the Company, from time to time, under applicable provisions of the Companies Act, 2013 and attachments thereof during the financial year under report.
13. Intimations/documents/reports/returns filed with the Stock Exchanges pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year under report;
14. Confirmation related to payments of dividend made to its shareholders during the financial year under report;
15. E-mails evidencing dissemination of information related to closure of Trading window;
16. Internal Code of Conduct for prevention of Insider Trading by Employees / Directors / Designated Persons of the Company;
17. Statement of Related Party Transactions entered into by the Company during the financial year under report;
18. Compliance Certificate placed before the Board of Directors from time to time; and
19. Details of Sitting Fees paid to all Non - Executive Directors for attending the Board Meetings and Committees.

ANNEXURE - II

To

The Members

BHANSALI ENGINEERING POLYMERS LIMITED

301 & 302, 3rd Floor, Peninsula Heights,
CD Barfiwala Road, Andheri (West),
Mumbai, Maharashtra, 400058

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that 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.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

**HIMANSHU S. KAMDAR
PARTNER**

MEM No. FCS: 5171

COP No. 3030

UDIN: F005171G000204898

Peer Review Cert. No: 6391/2025

Date : April 26, 2025

Place : Mumbai



ANNEXURE 5

DISCLOSURE PURSUANT TO RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

| Sr. No. | Requirements | Disclosure |
|---------|---|---|
| 1 | The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25 | Managing Director – 310.74 Joint Managing Director cum CFO – 310.74 Executive Director – 8.95 |
| 2 | The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year | Managing Director – (0.33)% Joint Managing Director cum CFO- (0.33)% Executive Director – 7.54 % Company Secretary – 8.80 % |
| 3 | The percentage increase in the median remuneration of employees in the financial year | The median remuneration of the employees in the financial year was increased by 5.23 %. The calculation of percentage increase in median remuneration is done based on comparable employees. |
| 4 | The number of permanent employees on the rolls of Company | There were 496 permanent employees as on 31 st March, 2025. |
| 5 | Average percentile increase already made in the salaries of employees, other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration | Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year was 10.44 % and that of KMP was 1.26%. |
| 6 | Affirmation that the remuneration is as per the remuneration policy of the Company | Yes, It is confirmed. |

Disclosures as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Disclosures as required under Section 134 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, as amended, forms part of this report. However, pursuant to the provisions of Section 136 of the Act, this report is being sent to all shareholders of the Company excluding the aforesaid information and the said particulars will be made available at the registered office of the Company. The Members interested in obtaining such particulars may write to the Company Secretary at the registered office of the Company.

For Bhansali Engineering Polymers Limited

B. M. Bhansali
Chairman & Managing Director
(DIN: 00102930)

Place: Mumbai

Date : 13th August, 2025

ANNEXURE 6

DISCLOSURE PURSUANT TO SECTION 134(3) (M) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014.

A. Conservation of Energy:

Your Company's focus on Energy Management, Operational Excellence, Plant Reliability improvement continued during the year under report. Your Company continued its policy of giving priority to energy conservation measures including regular review of energy generation, distribution, consumption and effective control on utilization of energy in its manufacturing sites at Satnoor (Madhya Pradesh) and Abu Road (Rajasthan)

| Requirements | Disclosure |
|--|--|
| Steps taken or impact on conservation of energy | <ul style="list-style-type: none"> ➤ Variable Frequency Drive (VFD) installed for DM water pump and root Blower; ➤ Installed VFDs on the cooling tower fan motors with temperature controllers to optimize the fan operation & reduce power consumption ➤ Energy audit conducted for Air and Nitrogen; ➤ Zero Loss Moisture air traps installed in compressed air circuit; ➤ Heat Exchanger installed in F&D section for Heat recovery from waste water; ➤ Integrated Solar lights / water heater are installed to conserve Electrical energy; ➤ Thermosyphon system installed to all three SPS reactors to ensure safe operation and to conserve electrical power consumption (2160 KW/ month); ➤ External Steam trap audit conducted and Steam insulation Jacket provided at various location to conserve energy; ➤ Replaced 205 m² main line insulation from LRB to perlite type: Reducing heat loss from the main 6" pipeline due to aging effects |
| Steps taken by the company for utilizing alternate sources of energy | Feasibility of Installation of Solar Plants is being worked out. |
| Capital investment on energy conservation equipment | ₹15.08 Lakhs appx |


B. Technology Absorption:

| Efforts made towards technology absorption | |
|---|---|
| Benefits derived like product improvement, cost reduction, product development or import substitution | Based on the request of the customer, the R&D team has introduced a cost effective ABS-PMMA Piano jet black material which performs exceptionally well at the customers end, in the non-painting solution category for two-wheeler model. |
| In case of imported technology (imported during the last three years reckoned from beginning of the financial year) | NA |
| Details of technology imported | NA |
| Year of import | NA |
| Whether the technology has been fully absorbed | NA |
| If not fully absorbed, areas where absorption has not taken place, and the reasons thereof | NA |

Expenditure incurred on Research and Development:

| Sr. No. | Particulars | Amount (₹ in lakhs) |
|---------|---|------------------------|
| a. | Capital | 107.91 |
| b. | Recurring | 118.28 |
| c. | Total (a) + (b) | 226.19 |
| d. | Total R&D expenditure as a percentage of: | |
| | Gross Turnover | 0.14 |
| | Net Turnover | 0.16 |

C. Foreign Exchange Earnings & Outgo during the financial year under review:

| Particulars | Amount (₹ in lakhs) |
|---------------------------|------------------------|
| Foreign Exchange Earnings | 1,517.49 |
| Foreign Exchange Outgo | 79,365.03 |

For Bhansali Engineering Polymers Limited

B. M. Bhansali
Chairman & Managing Director
(DIN: 00102930)

Place: Mumbai

 Date : 13th August, 2025

Annexure 7

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

OF BHANASALI ENGINEERING POLYMERS LIMITED

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025

SECTION A: GENERAL DISCLOSURES

Details of the listed entity

| | | |
|-----|--|--|
| 1. | Corporate Identity Number (CIN) of the Listed Entity | L27100MH1984PLC032637 |
| 2. | Name of the Listed Entity | Bhansali Engineering Polymers Limited |
| 3. | Year of incorporation | 1984 |
| 4. | Registered office address | 301 & 302, 3 rd Floor Peninsula Heights, C.D Barfiwala Road, Andheri (West), Mumbai – 400058, Maharashtra |
| 5. | Corporate address | Same as Registered Office Address |
| 6. | E-mail | investors@bhansaliabs.com |
| 7. | Telephone | +91-22-2621 6060 – 64/69106100 |
| 8. | Website | www.bhansaliabs.com |
| 9. | Financial year for which reporting is being done | Financial year ended 31 st March, 2025 |
| 10. | Name of the Stock Exchange(s) where shares are listed | National Stock Exchange of India Limited and BSE Limited |
| 11. | Paid-up Capital | ₹ 24,88,58,460/- |
| 12. | Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report | Mr. Ashwin M. Patel Ph: +91-22-26216060-64 / 69106100 Email ID: investors@bhansaliabs.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). | Consolidated Basis |

Products / Services

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

| Sr. No. | Description of Main Activity | Description of Business Activity | % of Turnover of the entity |
|---------|------------------------------|---------------------------------------|-----------------------------|
| 1 | Petrochemical | Acrylonitrile Butadiene Styrene (ABS) | 89.87% |
| | | Styrene Acrylonitrile (SAN) | 1.83% |
| | | Trading Sales | 8.30% |

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

| Sr. No. | Product/Service | NIC Code | % of total Turnover contributed |
|---------|---|----------|---------------------------------|
| 1. | Acrylonitrile Butadiene Styrene Resins and Styrene Acrylonitrile Resins | 2209 | 91.70% |



Operations

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

| Location | Number of plants | Number of offices | Total |
|---------------|------------------|-------------------|-------|
| National | 2 | 7 | 9 |
| International | NIL | NIL | NIL |

17. Markets served by the entity:

a. Number of locations

| Locations | Number |
|----------------------------------|--------|
| National (No. of States) | 25 |
| International (No. of Countries) | 3 |

b. What is the contribution of exports as a percentage of the total turnover of the entity? - The contribution of exports was 0.28% of the total turnover of the Company for the Financial Year ended 31st March, 2025.

c. A brief on types of customers: The Company manufactures and supply high-quality thermoplastic resins (specialized ABS & SAN resins) in Automobiles (Two/ Three/ Four Wheelers), Home Appliances (Refrigerator, Air conditioner), Television, Electronics, Healthcare, Kitchen appliances, Stationery items and toys etc.

Our, Customers are grouped into following Two categories:

- Business-to-Business (B2B):** Major Original Equipment Manufacturers (OEMs) in the automotive sector.
- Business-to-Emerging Corporate Accounts (B2ECA):** Micro, Small and Medium Enterprises (MSMEs).

Employees

18. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

| Sr. No. | Particulars | Total (A) | Male | | Female | |
|-----------|--------------------------|-----------|--------|-----------|--------|-----------|
| | | | No.(B) | % (B / A) | No.(C) | % (C / A) |
| EMPLOYEES | | | | | | |
| 1. | Permanent (D) | 425 | 420 | 98.82 | 5 | 1.18 |
| 2. | Other than Permanent (E) | 10 | 10 | 100 | 0 | 0 |
| 3. | Total employees (D + E) | 435 | 430 | 98.85 | 5 | 1.15 |
| WORKERS | | | | | | |
| 4. | Permanent (F) | 71 | 71 | 100 | 0 | 0 |
| 5. | Other than Permanent (G) | 260 | 260 | 100 | 0 | 0 |
| 6. | Total workers (F + G) | 331 | 331 | 100 | 0 | 0 |

The Company respects differences that are fundamental to an individual's identity, such as age, gender, ethnicity, race, physical ability, mental ability and sexual orientation, as well as latent and invisible differences that shape our perspectives, like education, work experience, parental status, etc. The Company is committed to being an equal opportunity employer, maintaining dignity and respect for all.

The Company is committed to providing equal opportunity to all employees without regard to their race, caste, gender, religion, colour, nationality, disability, etc. All employees (including permanent, temporary, trainees, and contract employees) are treated with dignity with a view to maintaining a safe work environment.

b. Differently abled Employees and workers:

| Sr. No. | Particulars | Total (A) | Male | | Female | |
|-----------------------------|--|-----------|---------|-----------|---------|-----------|
| | | | No. (B) | % (B / A) | No. (C) | % (C / A) |
| DIFFERENTLY ABLED EMPLOYEES | | | | | | |
| 1. | Permanent (D) | 1 | 1 | 100 | 0 | 0 |
| 2. | Other than Permanent (E) | 0 | 0 | 0 | 0 | 0 |
| 3. | Total differently abled employees (D + E) | 1 | 1 | 100 | 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 differently abled workers (F + G) | 0 | 0 | 0 | 0 | 0 |

19. Participation / Inclusion / Representation of women

| | Total (A) | No. and percentage of Females | |
|------------------------------|-----------|-------------------------------|-----------|
| | | No. (B) | % (B / A) |
| Board of Directors | 6 | 1 | 16.67 |
| Key Management Personnel (*) | 4 | 0 | 0 |

(*) Includes Chairman & Managing Director, Executive Directors, CFO & Company Secretary

20. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

| | FY 2024-25 (Turnover rate in current FY) | | | FY 2023-24 (Turnover rate in previous FY) | | | FY 2022-23 (Turnover rate in the year prior to the previous FY) | | |
|---------------------|---|--------|-------|--|--------|-------|--|--------|-------|
| | Male | Female | Total | Male | Female | Total | Male | Female | Total |
| Permanent Employees | 23.56 | 0.24 | 23.80 | 23.42 | 0.53 | 23.95 | 19.83 | 0 | 19.83 |
| Permanent Workers | 9.40 | 0 | 9.40 | 7.36 | 0 | 7.36 | 5.56 | 0 | 5.56 |

Holding, Subsidiary and Associate Companies (including joint ventures)

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

| Sr. 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. | Bhansali Nippon A&L Private Limited | Joint Venture Company | 50 | Yes |


CSR Details

 22. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No): **Yes**

 (ii) Turnover (in ₹) : **1,39,774.37 lakhs**

 (iii) Net worth (in ₹) As on 31st March, 2025: **1,00,047.02 lakhs**
Transparency and Disclosures Compliances

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

| Stakeholder group from whom complaint is received | Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy) | FY 2024-25 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|---|--|--|--|----------------|--|--|----------------|
| | | 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 | NIL | NIL | Not Applicable | NIL | NIL | Not Applicable |
| Investors (other than shareholders) | Yes | NIL | NIL | Not Applicable | NIL | NIL | Not Applicable |
| Shareholders | Yes | 58 | NIL | Not Applicable | 31 | NIL | Not Applicable |
| Employees and workers | Yes | NIL | NIL | Not Applicable | NIL | NIL | Not Applicable |
| Customers | Yes | NIL | NIL | Not Applicable | NIL | NIL | Not Applicable |
| Value Chain Partners | Yes | NIL | NIL | Not Applicable | NIL | NIL | Not Applicable |
| Other (please specify) | NIL | NIL | NIL | Not Applicable | NIL | NIL | Not Applicable |

24. 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.

| Sr. No. | Material issue identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---------|---|--|---|--|--|
| 1. | Air emissions and air quality management | Risk | The key parameter in measuring environmental performance is the control of emissions. The systems must be effectively maintained to ensure that emissions remain within the prescribed limits. Exceeding these limits could negatively affect community perception and result in regulatory consequences. | The Company is committed in preventing, reducing and mitigating air emissions and minimizing environmental impact through comprehensive policies. Initiatives include periodic air quality assessments, continuous monitoring of stack emissions to ensure effective emission control and continuous improvement in environmental performance. | Negative |
| 2. | Occupational Health and Safety (OHS) and Environment Safety | Risk and Opportunity | <p>Employees in manufacturing of ABS and SAN Resins are exposed to various inherent operational risk, including high pressure and temperature operations, hazardous substances and heavy machinery. Developing a strong safety culture is critical for proactively mitigating these risks, which if unaddressed, can lead to financial losses, medical costs, legal liabilities, and reduced productivity.</p> <p>Leveraging our vast manufacturing expertise, we have safety culture that prioritizes employee well-being. This not only enhances operational efficiency but also instils confidence in the workforce, leading to improved product quality and cost savings over time.</p> | <p>The Company is committed to achieve zero harm, for which it has established robust incident reporting and investigation procedures supported by a Corrective and Preventive Action (CAPA) system. Routine safety meetings are conducted to review plant inspections, risk assessments, job safety analyses, and the implementation of the permit-to-work system.</p> <p>Advanced methodologies such as HAZOP studies, Quantitative Risk Assessments (QRA) and Environmental Impact Assessments (EIA) are also integrated into our safety framework. These discussions lead to the development of targeted remedial action plans aimed at mitigating operational risks and enhancing overall safety performance.</p> | <p>Risk: Negative</p> <p>Opportunity: Positive</p> |



| Sr. No. | Material issue identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---------|---|--|--|---|--|
| 3. | Business Ethics, Compliance, and Governance | Risk | <p>Risk: Non-compliance with regulatory and legal requirements may impair the Company's reputation.</p> <p>Strong and fully embedded commitment to ethical business practices strengthens our competitive edge in the market. By fostering a culture of integrity and accountability, we build trust with stakeholders, investors and the communities we serve.</p> <p>Non-compliance can result in serious consequences, including legal penalties, reputational damage, and operational disruptions. As such, maintaining robust compliance systems and regularly updating internal controls is critical to safeguarding the Company's operations and long-term sustainability</p> | <p>Key Managerial Personnel are responsible and accountable for ensuring effective, timely, and appropriate compliance with regulatory and legal mandates.</p> <p>We operate in accordance with a well-defined Code of Conduct, which sets the standard for ethical behaviour across the organization.</p> <p>To ensure transparency and accountability, the Company has implemented a Whistle Blower Policy. This policy empowers employees, vendors, and channel partners to confidentially report any concerns related to unethical business practices without fear of retaliation.</p> <p>The Company internally tracks and monitors applicable compliance obligations and renewal requirements. Regular internal and external audits, along with periodic reviews, are conducted to verify adherence to all regulatory mandates. The Company has also assigned Key Managerial Personnel with the responsibility of ensuring effective, timely and appropriate compliance with legal and regulatory requirements. This structured approach strengthens our governance framework and reinforces our commitment to operating with integrity and in full compliance with the law(s).</p> | Risk: Negative |

| Sr. No. | Material issue identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---------|---------------------------|--|--|---|--|
| 4. | Waste Management | Risk | <p>Manufacturing processes inevitably produce hazardous waste.</p> <p>Effectively managing the transportation, treatment, storage and disposal of such waste has both legal and operational challenges, requiring strict adherence to environmental regulations</p> | <p>Waste management practices includes (i) segregation at source, (ii) responsible disposal of hazardous waste and (iii) reducing waste.</p> <p>Waste disposal is carried out through appropriate methods ensuring that all waste is directed through authorised disposal channels adhering to laws and regulations of respective State Pollution Control Boards.</p> <p>The Company is fully committed to efficient, safe and responsible waste management.</p> | Negative |
| 5. | Water Stewardship | Opportunity | <p>The Company's operations require significant amount of water for various industrial processes, which may have a impact on local water resources. Recognizing this, the Company is committed to responsible water management as a critical component of our sustainability strategy.</p> | <p>The Company believes in ensuring optimum utilisation of water resources through efficient usage. There is 'zero discharge' outside the plants and the treated water is used for development of green belt. The Company propose to recycle and reuse through RO system in expansion project.</p> <p>As part of our commitment to environmental sustainability, we have implemented a Zero Liquid Discharge (ZLD) system. It ensures that all wastewater is treated, recycled and reused within the facility, with no liquid waste being discharged into the environment. The treated water is then utilized for the development of our green belt, enhancing the ecological environment around our facility</p> | Positive |



| Sr. No. | Material issue identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---------|----------------------------------|--|---|--|--|
| 6. | Human Rights & Labour Conditions | Opportunity | The Company believes in equality, non- discrimination, integrity & ethics, customer satisfaction, accountability and having a culture of care and trust. This is embedded in its various corporate policies. | - | Positive |
| 7. | Supply Chain Management | Risk and Opportunity | <p>Regular interactions with Stakeholders has helped in having long lasting business relationships resulting in responsible and sustainable operations.</p> <p>Suppliers are an integral part of our business. We recognize that our success is inter-connected with the performance and conduct of our supply chain partners.</p> <p>By fostering relationships built on responsibility, integrity, and compliance, we strengthen the entire business ecosystem. Our approach ensures that all partners operate in alignment with our values and standards, contributing to ethical, sustainable and efficient operations.</p> | Regular interactions with our stakeholders have been key to building long-lasting, mutually beneficial business relationships. These ongoing dialogues enable us to better understand their needs and concerns, fostering a collaborative environment. As a result, we are able to maintain responsible and sustainable operations that align with the expectations of all parties involved. | Risk – Negative Opportunity – Positive |

| Sr. No. | Material issue identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---------|---------------------------|--|---|--|--|
| 8. | Community Development | Opportunity | <p>With the motive of 'giving back to the society' the Company through various NGOs / Trusts helps in betterment of the weaker strata of the Communities in the nearby areas.</p> <p>We are committed to creating a long-term positive social impact through focused corporate social responsibility (CSR) initiatives. Our approach goes beyond compliance, aiming to support local development and well-being.</p> | - | Positive |
| 9. | Economic Performance | Opportunity | <p>Identifying and responding to key demand dynamics in Indian markets is critical to meeting our operational targets. By closely monitoring market trends and proactively adapting the same, we ensure sustained business growth.</p> <p>We are committed to enhancing our economic performance through development of value-added offerings and integration of sustainable practices.</p> <p>This approach not only strengthens our market position but also supports long-term resilience and profitability.</p> | Not Applicable | Positive |



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 National Guidelines for Responsible Business Conduct (NGRBC) Principles and Core Elements. The NGRBC as prescribed by the Ministry of Corporate Affairs advocate nine principles referred as P1-P9.

| | | |
|----|---|--|
| P1 | Governance with Ethics, Transparency and Accountability | Businesses should conduct and govern themselves with Ethics, Transparency and Accountability. |
| P2 | Providing Sustainable Services | Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle. |
| P3 | Promote Employees' Well-being | Businesses should promote the wellbeing of all employees. |
| P4 | Stakeholder Engagement | Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized. |
| P5 | Promote Human Rights | Businesses should respect and promote human rights. |
| P6 | Reducing Environmental Impact | Businesses should respect, protect, and make efforts to restore the environment. |
| P7 | Responsible Policy Advocacy | Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner. |
| P8 | Inclusive Growth & Equitable Development | Businesses should support inclusive growth and equitable development. |
| P9 | Providing Value to Customers | Businesses should engage with and provide value to their customers and consumers in a responsible manner. |

| Disclosure Questions | | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---------------------------------|---|---|-----|-----|-----|-----|-----|-----|-----|-----|
| Policy and management processes | | | | | | | | | | |
| 1. | a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No) | 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.bhansaliabs.com/policies | | | | | | | | |
| 2. | Whether the entity has translated the policy into procedures. (Yes / No) | Yes, wherever required. | | | | | | | | |
| 3. | Do the enlisted policies extend to your value chain partners? (Yes/No) | No | No | No | No | No | No | No | No | No |
| 4. | Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fair trade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle. | <p>Most of the principles are covered by our Code of Conduct which is in line with national and international standards and practices.</p> <p>The Company has ISO 9001-2015 certification (Quality Management Certificate) for its Manufacturing units.</p> <p>Further, Company has obtained accreditation under the BIS Certification for ABS Grades as per IS 17077 (Part 1):2022 and applied all relevant standards and norms in compliance with the same.</p> | | | | | | | | |
| 5. | Specific commitments, goals and targets set by the entity with defined timelines, if any. | - | | | | | | | | |
| 6. | Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met. | - | | | | | | | | |

Governance, Leadership and Oversight

| Disclosure Questions | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 | | | | | | | | | |
|---|--|----|----|----|----|----|----|----|----|--|----|----|----|----|----|----|----|----|
| <p>7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)</p> <p>Global warming and climate change continue to pose significant risks to economic stability, environmental security, and social well-being. As a responsible corporate citizen, we acknowledge the growing urgency to address these global concerns by aligning our business strategies with principles of sustainability and inclusive growth. Transitioning to a low-carbon, climate-resilient economy is no longer optional—it is imperative.</p> <p>Recognizing this, we have embedded Environmental, Social and Governance (ESG) principles at the core of our operations. The introduction of the Business Responsibility and Sustainability Report (BRSR) framework by SEBI for the top 1000 listed companies from FY 2022–23 marks a critical milestone in advancing sustainability reporting in India. We welcome this shift, which places non-financial disclosures on par with financial reporting, enhancing transparency and accountability in corporate performance.</p> <p>We recognize that building a sustainable and resilient business is a long-term commitment. We continue to reassess and align our policies and practices with national and global ESG standards. Our Board and senior leadership remain actively engaged in steering these efforts, ensuring that we deliver value not just to our shareholders, but to all stakeholders.</p> <p>As we move forward, we remain committed to transparency, accountability, and innovation in driving our ESG agenda, while contributing meaningfully to the broader vision of sustainable development.</p> | | | | | | | | | | | | | | | | | | |
| 8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies). | Name: Mr. Babulal M. Bhansali Designation: Chairman & Managing Director DIN: 00102930 | | | | | | | | | | | | | | | | | |
| 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. | The Company has instituted a Board-level Safety, Health and Environment (SHE) Committee, which plays a critical role in providing strategic direction and oversight. This Committee ensures that safety, environmental and sustainability considerations are integrated in strategic initiatives, audit recommendations, and continuous improvement plans. It reinforces the Company's commitment to responsible operations and long-term value creation. | | | | | | | | | | | | | | | | | |
| The responsibility for sustainability-related decision-making rests with the Managing Director. | | | | | | | | | | | | | | | | | | |
| 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) | | | | | | | | |
| | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
| Performance against above policies and follow up action | As a practice, Business Responsibility policies of the Company are reviewed periodically or on a need basis by Senior Leadership Team including Managing Director & Executive Director. During the assessment, the efficacy of the policies is reviewed and necessary changes to policies and procedures as required are implemented. | | | | | | | | | | | | | | | | | |
| Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances | The Company is Compliant with relevant principles, applicable rules and regulations. Compliance to the regulatory requirement are reviewed on regular basis. | | | | | | | | | | | | | | | | | |



| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|--|-----|-----|-----|-----|-----|-----|-----|-----|
| 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. | The Company conducts periodic review of the charters, policies internally by the Senior Management and Board Committees which then drives the policies, projects and performance of basis aspects of business responsibility and sustainability. | | | | | | | | |

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

| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|--|-----|-----|-----|-----|-----|-----|-----|-----|
| The entity does not consider the Principles material to its business (Yes/No) | All principles are covered by policies | | | | | | | | |
| 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 / principles covered under the training and its impact | % age of persons in respective category covered by the awareness programmes |
|-----------------------------------|--|--|---|
| Board of Directors (BoD) | 1 | Business, strategy, risk, update of laws, Principles of Corporate Governance | 100 |
| Key Managerial Personnel (KMP) | 1 | Business, strategy, risk, update of laws, Principles of Corporate Governance | 100 |
| Employees other than BoD and KMPs | 12 | Induction Training, business ethics and values, Code of Conduct | 100 |
| | 5 | Advance MS Excel Training | 29 |
| | 4 | Technical Skill Enhancement Training | 21 |
| | 9 | Awareness on Health, Safety and Environment | 100 |
| | 2 | 5-S Awareness Training | 10 |
| Workers | 12 | Induction Training, business ethics and values, Code of Conduct | 100 |
| | 10 | Awareness on Health, Safety and Environment | 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 | | | | |
| Settlement | | | | | |
| Compounding fee | | | | | |
| Non-Monetary | | | | | |
| | NGRBC Principle | Name of the regulatory/ enforcement agencies/ judicial institutions | Brief of the Case | | Has an appeal been preferred? (Yes/No) |
| Imprisonment | Nil | | | | |
| Punishment | | | | | |

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

| Case Details | Name of the regulatory/ enforcement agencies/ judicial institutions |
|----------------|---|
| 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- **Yes, the Company has adopted the Code of Conduct and is steadfast in its commitment to uphold professionalism, fairness and integrity in all aspects of their business operations and relationships. Company's stance on bribery and corruption is unequivocal—we maintain a 'zero-tolerance' 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 (Current Financial Year) | FY 2023-24 (Previous Financial Year) |
|-----------|--|---|
| Directors | Nil | Nil |
| KMPs | | |
| Employees | | |
| Workers | | |



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

| | FY 2024-25 (Current Financial Year) | | FY 2023-24 (Previous Financial Year) | |
|--|--|---------|---|---------|
| | Number | Remarks | Number | Remarks |
| Number of complaints received in relation to issues of Conflict of Interest of the Directors | NIL | NA | NIL | NA |
| Number of complaints received in relation to issues of Conflict of Interest of the KMPs | | | | |

 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. – **No such instances.**

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 |
|---|--|--|
| NIL | NIL | NIL |

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. – **The Company has processes on avoidance / management of conflict of interests involving members of the Board, which may arise due to Directors joining the Boards of other companies or conflicts which may take place during the course of normal business activities. The process allows the Directors to recuse themselves from the discussions pertaining to the matters, which could result in conflict of interest. The Directors have to exercise their responsibilities in a bonafide manner, in the interest of the Company. The Directors must avoid allowing external factors to influence their independent and objective judgment, ensuring their actions serve the Company's paramount interests. Additionally, Directors must not abuse their positions to gain any personal benefit, whether directly or indirectly, at the Company's expense. Any potential or actual conflict of interest involving a Board member must be promptly reported to the Chairman of the Audit Committee or the Chairman of the Board.**

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.

| | Current Financial Year | Previous Financial Year | Details of improvements in environmental and social impacts |
|-------|------------------------|-------------------------|--|
| R&D | 118.28 lakhs (52.29%) | 71.21 lakhs (100%) | All R&D Investments are focused at sustainable technologies and application development enabling customers in Automobiles, Home appliances and electrical industry to improve fuel efficiency, energy storage devices, human health and well-being from sustainable sources. |
| Capex | 107.91 lakhs (47.71%) | Nil | <p>Refer Point 6 of Leadership Indicator of Principle 6 (New R&D facilities and measuring technology)</p> <ol style="list-style-type: none"> 1) Established technology to measure Volatile Organic Compounds in our product; 2) Installed new low temperature chamber for measuring impact data under low temperature, mainly required for developing new grades for auto-market; 3) Installed a new temperature and humidity controlled chamber for testing material under higher humidity condition. <p>(New process development)</p> <ol style="list-style-type: none"> 1) Successfully completed pilot plant trial to improve ETP performance; 2) Successfully completed Pilot trial to recover unreacted BDE monomer from reactor. |

2.
 - a. Does the entity have procedures in place for sustainable sourcing? (Yes/No) - **The Company has a procedure for sustainable sourcing where all the new and existing supply chain partners are mandatorily evaluated on environment, health & safety and sustainability parameters before on-boarding. The key raw material viz. 'Styrene' and 'Acrylonitrile Monomers' are import dependent (as there is no indigenous producer for these monomers). The only raw material which is indigenously available is Butadiene monomer, which constitutes around 14 per cent of the total raw material consumption. Majority of the key raw material is sourced sustainably. The Company follows sustainable approach for ensuring optimum utilization of its resources.**
 - b. If yes, what percentage of inputs were sourced sustainably? – **All key raw materials are sustainably sourced.**



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. **The Company's manufacturing plants are governed by the Consent to Operate and authorisation under the Hazardous Waste Management Rules. Under these Rules / Regulations, the Company has declared all its waste. All the wastes generated are handed over to disposal service providers who are authorised to do so by State Pollution Control Board, ensuring that the waste is properly disposed off.]**

| Waste Type | Waste Management Procedure In Place |
|-------------------------------|--|
| Plastic (including packaging) | <p>The Company has a valid EPR Certificate under PWM Rules 2016 [as amended] for disposal of plastic waste through authorized PWP and obtain EPR credits.</p> <p>The philosophy of 3R viz. Reduce, Reuse and Recycle is in place. By addressing process breakdowns and arresting spills & leakages, the Company was in a position to reduce waste generation by around 10%.</p> <p>The packaging bags are used multiple (3 – 4) times for transportation of HRG. The bags are disposed in a phased manner, resulting in its reduced consumption.</p> |
| E-waste | Disposed through authorized recycler base or through license vendor on requirement. Battery waste is returned to Supplier under buyback and records are maintained. |
| Hazardous waste | The Company has entered into agreement with PCB, Madhya Pradesh and Re-sustainability Ltd, Udaipur for disposal of hazardous waste generated at respective plant site. |
| Other waste | Bio-medical waste is disposed through authorized waste collector, approved by Madhya Pradesh Pollution Control Board. |

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. – **The Company acknowledges its responsibilities under the Extended Producer Responsibility (EPR) framework and confirms that EPR is applicable to its operations. While the Company manufactures intermediate products that serve as input materials for downstream industries, the packaging materials used become pre-consumer plastic waste for our customers. These materials are either recycled by the customers or managed through authorized channels.**

In alignment with its EPR obligations, the Company has implemented a robust waste management system. All waste packaging materials are handled through Waste Management Agencies (WMAs) and processed by CPCB-certified recyclers, in accordance with the EPR plan submitted to the Central Pollution Control Board (CPCB).

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? **No**

| 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. |
|----------------|---------------------------|---------------------------------|--|---|--|
| Not Applicable | | | | | |

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 Current Financial Year | FY 2023-24 Previous Financial Year |
| NIL | NIL | NIL |

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 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|--------------------------------|--------------------------------------|----------|-----------------|---------------------------------------|----------|-----------------|
| | Re-Used | Recycled | Safely Disposed | Re-Used | Recycled | Safely Disposed |
| Plastics (including packaging) | NIL | NIL | NIL | NIL | NIL | NIL |
| E-waste | NIL | NIL | NIL | NIL | NIL | NIL |
| Hazardous waste | NIL | NIL | NIL | NIL | NIL | NIL |
| Other waste | NIL | NIL | NIL | NIL | NIL | NIL |

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 | |
| | | No. (B) | % (B / A) | No. (C) | % (C / A) | No. (D) | % (D / A) | No. (E) | % (E / A) | No. (F) | % (F / A) |
| Permanent Employees | | | | | | | | | | | |
| Male | 420 | 25 | 5.95 | 420 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| Female | 5 | 0 | 0 | 5 | 100 | 5 | 100 | 0 | 0 | 0 | 0 |
| Total | 425 | 25 | 5.88 | 425 | 100 | 5 | 1.18 | 0 | 0 | 0 | 0 |
| Other than Permanent Employees | | | | | | | | | | | |
| Male | 10 | 0 | 0 | 10 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| Female | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 10 | 0 | 0 | 10 | 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 | |
| | | No. (B) | % (B / A) | No. (C) | % (C / A) | No. (D) | % (D / A) | No. (E) | % (E / A) | No. (F) | % (F / A) |
| Permanent Workers | | | | | | | | | | | |
| Male | 71 | 0 | 0 | 71 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| Female | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 71 | 0 | 0 | 71 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| Other than Permanent Workers | | | | | | | | | | | |
| Male | 260 | 8 | 3.08 | 260 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| Female | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 260 | 8 | 3.08 | 260 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |

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

| Benefits | FY 2024-25 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|------------------------------|--|--|--|--|--|--|
| | 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 | 420 (98.82%) | 331 (100%) | Y | 393 (98.25%) | 313 (100%) | Y |
| Gratuity | 421 (99.06%) | 71 (21.45%) | Y | 394 (98.50%) | 78 (24.92%) | Y |
| ESI | NA | NA | NA | NA | NA | NA |
| Others – Superannuation fund | 2 (0.47%) | 0 | Y | 2 (0.50%) | NA | Y |

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard. **Yes, the Company's plants and offices are accessible to differently abled employees.**

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy. **Yes, the Company's policy on hiring does not discriminate against persons with disabilities.**
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 | NA | NA | NA | NA |
| Female | NA | NA | NA | NA |
| Total | NA | NA | NA | NA |

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, Grievance(s) by employees and workers need to be submitted to their supervisor who would take appropriate action to resolve the grievance(s) within 48 hours of its receipt. Supervisor to forward the unresolved grievance to Head of Department (HOD) within 72 hours of its receipt. HOD investigates the matter and takes suitable action (in coordination with the Human Resource Team) within 4 days of receipt of such grievance. The grievance remaining unresolved at this level is forwarded to the unit head. Further, Unresolved grievance, if any, is escalated to the KMP for final resolution. |
| Other than Permanent Workers | |
| Permanent Employees | |
| Other than Permanent Employees | |



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

| Category | FY 2024-25 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|----------------------------------|--|---|------------|--|---|------------|
| | 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 | 425 | NIL | NIL | 400 | NIL | NIL |
| Male | 420 | NIL | NIL | 397 | NIL | NIL |
| Female | 5 | NIL | NIL | 3 | NIL | NIL |
| Total Permanent Workers | 71 | 71 | 100 | 78 | 78 | 100 |
| Male | 71 | 71 | 100 | 78 | 78 | 100 |
| Female | NIL | NIL | NIL | NIL | NIL | NIL |

8. Details of training given to employees and workers:

| Category | FY 2024-25 Current Financial Year | | | | | FY 2023-24 Previous Financial Year | | | | |
|------------------|--------------------------------------|-------------------------------|------------|-----------------------|------------|---------------------------------------|-------------------------------|------------|-----------------------|------------|
| | Total (A) | On Health and safety measures | | On Skill up gradation | | Total (D) | On Health and safety measures | | On Skill up gradation | |
| | | No. (B) | % (B / A) | No. (C) | % (C / A) | | No. (E) | % (E / D) | No. (F) | % (F / D) |
| Employees | | | | | | | | | | |
| Male | 420 | 420 | 100 | 420 | 100 | 397 | 397 | 100 | 397 | 100 |
| Female | 5 | 5 | 100 | 5 | 100 | 3 | 3 | 100 | 3 | 100 |
| Total | 425 | 425 | 100 | 425 | 100 | 400 | 400 | 100 | 400 | 100 |
| Workers | | | | | | | | | | |
| Male | 71 | 71 | 100 | 71 | 100 | 78 | 78 | 100 | 78 | 100 |
| Female | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| Total | 71 | 71 | 100 | 71 | 100 | 78 | 78 | 100 | 78 | 100 |

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

| Category | FY 2024-25 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|------------------|--------------------------------------|---------|-----------|---------------------------------------|--------|-----------|
| | Total (A) | No. (B) | % (B / A) | Total (C) | No.(D) | % (D / C) |
| Employees | | | | | | |
| Male | 420 | 420 | 100 | 397 | 397 | 100 |
| Female | 5 | 5 | 100 | 3 | 3 | 100 |
| Workers | | | | | | |
| Male | 71 | 71 | 100 | 78 | 78 | 100 |
| Female | NIL | NIL | NIL | NIL | NIL | NIL |

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 of such system?

The Company places highest priority on the health, safety and well-being of its employees, workers, and all relevant stakeholders. A robust Occupational Health and Safety Management System (OHSMS) has been implemented to maintain safe and healthy working conditions across all operational areas, including manufacturing units, offices, and research laboratories.

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

The Company has implemented a comprehensive Risk Management Framework as an essential component of its commitment to occupational health, safety, environmental protection and business continuity. This framework is crucial for the prevention of incidents, injuries, occupational diseases, emergency events and operational disruptions.

Key elements of the risk management process include:

Hazard Identification:

The plant sites follows a structured Hazard Identification through Plant inspections, Plant Safety Committee meeting, Job Safety Analysis & Risk Management Process.

Routine and Non-Routine Activity Risk Assessment:

All activities, whether routine or permit-based/project related, are assessed through tools such as Hazard Identification & Risk Assessment (HIRA), Job Safety Analysis (JSA) and adherence to Standard Operating Procedures (SOPs) before commencement.

Cross-Functional Team Involvement:

Risk assessments are carried out by trained, cross-functional teams to ensure diverse expertise and comprehensive analysis.

Advanced Safety Analysis Techniques:

Wherever applicable, techniques like Process Hazard Analysis (PHA), What-If Analysis and Failure Mode & Effect Analysis (FMEA) are used for risk evaluations.

Process and Functional Safety:

The Company has formal procedures in place for managing process safety and functional safety, supported by internal and external engineering reviews.


Hazardous Material Management/ Risk Evaluation:

The Company has detailed Quantitative Risk Assessments (QRA), HAZOP Studies, and engineering controls for handling Hazardous Material, which are periodically reviewed by qualified experts.

Employee & Contractor Involvement:

Employees and contractors are encouraged to actively identify and report unsafe conditions. These reports are systematically tracked and resolved to ensure ongoing risk mitigation.

Training & Competency:

Various training on Safety, Functional, Behavioral and Motivational aspects are provided to employees / workers, ensuring competency, awareness and accountability at all levels.

Internal and External Audits:

The Safety Management System is internally assessed on regular basis and reviewed by external qualified consultants. Recommendations are tracked and implemented, maintaining high standards.

- c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N) **Yes, we encourage our employees to report near-miss incidents identified through various modes, which is analysed by the Safety Committee. Each site has specific procedure for reporting of work-related hazard, injuries, unsafe condition and unsafe act.**
- d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No) – **Yes**

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

| Safety Incident / Number | Category | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|--|-----------|---|--|
| Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) | Employees | NIL | NIL |
| | Workers | NIL | NIL |
| Total recordable work-related injuries | Employees | NIL | NIL |
| | Workers | NIL | NIL |
| No. of fatalities | Employees | NIL | NIL |
| | Workers | NIL | NIL |
| High consequence work-related injury or ill-health (excluding fatalities) | Employees | NIL | NIL |
| | Workers | NIL | NIL |

12. Describe the measures taken by the entity to ensure a safe and healthy work place. – **The Company believes in providing healthy and safe working environment to its employees and workers. The Company follows effective incident and investigation procedures and CAPA System. In order to ensure healthy work place, following measures were taken:**
 - ❖ **MICU Ambulance with better features is procured.**
 - ❖ **Safety equipment's Diphoterine kit, Electrical rescue hook, Water gel blanket, Motion Sensor are in place for enhanced safety of the employees.**
 - ❖ **Lifeline installation at all the truck/tanker unloading stations**
 - ❖ **Replacement of old firefighting equipment's such as fire extinguishers/ hydrant valves etc. to enhance firefighting efficiency.**
 - ❖ **Regular site safety inspections, trainings/TBT imparted to employees/workmen.**
 - ❖ **Half Yearly Medical Check-ups for all employees.**

- ❖ **Reporting of near misses to prevent future incidents. PSSR etc. helps in keeping the employees safe & healthy at workplace.**
- ❖ **Celebration of safety week and Environment day to foster culture of safety and commitment to environment.**
- ❖ **Plant safety meetings are conducted at regular intervals wherein plant inspection, risk assessment, work method statement, job safety analysis, toolbox talk, HAZOP & permit to work system are discussed on regular basis.**

In order to mitigate any unforeseen eventualities, adequate emergency preparedness is put in place.

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

| | FY 2024-25 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|--------------------|--------------------------------------|---|---------|---------------------------------------|---|---------|
| | Filed during the year | Pending resolution at the end of the year | Remarks | Filed during the year | Pending resolution at the end of the year | Remarks |
| Working Conditions | NIL | NIL | NA | NIL | NIL | NA |
| Health & Safety | NIL | NIL | NA | NIL | NIL | NA |

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% - Abu Road Plant - Plant Safety Audit & Electrical Safety audit are being conducted by Bureau Veritas India Private Limited whereas for Satnoor Plant the same is being conducted by Factory Inspector and Electrical Inspector as per schedule. |
| Working Conditions | 100% - Safety inspection is not only being conducted internally but also by Competent person at Company's plants and offices |



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.-

Preventive and proactive measures undertaken to minimize workplace accidents and ensure a safe working environment are as under:

- ❖ **HT Transmission (33 KV) Pole height increased as part of Safety improvement for Vehicle Transport movement.**
- ❖ **Boiler feed water tank level guage is provided with level switch indicator for annunciation in Boiler control room, to enhance quick response and immediate action.**
- ❖ **Audio alarm and Public address system provided at ETP (Effluent Treatment Plant) location for proper Emergency communication.**
- ❖ **Auto-control mechanism adapted for temperature control of Anti-oxidant solution tank to mitigate human intervention.**
- ❖ **Clearly defined job roles and responsibilities, including safety-related duties.**
- ❖ **Fire and emergency response preparedness, including mock drills and fire drills.**
- ❖ **Behaviour-Based Safety (BBS) programs to enhance safety culture.**
- ❖ **Daily Safety Plant Round.**
- ❖ **Annual safety audits (internal and external). Observations / concerns, if any, pointed by the auditors are discussed in detail and appropriate actions are immediately taken**

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N). **Yes, the Company has in place the Group Accident Policy and the Workmen Compensation Policy.**
2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners. **The Company monitors remittance of statutory dues by value chain partners as part of processing their bills on a regular basis with periodic audits.**
3. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

| | Total no. of affected employees / 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 Current Financial Year | FY 2023-24 Previous Financial Year | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
| Employees | NIL | NIL | NIL | NIL |
| Workers | NIL | NIL | NIL | NIL |

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) - **Yes, subject to conditions, the Company provides assistance as and when required.**

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 | NIL |
| Working conditions | NIL |

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. **No such assessment was performed.**

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. **The Company identifies stakeholder groups or institutions which help in value addition / creating positive impact on its business performance through internal processes. Employees, workers, shareholders, investors, customers and communities etc. are inter-alia some of the identified stakeholders group which impacts the business operations.**

The Company follows a structured process to identify stakeholder groups that have significant influence on, or are impacted by its business activities. The process includes:

- Assessing departments and functions that directly interact with external entities.
- Reviewing operational, financial, and ESG performance areas to identify stakeholder dependencies;
- Engaging leadership, functional heads and compliance teams to determine strategic and operational relevance;
- Prioritizing stakeholders based on their potential to contribute to value creation, regulatory compliance or risk.

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 |
|----------------------|--|---|--|--|
| Employees and Worker | No | Emails, Internal Communication platforms, Notice Board | Regular | Updating on safety and health related issues, key initiatives undertaken by the Company, business performance, career growth & professional development etc. |



| | | | | |
|----------------------------|-----|---|-----------------------------|--|
| Shareholders/ Investors | No | Email, newspaper, Advertisements, Annual General Meeting, Postal Ballot, Website | Real Time, Annual, periodic | Understanding their needs and expectations which are material to the Company. Key topics include company's financial performance, Business updates, ESG performance etc. |
| Communities | Yes | On site community meetings, Direct engagement and through the Company's CSR project implementation partners | As and when required | Initiatives for the betterment of society at large (Focusing on education etc.). |
| Customers & Suppliers | No | Email, SMS, Website | Regular | Engaging with customers and seeking feedback. Ensuring that quality raw materials are procured at competitive prices. |

Leadership Indicators

- 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. **The Company has set up various committees viz. CSR Committee, Stakeholder's Relationship Committee, Safety Health and Environment Committee etc. The CSR Committee, Risk Management Committee and Stakeholders' Relationship Committee are constituted by the Board and chaired by Independent Director. The committee-based governance model ensures that stakeholder feedback on economic, environmental, and social topics is appropriately reviewed, escalated when needed, and embedded into the Company's business strategies and sustainability objectives.**
- 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. The outcomes of stakeholder consultations, including concerns, expectations and material topics are analysed to identify key sustainability related issues that may impact the Company's operations or reputation.**

The Company formulates appropriate strategies, which aligns with business priorities and stakeholder expectations.
- Provide details of instances of engagement with, and actions taken to; address the concerns of vulnerable/ marginalized stakeholder groups. **The Company believes in a fair and non-discriminatory treatment to all stakeholder needs and concerns.**

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 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|------------------------|--------------------------------------|---------------------------------------|---------|---------------------------------------|---------------------------------------|---------|
| | Total (A) | No. of Employees /Workers covered (B) | % (B/A) | Total (C) | No. of Employees /Workers covered (D) | % (D/C) |
| Employees | | | | | | |
| Permanent | 425 | 425 | 100 | 400 | 400 | 100 |
| Other than permanent | 10 | 10 | 100 | NIL | NIL | NIL |
| Total Employees | 435 | 435 | 100 | 400 | 400 | 100 |
| Workers | | | | | | |
| Permanent | 71 | 71 | 100 | 78 | 78 | 100 |
| Other than permanent | 260 | 260 | 100 | 235 | NIL | NIL |
| Total Workers | 331 | 331 | 100 | 313 | 78 | 24.92 |

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

| Category | FY 2024-25 Current Financial Year | | | | | FY 2023-24 Previous Financial Year | | | | |
|-----------------------------|--------------------------------------|-----------------------|---------|------------------------|---------|---------------------------------------|-----------------------|---------|------------------------|---------|
| | 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 | | | | | | | | | | |
| Male | 420 | NIL | NIL | 420 | 100 | 397 | NIL | NIL | 397 | 100 |
| Female | 5 | NIL | NIL | 5 | 100 | 3 | NIL | NIL | 3 | 100 |
| Other than Permanent | | | | | | | | | | |
| Male | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| Female | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| Total | 425 | NIL | NIL | 425 | 100 | 400 | NIL | NIL | 400 | 100 |
| Workers | | | | | | | | | | |
| Permanent | | | | | | | | | | |
| Male | 71 | NIL | NIL | 71 | 100 | 78 | NIL | NIL | 78 | 100 |
| Female | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| Other than Permanent | | | | | | | | | | |
| Male | 260 | NIL | NIL | 260 | 100 | 235 | 235 | 100 | NIL | NIL |
| Female | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| Total | 331 | NIL | NIL | 331 | 100 | 313 | 235 | 75.07 | 78 | 24.92 |



3. Details of remuneration/ salary/ wages, in the following format

| | Male | | Female | |
|----------------------------------|--------|---|--------|---|
| | Number | Median remuneration/ salary/ wages of respective category | Number | Median remuneration/ salary/ wages of respective category |
| Board of Directors (BoD) | 5 | 622.12 lakhs P.A | 1 | 3.90 lakhs P.A |
| Key Managerial Personnel | 4 | 632.91 lakhs P.A | 0 | 0 |
| Employees other than BoD and KMP | 493 | 3.89 lakhs P.A | 5 | 6.80 lakhs P.A |
| Workers | 71 | 3.96 lakhs P.A | 0 | 0 |

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**
5. Describe the internal mechanisms in place to redress grievances related to human rights issues – **The grievances related to human rights are addressed through the same structured mechanism, used for other type of grievances. The grievances, as and when received, are addressed by the respective Plant Heads /Project Managers / Head of Department in coordination with Human Resource Department. All the grievances received are duly investigated and appropriate actions are taken to resolve the issue /complaint. Whenever required, disciplinary actions are initiated as deemed fit and assistance, if required, is sought from regulatory authority.**
6. Number of Complaints on the following made by employees and workers:

| | FY 2024-25 Current Financial Year | | | FY 2023-24 Previous Financial Year | | |
|------------------------------------|--------------------------------------|---|---------|---------------------------------------|---|---------|
| | Filed during the year | Pending resolution at the end of the year | Remarks | Filed during the year | Pending resolution at the end of the year | Remarks |
| Sexual Harassment | NIL | NIL | NA | NIL | NIL | NA |
| Discrimination at Workplace | NIL | NIL | NA | NIL | NIL | NA |
| Child Labour | NIL | NIL | NA | NIL | NIL | NA |
| Forced Labour / Involuntary Labour | NIL | NIL | NA | NIL | NIL | NA |
| Wages | NIL | NIL | NA | NIL | NIL | NA |
| Other human rights related issues | NIL | NIL | NA | NIL | NIL | NA |

7. Mechanism to prevent adverse consequences to the complainant in discrimination and harassment cases -

The Company is committed to fostering a workplace built on the principles of integrity, respect and inclusion. The Whistle Blower Policy empowers employees to report unethical practices, non-compliance, or any conduct detrimental to the Company without fear of retaliation. This mechanism ensures that concerns, including those with financial or reputational implications, are addressed promptly and confidentially.

The Company's Code of Conduct outlines the expected standards of responsible behaviour across all levels in the organization. The Company places highest importance on upholding the dignity and respect of every employee, regardless of gender, hierarchy or background.

To ensure a safe and equitable environment, the Company has constituted an Internal Committee to investigate and address complaints related to sexual harassment. The Company actively promotes diversity and inclusion, encouraging all employees to bring their authentic selves to work and contribute fully with their skills, experiences, and perspectives.

8. Do human rights requirements form part of your business agreements and contracts? **Yes, the Company has included compliance with human rights requirements as a part of its standard terms and conditions in the Agreements / Contracts entered into with the Suppliers and Customers.**
9. Assessments for the year:

| | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|-----------------------------|--|
| Child Labour | NIL |
| Forced/involuntary labour | NIL |
| Sexual harassment | NIL |
| Discrimination at workplace | NIL |
| Wages | NIL |
| Others – please specify | - |

10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above – **Not Applicable**

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints - **Not Applicable as there have been no grievances / complaints of human rights violation received by the Company.**
2. Details of the scope and coverage of any Human rights due-diligence conducted - **The Company has not conducted any human rights due-diligence during FY 2024-25.**
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 - **The Company's offices are accessible to differently abled visitors, in line with the requirements under the Rights of Persons with Disabilities Act, 2016.**
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 | Currently, this is not being assessed. |
| 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

- Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format

| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|--|--------------------------------------|---------------------------------------|
| Total electricity consumption (A) | 123695878 MJ | 122756612 MJ |
| Total fuel (HSD) consumption (B) | 3563645 MJ | 4696407 MJ |
| Total fuel (LSHS) consumption (C) | 67735215 MJ | 66861287 MJ |
| Energy consumption through other sources (Coal) (D) | 121726783 MJ | 129101808 MJ |
| Total energy consumption (A+B+C+D) | 316721521 MJ | 323416114 MJ |
| Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees) | 0.0227 | 0.0265 |
| 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- No

- 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 - **The Company does not have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.**
- Provide details of the following disclosures related to water, in the following format:

| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|--|--------------------------------------|---------------------------------------|
| Water withdrawal by source (in kilolitres) | | |
| (i) Surface water (River Water) | 1,44,000 | 1,44,000 |
| (ii) Ground water | 81,787 | 1,24,415 |
| (iii) Third party water | Nil | Nil |
| (iv) Seawater / desalinated water | Nil | Nil |
| (v) Others | Nil | Nil |
| Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v) | 2,25,787 | 2,68,415 |
| Total volume of water consumption (in kilolitres) | 2,25,787 | 2,68,415 |
| Water intensity per rupee of turnover (Water consumed / turnover) | 1.8481 KL/Lakh | 2.197 KL / Lakh |
| Water intensity (optional) – the relevant metric may be selected by the entity | - | - |

The Company has installed DWLR – Digital Ground Water Level recorder & Digital Flow meters with Telemetry for effectively monitoring of ground level water as per Central Ground Water Authority (CGWA) guidelines

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? **The Company has not conducted any independent assessment / evaluation by any external agency.**

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation
- **Yes, the Company has implemented a mechanism for Zero Liquid Discharge. (i) New Sewage Treatment Plant of 25KLD was installed at Abu Road plant and treated water is used for gardening / horticulture. (ii) The waste water generated at both the Plants is treated in the Effluent Treatment Plant (ETP) and the treated water is used for development of green belt and gardening purpose, resulting in 'Zero Discharge'. (iii) New pipeline has been installed for reuse of excess water from high pressure water jet cleaning machine; (iv) New Green Belt water distribution line has been installed at corridor and Boiler area for better growth of plantation; Zero Liquid Discharge will also be considered in upcoming Brown Field expansion project.**
5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format: (Satnoor Plant)

| Parameter | Please specify unit | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|---------------------|---|--|
| NOx | µg/m ³ | 21.1 µg/m ³ | 20.79 µg/m ³ |
| Sox | µg/m ³ | 12.00 µg/m ³ | 10.65 µg/m ³ |
| Particulate Matter (PM) (less than 10 micron) | µg/m ³ | 60.86 µg/m ³ | 55.41 µg/m ³ |
| Persistent organic pollutants (POP) | Nil | Nil | Nil |
| Volatile organic compounds (VOC) | Nil | Nil | Nil |
| Hazardous air pollutants (HAP) | Nil | Nil | Nil |
| Others – please specify | Nil | Nil | Nil |

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? – **Yes, the Independent assessment has been conducted by Anacon Laboratories Pvt Ltd for Satnoor plant.**

Please provide details of air emissions (other than GHG emissions) by the entity, in the following format: (Abu Road Plant)

| Parameter | Please specify unit | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|---------------------|---|--|
| NOx | µg/m ³ | 13.2 µg/m ³ | 16.2 µg/m ³ |
| Sox | µg/m ³ | 8.6 µg/m ³ | 8.8 µg/m ³ |
| Particulate Matter (PM) (less than 10 micron) | µg/m ³ | 68.9 µg/m ³ | 70.9 µg/m ³ |
| Persistent organic pollutants (POP) | Nil | Nil | Nil |
| Volatile organic compounds (VOC) | Nil | Nil | Nil |
| Hazardous air pollutants (HAP) | Nil | Nil | Nil |
| Others – please specify | Nil | Nil | Nil |

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? – **Yes, the Independent assessment has been conducted by SCS Enviro Services Private Limited for Abu Road Plant.**



6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

| Parameter | Unit | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|--|---|---|--|
| Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available) | Metric tonnes of CO ₂ equivalent | NA | NA |
| Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available) | Metric tonnes of CO ₂ equivalent | NA | NA |
| Total Scope 1 and Scope 2 emissions per rupee of turnover | | NA | NA |
| Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity | | NA | NA |

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**

7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.- **No**
8. Provide details related to waste management by the entity, in the following format:

| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|--|--|--|
| Total Waste generated (in metric tonnes) | | |
| Plastic waste (A) | Nil | Nil |
| E-waste (B) | Nil | Nil |
| Bio-medical waste (C) | 0.008569 MT | 0.002743 MT |
| Construction and demolition waste (D) | Nil | Nil |
| Battery waste (E) | 0.429 | Nil |
| Radioactive waste (F)* - Rod type radioactive source | Nil | 11 |
| Other Hazardous waste Please specify, if any (G)- | ETP sludge- 0.178 MT Latex Sludge- 148.31 MT Lime Sludge- 245.049 MT | Latex Sludge- 123.316 MT Lime Sludge- 275.017 MT ETP Sludge – 0.155 MT |
| Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector) | Spent Resin Waste- Nil Oily Racks- 0.02 MT Spent Oil- 0.75 MT | Spent Resin Waste- Nil Oily Racks- 0.04 MT Spent Oil- 0.15 MT |
| Total (A+B + C + D + E + F + G + H) | 394.744 MT | 398.680 MT |
| * Unit of measurement is in Number. | | |
| 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 | Nil | Nil |
| (ii) Re-used | Nil | Nil |
| (iii) Other recovery operations | Nil | Nil |
| Total | Nil | Nil |

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**.

9. 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. **The Company has entered into Agreement(s) with entities authorized by the State Pollution Control Board for collection, transportation, treatment, storage and disposal of hazardous /other waste through pre-processing. The disposal pathway is determined on the basis of characteristics of waste generated and as per MoEF, CPCB and SPCB rules and guidelines as issued from time to time. Further, ETP Sludge is being sent to Re-Sustainability Ltd, Udaipur for Co-processing in cement plant whereas discarded containers / barrels are being reused in process or sold to the authorized recyclers. New electrical batteries are procured under buy- back scheme from the authorised dealers and OEMs.**
10. 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. |
|--------|--------------------------------|---------------------|--|
| 1 | Abu Road (Forest NOC) | Petrochemical Plant | Environment Clearance and approvals are required from Ministry of Environment, Forest and Climate Change (for Satnoor Plant) and State Level Environment Assessment Authority, Rajasthan (for Abu Road Plant). The Company has received the aforesaid Environment Clearance (EC) and are available on the website of the Company Further, Six monthly Environmental Clearance compliance report is being submitted to MOEF for 50.000 MTPA HRG Production. |
| 2 | Abu Road (Wildlife NOC) | | |
| 3 | Satnoor (Forest NOC) | | |
| 4 | Satnoor (Wildlife NOC) | | |

11. 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 |
|---|--------------------------------|------------------------------|---|--|---|
| Expansion for manufacturing of ABS [Acrylonitrile Butadiene Styrene] Resin From 1,30,000 TPA to 2,00,000 TPA & SAN [Styrene Acrylonitrile] Resin from 7,000 TPA To 25,000 TPA] at Plot No. 138-143, Ambaji Industrial Area, Abu Road, District Sirohi Rajasthan | S.O 1533 (E) (amended thereof) | 14 th Sept., 2006 | Yes. M/s. J.M. Environet Pvt. Ltd. | Yes | https://parivesh.nic.in/newupgrade/#/trackYourProposal/proposal-details?proposalId=SLA%2FRJ%2FIND3%2F440112%2F2023&proposal=7874737 |



12. 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 has ensured compliance with the applicable environmental laws, regulations, guidelines in India viz., Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder.**

| 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. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|--------------------------------------|---------------------------------------|
| From renewable sources | | |
| Total electricity consumption (A) | NIL | NIL |
| Total fuel consumption (B) | NIL | NIL |
| Energy consumption through other sources (C) | NIL | NIL |
| Total energy consumed from renewable sources (A+B+C) | NIL | NIL |
| From non-renewable sources | | |
| Total electricity consumption (D) | 123695877 MJ | 122756612 MJ |
| Total fuel consumption (E) | 71298860 MJ | 71557694 MJ |
| Energy consumption through other sources (F) | 121726783 MJ | 129101808 MJ |
| Total energy consumed from non-renewable sources (D+E+F) | 316721520 MJ | 323416114 MJ |

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**

2. Provide the following details related to water discharged:

| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|---|--|
| Water discharge by destination and level of treatment (in kilolitres) | | |
| (i) To Surface water | | |
| – No treatment | NIL | NIL |
| – With treatment – please specify level of treatment | NIL | NIL |
| (ii) To Groundwater | | |
| – No treatment | NIL | NIL |
| – With treatment – please specify level of treatment | NIL | NIL |
| (iii) To Seawater | | |
| – No treatment | NIL | NIL |
| – With treatment – please specify level of treatment | NIL | NIL |
| (iv) Sent to third-parties | | |
| – No treatment | NIL | NIL |
| – With treatment – please specify level of treatment | NIL | NIL |
| (v) Others | | |
| – No treatment | NIL | NIL |
| – With treatment – please specify level of treatment | NIL | NIL |
| 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**

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres): **Not Applicable**

For each facility / plant located in areas of water stress, provide the following information: Not Applicable as neither of the Company's plants is in areas of water stress.

- (i) Name of the area
- (ii) Nature of operations
- (iii) Water withdrawal, consumption and discharge in the following format:

| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|---|--|
| Water withdrawal by source (in kilolitres) | | |
| (i) Surface water | NA | NA |
| (ii) Groundwater | NA | NA |
| (iii) Third party water | NA | NA |
| (iv) Seawater / desalinated water | NA | NA |
| (v) Others | NA | NA |
| Total volume of water withdrawal (in kilolitres) | NA | NA |
| Total volume of water consumption (in kilolitres) | NA | NA |
| Water intensity per rupee of turnover (Water consumed / turnover) | NA | NA |
| Water intensity (optional) – the relevant metric may be selected by the entity | NA | NA |



| Parameter | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|---|--|
| Water discharge by destination and level of treatment (in kilolitres) | | |
| (i) Into Surface water | | |
| – No treatment | NA | NA |
| – With treatment – please specify level of treatment | NA | NA |
| (ii) Into Groundwater | NA | NA |
| – No treatment | NA | NA |
| – With treatment – please specify level of treatment | NA | NA |
| (iii) Into Seawater | NA | NA |
| – No treatment | NA | NA |
| – With treatment – please specify level of treatment | NA | NA |
| (iv) Sent to third-parties | NA | NA |
| – No treatment | NA | NA |
| – With treatment – please specify level of treatment | NA | NA |
| (v) Others | NA | NA |
| – No treatment | NA | NA |
| – With treatment – please specify level of treatment | NA | NA |
| Total water discharged (in kilolitres) | NA | NA |

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**

4. Please provide details of total Scope 3 emissions & its intensity, in the following format:

| Parameter | Unit | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|--|---|--|
| Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available) | Metric tonnes of CO ₂ equivalent | NA | NA |
| Total Scope 3 emissions per rupee of turnover | | NA | NA |
| Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity | | NA | NA |

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**

5. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities. **Environment Clearance and approvals are required from Ministry of Environment, Forest and Climate Change (for Satnoor Plant) and State Level Environment Assessment Authority, Rajasthan (for Abu Road Plant). The Company has received the aforesaid Environment Clearance (EC) and are available on the website of the Company. Further, there was no significant direct or indirect impact of the business operations on biodiversity at the Company's Plants.**

6. 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:

| Sr. No. | Initiative undertaken for | Details of the initiative (Web-link, if any, may be provided along-with summary) | Outcome of the initiative |
|---------|-----------------------------------|---|---|
| 1 | Reliability & Process Improvement | <ul style="list-style-type: none"> RCBO (Residual Circuit breaker with Overload Protection) provided to all residential DB for better reliability and safety. Surge protection device (SPD) provided for critical applications for better reliability and safety. PT (Pressure Transmitter) provided to Stripper transfer pump for online monitoring and operation control. | Improved system reliability and Process performance |
| 2 | Safety | <ul style="list-style-type: none"> Implementing integrated solar light arrangement for ETP & Residential area Copper plate double earthing provided in communication tower and weight bridge Provided acoustic hood to San Plant Pellet Conveying blower to reduce the noise level in SAN2 plant. Provided a new operating platform for chilled brine valve operation in SAN plant for ease in operation and enhanced safety of the plant. Repainted monomer storage tanks with heat shield paint to minimize/ prevent heat transfer to monomer from sunlight/atm. | Improved safety |
| 3 | To save energy | <ul style="list-style-type: none"> Variable Frequency Drive (VFD) installed for DM water pump and root blower to conserve energy Integrated Solar lights / water heater are installed to conserve Electrical energy Thermosyphon system installed to all three SPS reactors to ensure safe operation and to conserve electrical power consumption (2160 KW/ month). Energy audit conducted for Air and N2. External Steam trap audit conducted and Steam insulation Jacket provided at various location to conserve energy. Zero Loss Moisture air traps installed in compressed air circuit. Heat Exchanger installed in F&D section for Heat recovery from waste water Installed VFDs on the cooling tower fan motors with temperature controllers to optimize the fan operation & reduce power consumption. Carried out air leak survey to save on power by identifying leakages in compressed air and N2 lines/system. Replaced 205 m² main line insulation from LRB to perlite type: Reducing heat loss from the main 6" pipeline due to aging effects. | <p>Reducing energy losses</p> <p>Reduction in heat losses</p> |



| Sr. No. | Initiative undertaken for | Details of the initiative (Web-link, if any, may be provided along-with summary) | Outcome of the initiative |
|---------|---|--|---|
| 4 | Safety and To save energy and improve environment | <ul style="list-style-type: none"> Audio alarm and Public address system provided at ETP (Effluent Treatment Plant) location for proper Emergency communication. At the discharge of Effluent treatment Plant, Electronic Flow meter installed to measure accurate discharge flow and maintain effluent treatment. Treated water Sprinkler system installed at ETP to maintain Green belt area for proper distribution. Installation of a new earth pit in the plant, replacing the existing higher-value pit (06 nos.), along with the provision of a dedicated earth pit for the DCS: These enhancements contribute to improved plant electrical safety and reliability for the DCS. | <p>To improve proper communication in Emergency.</p> <p>To improve water conservation.</p> <p>Improved Plant Safety</p> |

7. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link- **The On-Site and Offsite Emergency Management Plan (OSEMP/ ONEP) is a document, which describes the emergency organization structure, responsibilities of key personnel, communication means and emergency response strategies to control major incidents. This plan has been drafted after a thorough analysis and assessment of various risks associated with the process and storage of various chemicals in the Company's factory.**
8. 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 - **NIL**
9. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts - **No such assessment was carried.**

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 – 1 (One)
- 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 | All India Association of Industries | National |

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

| Name of the authority | Brief of the case | Corrective action taken |
|---|-------------------|-------------------------|
| Not Applicable, as no adverse orders were passed by regulatory authorities against the Company. | | |

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 |
|--------|-------------------------|-----------------------------------|--|---|------------------------|
| NIL | | | | | |

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 |
|-----------------------------------|----------------------|----------------------|---|--|-------------------|
| NIL | | | | | |

2. Provide information on project(s) for which on-going Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format: **No rehabilitation and resettlement were undertaken by the entity during this reporting period.**

| S. No. | Name of Project for which R&R is on-going | 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. - **The Company has established a structured process to receive and address concerns or grievances from the community. At each site, a dedicated committee comprising members from key departments' viz. Administration, Security, Safety, Health & Environment (SHE) is responsible for managing this process.**

Grievances, whether written or verbal, are formally received and reviewed. Wherever required, a joint field visit or investigation is conducted to assess the issue first hand. The Committee ensures that concerns are addressed appropriately and in a time bound manner. All grievances are recorded, tracked and monitored till its closure.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

| | FY 2024-25 Current Financial Year | FY 2023-24 Previous Financial Year |
|---|---|--|
| Directly sourced from MSMEs/ small producers | 2497.92 lakhs | 2420.32 lakhs |
| Sourced directly from within the district and neighboring districts | 952.11 lakhs | 889.61 lakhs |

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): **No such assessment was carried.**

| Details of negative social impact identified | Corrective action taken |
|--|-------------------------|
| NIL | NIL |

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

Though the Company has undertaken various CSR activities, it has not undertaken CSR activity in designated aspirational districts identified by government bodies.

| S. No. | State | Aspirational District | Amount spent (in ₹) |
|----------------|-------|-----------------------|---------------------|
| Not Applicable | | | |

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) - **No, the Company does not have a preferential procurement policy.**
- (b) From which marginalized /vulnerable groups do you procure? - **Not Applicable**
- (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 |
|----------------|--|---------------------------|-------------------------|------------------------------------|
| Not Applicable | | | | |

5. Details of corrective actions taken or underway based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

| Name of authority | Brief of the case | Corrective action taken |
|-------------------|-------------------|-------------------------|
| Not Applicable | | |

6. Details of beneficiaries of CSR Projects:

| S. No. | CSR Project | No. of persons benefitted from CSR Projects | % of beneficiaries from vulnerable and marginalized groups |
|---|-------------|---|--|
| In the financial year 2022-23, the Company had spent ₹ 2432.49 lakhs on various CSR Activities as against the CSR obligation of ₹ 666.34 lakhs. Out of the surplus amount of ₹ 1766.15 lakhs, an amount of ₹ 741.39 lakhs, being the CSR Obligations for FY 23-24 & ₹ 606.22 Lakhs, being CSR Obligations for FY 24-25 was set off and the remaining amount of ₹ 418.54 lakhs is carried forward for set-off in succeeding financial year(s). | | | |

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner Essential Indicators

- Describe the mechanisms in place to receive and respond to consumer complaints and feedback. **The Company is into B2B and does not offer its products to ultimate consumers. Feedback is obtained from the B2B customers on the product quality and services. This feedback is evaluated internally and appropriate actions are taken in order to meet B2B customer expectations.**

- 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 | 100% |
| Safe and responsible usage | 100% |
| Recycling and/or safe disposal | 100% |

- Number of consumer complaints in respect of the following:

| | FY 2024-25 Current Financial Year | | Remarks | FY 2023-24 Previous Financial Year | | Remarks |
|--------------------------------|--------------------------------------|---|---------|---------------------------------------|---|----------------|
| | Received during the year | Pending resolution at the end of the year | | Received during the year | Pending resolution at the end of the year | |
| Data privacy | NIL | NIL | NIL | NIL | NIL | Not Applicable |
| Advertising | | | | | | |
| Cyber-security | | | | | | |
| Delivery of essential services | | | | | | |
| Restrictive Trade Practices | | | | | | |
| Unfair Trade Practices | | | | | | |
| Other | | | | | | |

- 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. **Yes. The Company has established a comprehensive internal framework for cyber security to safeguard its digital infrastructure and mitigate associated risks. This framework includes preventive measures, monitoring systems, and response protocols designed to protect sensitive data and ensure business continuity. While the Cyber security Policy is not publicly disclosed due to security considerations, it is actively implemented and regularly reviewed to address emerging threats and maintain a robust defense against cyber risks.**
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, as there were no issues or concerns related to advertising, delivery of essential services, cyber security, penalties or actions initiated by regulatory authorities for safety of the Company's products.**

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available). **The Company's Products can be accessed on the Website <https://www.bhansaliabs.com/product-finder>**
2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services. – **Information on safe and responsible usage of product is provided on Material Safety Data Sheet (MSDS).**
3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services. - **The Company is into B2B and hence not applicable.**
4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. 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) **The Company adheres to all applicable laws and regulations on product labelling. Material Safety Data Sheet (MSDS) are made available to the B2B customers for safe handling and storage of ABS and SAN resins.**
5. Provide the following information relating to data breaches:
 - a. Number of instances of data breaches along-with impact- **There were no instances of data breaches.**
 - b. Percentage of data breaches involving personally identifiable information of customers – **NIL**

INDEPENDENT AUDITORS' REPORT

To,
The Members of
Bhansali Engineering Polymers Limited

Report on the Audit of Standalone Financial Statements

- We have audited the accompanying standalone Ind AS financial statements of **Bhansali Engineering Polymers Limited** ("the Company") which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement, the Statement of Changes in Equity for the year ended on that date, and a summary of the significant accounting policies and other explanatory information.

Opinion

- In our opinion and to the best of our information and according to the explanations given to us, the accompanying 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 Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, the profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

- We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

- Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our audit report.

| Sr. No. | Key Audit Matters | Auditor's Response |
|---------|---|--|
| 1 | Forward Contracts We identified the accuracy and completeness of disclosure of Forward contracts as set out in respective notes to the Standalone financial statements as a key audit matter due to significance of the transaction during the year ended 31 st March, 2025. | Our audit procedures included and were not limited to the following: Tested the design, implementation and operating effectiveness of the controls established by the Company in the process of determination of fair value of the Forward Contracts. Discussed potential changes in key drivers as compared to previous year to evaluate the inputs and assumptions used. Reviewed the disclosures made by the Company in the Standalone Financial Statements. Obtained Management Representation Letter as regards to the fair valuation of these Forward contracts. |

**Information Other than the Standalone Financial Statements and Auditor's Report thereon**

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud 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 control, 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

7. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that individually or in aggregate makes it probable that the economic decision of reasonably knowledgeable user of the financial statements may be influenced. We considered quantitative materiality and qualitative factors in (i) planning the scope of our work and in evaluating the result of work in (ii) to evaluate the effect of any identified misstatement in the financial statements.

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 & Regulatory Requirements

- As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **Annexure I** a statement on the matters specified in paragraphs 3 and 4 of the Order.
- (A) As required by Section 143(3) of the Act, we report that:
 - We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - 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 Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow statement and the Statement of Changes in Equity dealt with by this report are in agreement with the books of account;
 - In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - On the basis of written representations received from the Directors as on 31st March, 2025, taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2025 from being appointed as a Director in terms of Section 164(2) of the Act.



- f) With respect to the adequacy of the internal financials control over financial reporting of the Company and the operative effectiveness of such controls, refer to our separate report in **"Annexure II"**.
- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations, on its financial position in its Standalone financial statements. (Refer Note No 32 to the Standalone Financial Statements)
 - ii. The Company does not have any long-term contracts, including derivatives contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. As per the management representation we report,
 - (a) no funds have been advanced or loaned or invested by the Company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - (b) no funds have been received by the Company from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding that such 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 guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - (c) Based on the audit procedures performed, we report that nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014 as provided under (a) and (b) above, contain any material misstatement.
 - v. The dividends declared and paid by the Company during the year is in compliance with Section 123 of the Act.
 - vi. Based on the audit procedures performed in terms of Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility, we report that the Company has maintained the books of accounts in the software which has a feature of recording audit trail of transactions entered in the software.
- (C) With respect to the matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act as amended,

In our opinion and to the best of our information and according to the explanation given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

For and on behalf of
Azad Jain & Co
Chartered Accountants
F.R. No.: 006251C

Place: Mumbai
Dated: 26th April , 2025
UDIN: 25400600BMOASE8813

Rishabh Verdia
Partner
M.No. : 400600

ANNEXURE I TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 8 under the heading of "Report on Other Legal and Regulatory Requirements" Section of our report of even date)

- 1
 - a) The Company has maintained proper records showing full particulars including quantitative details, wherever applicable, and situation of Property, Plant and Equipment and Intangible assets.
 - b) As explained to us, a major portion of the Plant and Equipment and Intangible Assets has been physically verified by the management during the year in a phased periodical manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed to us no material discrepancies were noticed on such verification.
 - c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
 - d) The Company has not revalued any of its Property, Plant and Equipment or Intangible assets, hence the provision of Clause 3 (i) (d) of the Order is not applicable to the Company.
 - e) There has been no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, hence the provisions of Clause 3 (i) (e) of the Order is not applicable to the Company.
- 2
 - a) The Inventories were physically verified by the management during the year except goods in transit and those lying with third parties. In respect of inventory lying with third parties, these have substantially been confirmed by them.
 - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of the above stocks followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
 - c) As explained to us, the discrepancies between the physical stocks and the book stocks were not material and have been properly dealt with in the books of account.
 - d) During the year the Company has not been sanctioned working capital limit in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets, hence the provision of Clause 3(ii) (b) of the Order is not applicable to the Company.
3.
 - a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to its joint venture and associates. The Company has made investment in its joint venture Company and according to the information and explanations given to us and based on the audit procedures performed by us, the Investments made in the joint venture Company are not prejudicial to the Company's interest. The Company has not made any other investments or provided any guarantee or security to Companies, Firms, Limited Liability Partnerships and other entities. According to the information and explanations given to us and based on the audit procedures performed by us, the Company has granted Unsecured loans ("Loans") to Companies, Firms, Limited Liability Partnerships and other entities. The aggregate amount of Loans given during the year is Rs 60323.10 lakhs, the loans received back is Rs 75989.50 lakhs and the balance outstanding at the Balance sheet date is Rs 14,151.66 lakhs.
 - b) According to the information and explanations given to us and based on the audit procedures conducted by us, the terms and conditions of the Loans granted by the Company are prima-facie not prejudicial to the Company's interest;
 - c) According to the information and explanations given and the records of the Company examined by us, as the loans are repayable on demand, no schedule of repayment of principal has been stipulated, hence the provisions of clause (iii) (c) of the Order is not applicable.



- d) According to the information and explanations given to us and the records of the Company examined by us, as the loans are repayable on demand, and hence the provisions of clause (iii) (d) of the Order are not applicable.
- e) According to the information and explanations given to us and the records of the Company examined by us, since the loans are repayable on demand, the provisions of clause (iii) (e) of the Order are not applicable.
- f) According to the information and explanations given to us and the records of the Company examined by us, the Company has granted loans either repayable on demand or without specifying any terms or period of repayment of ₹ 14151.66 lakhs constituting 100% of the total Loans outstanding.
4. In our opinion and according to the information and explanations given to us, the Company has not granted any loans or provided any guarantees or security in respect of any loan(s) to any party covered under Section 185 and 186 of the Act. In respect of Investments by the Company, the provisions of Section 186 of the Act, has been complied with.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Section 73, 74, 75 and 76 of the Act and the Rules framed thereunder to the extent notified.
6. We have broadly reviewed the books of account maintained by the Company in respect of products, pursuant to the Companies (Cost Records and Audit) Rules, 2014 as amended and prescribed by the Central Government under sub-Section (1) of Section 148 of the Act. We are of the opinion that, prima facie, the cost records and accounts have been maintained by the Company. However, we are not required to carry out and have not carried out any detailed examination of such accounts and records.
7. a) In our opinion and according to the information and explanations given to us and the records of the Company examined by us, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Custom Duty, GST, Cess and any other statutory dues have been generally regularly deposited in time with the appropriate authorities and there are no undisputed statutory dues payable at the year-end for a period of more than six months from the date they became payable.
- b) In our opinion and according to the information and explanations given to us and the records of the Company examined by us, there are no dues outstanding in respect of Income Tax, Custom Duty, GST, Cess and any other statutory dues on account of any dispute other than the following:

| Name of the Statute | Nature of Dues | Disputed Amount ₹ in lakhs | Period to which it relates | Forum where dispute is pending |
|--------------------------|----------------|-------------------------------|----------------------------|--|
| The Income Tax Act, 1961 | Income Tax | 28.43 | FY 11-12 | Commissioner of Income Tax (Appeals), Mumbai |
| The Income Tax Act, 1961 | Income Tax | 43.10 | FY 17-18 | Commissioner of Income Tax (Appeals), Mumbai |
| The Income Tax Act, 1961 | Income Tax | 19.83 | FY 22-23 | Commissioner of Income Tax (Appeals), Mumbai |

8. According to the information and explanations given by the management and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of account, and which have been surrendered or disclosed as Income in the tax assessments under the Income Tax Act, 1961.
9. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence paragraphs (a), (b), (c), (d), (e) & (f) of Clause 3 (ix) of the Order are not applicable.
10. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and has not availed any term loans during the year under audit. Hence the provisions of clause 3 (x) of the Order is not applicable to the Company.
11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the course of our audit. Hence the provisions of Clause 3 (xi) of the Order is not applicable to the Company.

- (b) There has been no report filed under sub-Section (12) of Section 143 of the Act by the auditors as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management there were no whistle blower complaints received during the year under audit.
12. In our opinion and according to information and explanations given to us, the Company is not a Nidhi Company, hence the provisions of Clause 3 (xii) of the Order is not applicable to the Company.
13. In our opinion and according to information and explanations given to us, transactions with related parties are in compliance with Sections 177 and 188 of the Act and details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. a) In our opinion the Company has an Internal audit system commensurate with the size and nature of its business;
b) We have considered the Internal Audit reports of the Company issued till date for the period under audit in determining the nature, timing and extent of our audit procedures.
15. 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 entered into any non-cash transactions with directors or persons connected with him covered under the provisions of Section 192 of the Act. Hence the provisions of Clause 3 (xv) of the Order is not applicable to the Company.
16. According to information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3 (xvi) of the Order are not applicable to the Company.
17. The Company has not incurred any cash losses during the current financial year and in the immediately preceding financial year and hence the provision of Clause 3 (xvii) is not applicable to the Company.
18. There has not been any resignation of the Statutory auditors during the year. Hence the provision of Clause 3 (xviii) is not applicable to the Company.
19. According to the information and explanations given to us and on the basis of our examination of the records of the Company, no material uncertainty exists as on the date of the audit report 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 based on the financial ratios, ageing, expected dates of realisation of financial assets, payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans. We further state that our reporting is based on the facts up to the date of 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.
20. According to the information and explanations given to us and on the basis of our examination of the records, there is no unspent amount under sub-Section 5 of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For and on behalf of
Azad Jain & Co
Chartered Accountants
F.R. No.: 006251C

Place: Mumbai
Dated: 26th April, 2025
UDIN: 25400600BMOASE8813

Rishabh Verdia
Partner
M.No. : 400600



Annexure - II to the Independent Auditor's Report

(Referred to in paragraph 9(f) under the heading of "Report on Other Legal and Regulatory Requirements" Section of our report of even date)

Report on the Internal Financial Controls under clause (i) of Sub- Section 3 of Section 143 of the Act

We have audited the internal financial controls over financial reporting of Bhansali Engineering Polymers Limited as of 31st March, 2025 in conjunction with our audit of the Ind AS standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India and deemed to be prescribed under Section 143 (10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls system over financial reporting included obtaining an understanding of internal financial controls system over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depends upon the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of
Azad Jain & Co
Chartered Accountants
F.R. No.: 006251C

Place: Mumbai
Dated: 26th April, 2025
UDIN: 25400600BMOASE8813

Rishabh Verdia
Partner
M.No. : 400600



Standalone Balance Sheet as at 31st March, 2025

| | | (₹ in lakhs) | |
|---|---------|---------------------------------------|---------------------------------------|
| Particulars | Note No | As at 31 st March, 2025 | As at 31 st March, 2024 |
| A Assets | | | |
| 1) Non-Current Assets | | | |
| (a) Property, Plant and Equipment | 4 | 13,694.85 | 13,255.85 |
| (b) Capital work in progress | 5 | 1,139.61 | 1,894.44 |
| | | 14,834.46 | 15,150.29 |
| (c) Intangible assets | 4A | 14.19 | 0.30 |
| (d) Financial assets | | | |
| (i) Non-current investments | 6 | 112.80 | 112.80 |
| (ii) Loans | 7 (i) | - | 7,600.00 |
| (iii) Other financial assets | 8 (i) | 869.81 | 17.59 |
| (e) Other non-current assets | 9 (i) | 930.15 | 950.48 |
| Total Non-Current Assets (A) | | 16,761.41 | 23,831.46 |
| 2) Current Assets | | | |
| (a) Inventories | 10 | 11,786.81 | 13,583.39 |
| (b) Financial assets | | | |
| (i) Trade Receivables | 11 | 25,546.30 | 22,993.06 |
| (ii) Cash and cash equivalents | 12 | 34,814.14 | 10,377.96 |
| (iii) Bank balances other than (ii) above | 13 | 5,632.81 | 10,354.19 |
| (iv) Loans | 7(ii) | 14,151.66 | 22,218.06 |
| (v) Other Financial assets | 8 (ii) | 450.12 | 465.89 |
| (c) Other current assets | 9 (ii) | 1,072.67 | 1,612.89 |
| Total Current Assets (B) | | 93,454.51 | 81,605.44 |
| Total Assets (A) + (B) | | 1,10,215.92 | 1,05,436.90 |
| B Equity & Liabilities | | | |
| 1) Equity | | | |
| (a) Equity share capital | 14 | 2,488.58 | 2,488.58 |
| (b) Other Equity | 15 | 97,558.43 | 89,649.39 |
| Total Equity (A) | | 1,00,047.01 | 92,137.97 |
| 2) Liabilities | | | |
| Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Other Non-Current Liabilities | 16 (i) | - | - |
| (b) Provisions | 17 (i) | 153.34 | 126.69 |
| (c) Deferred tax liabilities (Net) | 18 | 1,706.75 | 1,731.82 |
| Total Non-Current Liabilities (B) | | 1,860.09 | 1,858.51 |
| Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Trade payables | 19 | | |
| a) total outstanding dues of micro and small enterprises | | 226.45 | 351.39 |
| b) total outstanding dues of creditors other than micro and small enterprises | | 5,426.56 | 8,680.90 |
| (ii) Other Financial Current Liabilities | 16 (ii) | 816.72 | 928.90 |
| (b) Other Current liabilities | 20 | 1,737.67 | 1,306.18 |
| (c) Provisions | 17 (ii) | 101.42 | 111.42 |
| (d) Current tax liabilities (Net) | | - | 61.63 |
| Total Current Liabilities (C) | | 8,308.82 | 11,440.42 |
| Total Equity and Liabilities (A) + (B) + (C) | | 1,10,215.92 | 1,05,436.90 |

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN : 25400600BMOASE8813

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Place : Mumbai

Dated : 26th April, 2025

Ashwin Patel

Company Secretary

Standalone Statement of Profit and Loss for the Year ended 31st March, 2025

(₹ in lakhs)

| Particulars | Note No | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|---------|--|--|
| CONTINUING OPERATIONS | | | |
| I. Income: | | | |
| Gross Revenue including GST | 21 | 1,64,898.74 | 1,43,951.21 |
| Less: GST | | 25,124.37 | 21,777.61 |
| Revenue from operations (Net of GST) | | 1,39,774.37 | 1,22,173.60 |
| Other Income | 22 | 3,829.10 | 4,064.25 |
| Total Income | | 1,43,603.47 | 1,26,237.85 |
| II. Expenses: | | | |
| Cost of materials consumed | 23 | 86,693.27 | 77,942.79 |
| Purchase of Traded goods | | 11,427.15 | 6,274.17 |
| Changes in inventories of finished goods and stock in trade | 24 | 679.27 | (1,026.08) |
| Employee benefits expense | 25 | 5,921.82 | 5,473.96 |
| Finance costs | 26 | 19.37 | 20.49 |
| Depreciation and amortization expense | 4 | 900.21 | 969.72 |
| Other Expenses | 27 | 13,603.36 | 12,306.39 |
| Total Expenses | | 1,19,244.45 | 1,01,961.44 |
| III. Profit before tax (I-II) | | 24,359.02 | 24,276.41 |
| IV. Tax expense: | | | |
| Current tax | | 6,362.28 | 6,295.03 |
| Deferred Tax | | 14.81 | 8.08 |
| Total Tax Expenses | | 6,377.09 | 6,303.11 |
| V. Profit for the year (III-IV) | | 17,981.93 | 17,973.30 |
| VI. Other Comprehensive Income | | | |
| Items that will not be reclassified to profit or loss | | | |
| Re-measurement gain / (losses) of defined benefit plans | 28 | (158.43) | (146.65) |
| Income tax on above | | 39.88 | 36.91 |
| Other Comprehensive Income /(Loss), net of tax | | (118.55) | (109.74) |
| VII. Total Comprehensive Income for the Year (V+VI) | | 17,863.38 | 17,863.56 |
| VIII. Earnings per equity share of ₹ 1 each (Refer Note No 35) | | | |
| Basic (₹) | | 7.23 | 7.22 |
| Diluted (₹) | | 7.23 | 7.22 |

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN : 25400600BMOASE8813

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Place : Mumbai

Dated : 26th April, 2025

Ashwin Patel

Company Secretary



Statement of Changes in Equity

(A) Equity Share Capital

| Particulars | Number of Shares | (₹ in lakhs) Amount |
|---|---------------------|------------------------|
| | | |
| At 1st April, 2024 | 24,88,58,460 | 2,488.58 |
| Changes in Equity Share Capital due to prior period errors | - | - |
| Restated balance at the beginning of the current reporting period | 24,88,58,460 | 2,488.58 |
| Changes in Equity Share Capital during the year | - | - |
| At 31st March, 2025 | 24,88,58,460 | 2,488.58 |

| Particulars | Number of Shares | Amount |
|---|---------------------|-----------------|
| | | |
| At 1st April, 2023 | 16,59,05,640 | 1,659.06 |
| Changes in Equity Share Capital due to prior period errors | - | - |
| Restated balance at the beginning of the current reporting period | 16,59,05,640 | 1,659.06 |
| Changes in Equity Share Capital during the year for issue of Bonus Shares | 8,29,52,820 | 829.52 |
| At 31st March, 2024 | 24,88,58,460 | 2,488.58 |

(B) Other Equity

| Particulars | Reserves and Surplus | | | Total |
|--|--------------------------------|------------------------------|---------------------------------|--------------------|
| | Retained Earnings (Note 15) | General Reserve (Note 15) | Securities Premium (Note 15) | |
| Balance as at 1st April, 2023 | 1,01,764.95 | 225.00 | 2,977.00 | 1,04,966.95 |
| Profit for the year | 17,973.30 | - | - | 17,973.30 |
| Other comprehensive income / (loss) for the year | (109.74) | - | - | (109.74) |
| Total Comprehensive Income for the year | 17,863.56 | - | - | 17,863.56 |
| Amount adjusted for issue of Bonus Shares | - | - | 829.52 | 829.52 |
| Final Dividends paid | (24,885.85) | - | - | (24,885.85) |
| Interim Dividends paid | (7,465.75) | - | - | (7,465.75) |
| Balance as at 31st March, 2024 | 87,276.91 | 225.00 | 2,147.48 | 89,649.39 |
| Profit for the year | 17,981.93 | - | - | 17,981.93 |
| Other comprehensive income / (loss) for the year | (118.55) | - | - | (118.55) |
| Total Comprehensive Income for the year | 17,863.38 | - | - | 17,863.38 |
| Final Dividend paid | (2,488.58) | - | - | (2,488.58) |
| Interim Dividends paid | (7,465.76) | - | - | (7,465.76) |
| Balance as at 31st March, 2025 | 95,185.95 | 225.00 | 2,147.48 | 97,558.43 |

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN : 25400600BMOASE8813

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai

Dated : 26th April, 2025

Standalone Statement of Cash Flow for the Year ended 31st March, 2025

(₹ in lakhs)

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|--|--|
| Cash flows from operating activities | | |
| Profit before tax as per statement of profit and loss | 24,359.02 | 24,276.41 |
| Adjustments to reconcile profit before tax to net cash flows | | |
| Depreciation of property, plant and equipment | 897.98 | 969.72 |
| Amortisation of Intangible Assets | 2.23 | - |
| Profit on sale of property, plant and equipment (net) | (11.48) | (6.01) |
| Interest income | (3,616.15) | (3,560.26) |
| Net (gain) arising from fair value of financial assets designated as at FVTPL | (33.40) | (0.24) |
| Dividend from equity investments | (90.24) | (112.80) |
| Rent Income | (13.40) | - |
| Unrealised exchange (gain) / losses | (19.20) | (24.63) |
| Operating profit before working capital changes | 21,475.36 | 21,542.19 |
| Movement in Working Capital: | | |
| Decrease / (increase) in Inventories | 1,796.58 | 3,498.02 |
| Decrease / (increase) in Trade and other receivables | (2,553.24) | 803.17 |
| Decrease / (increase) in other non current financial assets | (818.82) | 0.24 |
| Decrease / (increase) in other current financial assets | 15.77 | 33.35 |
| Decrease / (increase) in Other current assets | 540.22 | 280.71 |
| Increase / (Decrease) in Other non current assets | 20.33 | 5.48 |
| Increase / (Decrease) in Trade payable | (3,360.08) | 2,824.57 |
| Increase / (Decrease) in Provision | (141.78) | (39.24) |
| Increase / (Decrease) in other current financial liabilities | (197.60) | 326.39 |
| Increase / (Decrease) in other non-current financial liabilities | - | - |
| Increase / (Decrease) in Other current liabilities | 431.49 | (53.72) |
| Cash generated from/(used in) operations | 17,208.23 | 29,221.16 |
| Direct taxes paid, net of refunds | (6,423.91) | (6,233.40) |
| Net cash flow from/(used in) operating activities (A) | 10,784.32 | 22,987.76 |
| Cash flows from investing activities | | |
| Purchase of Property, plant and equipment including CWIP | (607.20) | (2,137.41) |
| Proceeds from sale of Property, plant and equipment | 20.41 | 21.28 |
| Fixed Deposits placed | 4,806.80 | 2,544.80 |
| Dividend from equity investments | 90.24 | 112.80 |
| Rent Income | 13.40 | - |
| Loans Given | (60,323.10) | (24,246.75) |
| Loans Received back | 75,989.50 | 24,656.31 |
| Interest income | 3,616.15 | 3,560.26 |
| Net cash from/(used in) investing activities (B) | 23,606.20 | 4,511.29 |

**Standalone Statement of Cash Flow** for the Year ended 31st March, 2025 (Contd.)

| (₹ in lakhs) | | |
|--|--|--|
| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Cash flows from financing activities | | |
| Dividend paid on Equity shares | (9,954.34) | (32,351.60) |
| Net cash from/(used in) financing activities (C) | (9,954.34) | (32,351.60) |
| Net increase / (decrease) in cash and cash equivalents (A+B+C) | 24,436.18 | (4,852.56) |
| Cash and Cash equivalents at the beginning of year | 10,377.96 | 15,230.52 |
| Cash and Cash equivalents at the end of the year (Refer Note no 12) | 34,814.14 | 10,377.96 |

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect method' as set out in the Ind AS-7 on Statement of Cash Flow as notified under Companies (Accounts) Rules, 2015.
- Previous year's figures have been regrouped and rearranged wherever necessary.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN : 25400600BMOASE8813

For and on behalf of the Board of Directors**B. M. Bhansali**

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Place : Mumbai

Dated : 26th April, 2025

Ashwin Patel

Company Secretary

Notes to the Standalone financial statement

1 Corporate Information

Bhansali Engineering Polymers Limited is a Public Listed company registered in India, incorporated under the provisions of the Companies Act, 1956 and its shares are listed with NSE and BSE. The Company is engaged in manufacturing of ABS and SAN resins which is classified under the category of Highly Specialized Engineering Thermoplastics. The manufacturing facilities of the Company is located at Abu Road, Rajasthan and Satnoor, Madhya Pradesh.

2 Summary of Significant Accounting Policies

(a) Basis of Preparation & Presentation

The standalone financial statements are prepared on the accrual basis of accounting and in accordance with the Indian Accounting Standards (hereinafter referred to as the Ind AS) as prescribed under Section 133 of the Companies Act, 2013 (the Act) (as amended) and other relevant provisions of the Act.

The Financial statements have been prepared as a going concern under the historical cost convention.

The Financial statements are presented in Indian Rupees ("INR") and all values are rounded to the nearest lakhs, except otherwise stated as per the requirement of Schedule III.

(b) Classification of Current and Non-Current

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as current when it is:

- i) Expected to be realized or intended to be sold or consumed in normal operating cycle,
- ii) Held primarily for the purpose of trading,
- iii) Expected to be realized within twelve months after the reporting period, or
- iv) Cash or Cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- i) It is expected to be settled in normal operating cycle,
- ii) It is held primarily for the purpose of trading,
- iii) It is due to be settled within twelve months after the reporting period, or
- iv) There is no unconditional right to determine the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non – current.

(c) Property, plant and equipment.

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment losses, if any. The cost comprises of the purchase price (net of GST credit wherever applicable) and any attributable cost of bringing the property, plant and equipment to its working condition for its intended use.

Subsequent expenditure related to an item of property, plant and equipment are added to its gross book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

The Company identifies and determines separate useful life for each major component of property, plant and equipment, if they have useful life that is materially different from that of the remaining asset.



Items such as Machinery spares is recognized in accordance with Ind AS 16 "Property, Plant and Equipment" when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventories.

Property, plant and equipment not ready for the intended use on the date of Balance Sheet are disclosed as "Capital work-in-progress". Capital Work-In-Progress includes expenditure during construction period incurred on projects under implementation treated as pre-operative expenses pending allocation to the assets. These expenses are apportioned to the respective fixed assets on their completion / commencement of commercial production.

Losses arising from the retirement of, and gains and losses arising from disposal of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the property, plant and equipment and are recognized in the statement of profit and loss when the property, plant and equipment is derecognized.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(d) Depreciation on Property, plant and equipment

Depreciation on property, plant and equipment is provided pro-rata for the period of use, using the Straight Line Method based on the respective estimate of useful life given below.

| Class of Asset | Useful life (In Years) |
|----------------------------------|-----------------------------------|
| Buildings | 30 - 60 Years |
| Plant & Machinery | 25 Years |
| Furniture & Fixtures | 10 Years |
| Office Equipment's and Computers | 3 - 6 Years |
| Vehicles | 8 - 10 Years |
| Stores & Spares | 2 to 5 Years |

Lease hold land is not depreciated over the useful life of the lease.

(e) Intangible Assets and Amortization

Intangible assets are valued at cost less amortization and comprise mainly of computer software licenses. Amortization takes place on a straight line basis over the assets anticipated useful life. The useful life is determined based on the period over which the asset is expected to be used and generally does not exceed 5 years. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at the end of each reporting period.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

(f) Investment in Joint Venture

Investments in joint venture is recognized at cost as per Ind AS 28.

(g) Inventories

Inventories are stated at cost or net realizable value whichever is lower. Cost include purchase price, non-refundable taxes and delivery and handling cost and all costs incurred in bringing the inventory to its present location and condition.

Cost of raw materials, process chemicals, stores and spares, packing material, and other inventory is determined on weighted average basis.

Work-in-progress and finished goods stock is valued at cost or net realizable value whichever is lower. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.

(h) Retirement and other employee benefits**Defined Contribution plan**Provident fund

The Company makes contribution to statutory provident fund in accordance with Employees' Provident Fund and Miscellaneous Provisions Act, 1952. The plan is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

Superannuation fund

Superannuation is a post-employment benefit defined contribution plan under which the Company pays specified contributions to the insurer. The Company makes specified monthly contributions to the superannuation fund. The contribution paid or payable is recognized as an expense in the period in which the services are rendered by the employee.

Defined benefit plans

The Company operates a defined benefit gratuity plan. The cost of providing benefits under the defined benefit plan is determined on the basis of actuarial valuation using the projected unit credit method. Gratuity fund is administered through Life Insurance Corporation of India.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other short term benefits

Expense in respect of other short-term benefits is recognized on the basis of amount paid or payable for the year during which services are rendered by the employees.

(i) Foreign Currencies Transactions and Translation

The Company's financial statements are presented in INR, which is also the Company's Functional Currency.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss and costs that are directly attributable to the acquisition assets, are capitalized as cost of assets. Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Exchange differences arising out of these transactions are charged to the Statement of Profit and Loss. In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised.

(j) Derivatives

Derivatives are taken as the hedging instrument by the Company.

For derivatives taken against underlying asset/liability or that are used to hedge forecast transactions, the Company generally designates only the change in fair value of the forward contract related to the spot component and aligned forward element on reporting date.

Gains or losses relating to the effective portion of the change in the spot component and aligned forward element of the forward contracts are recognized in Statement of profit and loss.

**(k) Taxes on Income****Income Tax**

Income tax expense represents the sum of current tax and deferred tax and includes any adjustments related to past periods in current and /or deferred tax adjustments that may become necessary due to certain developments or reviews during the relevant year. Current income tax is based on the taxable income and calculated using the applicable tax rates.

Deferred Tax

Deferred tax is provided using the Balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for the financial reporting purposes at the reporting date. The carrying amount of deferred tax assets is reviewed at the end of reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year 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 reporting date. Current and deferred tax is recognised in Statement of profit or loss except to the extent that it relates to items recognised in other Comprehensive income or directly in Equity. In this case the tax is also recognised in other Comprehensive income or directly in Equity, respectively.

Deferred tax assets and 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.

(l) Revenue Recognition

Revenue from contracts with customers are recognised as per Ind AS 115 when control of the goods or services are transferred to the customers at the fair value of consideration received or receivable. The Company recognizes revenue when the same can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company's activities as described below. Revenue is measured at the value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Amounts disclosed as revenue are exclusive of GST and net of returns, trade allowances, rebates, discounts, and amounts collected on behalf of third parties.

i) Sale of goods

Sales are recognized when substantial risk and rewards of ownership are transferred to customer, In case of domestic customers, sales generally take place when the material is shipped to the customer or delivery is handed over to the transporter. In case of export customers, sales generally take place when goods are shipped on-board based on bill of lading.

ii) Interest & Dividend Income

Interest income is recognised on time proportion basis taking into account the amount invested and rate of interest. For all financial instruments measured at amortised cost, interest income is recorded using the Effective interest rate method to the net carrying amount of the financial assets. Dividend income is recognized when the Company's right to receive dividend is established by the Balance Sheet date.

iii) Revenue in respect of other claims is recognised on accrual basis to the extent the ultimate realisation is reasonably certain.

(m) Leases

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), low value leases and leases having termination clause of less than 2 months. For these leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease payments to be made under reasonably certain extension option are also included in the measurement of the liability. The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that lessee would have to pay to borrow the fund necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar term, security and conditions.

(n) Provisions

A provision is recognized when the Company has a present obligation Legal or Constructive that is reasonably estimatable and it is probable that an outflow of economic benefits will be required to settle the obligation. These estimates are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

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 recognized as a finance cost.

(o) Segment Reporting

The Company manufactures and sells ABS and SAN which belong to the same product group i.e. "Highly Specialized Engineering Thermoplastics" alongwith Trading in raw materials used for manufacturing of ABS and SAN. The product has the same risks and returns, which are predominantly governed by market conditions, namely demand and supply position. Thus, in the context of Ind AS 108 "Operating Segment", issued by the Institute of Chartered Accountants of India, there is only one identified reportable segment.

(p) Earnings per Share

Basic earnings per share are calculated by dividing the net profit/ loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of diluted potential equity shares, if any.

(q) Contingent Liabilities and Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent Assets are not disclosed in the Financial Statements.

(r) Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, short-term deposits with an original maturity of three months or less, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**(s) Financial Instruments**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets**Initial recognition and measurement:**

All financial assets are initially recognised at fair value. Transaction costs of acquisition of financial assets carried at Fair value through profit or loss are expensed in the Statement of profit and loss. Financial assets are classified, at initial recognition and subsequent measurements, as financial assets at fair value or as financial assets measured at amortised cost.

A financial asset is measured at amortised cost less impairment, if the objective of the Company's business model is to hold the financial asset to collect the contractual cash flows.

Impairment of financial assets:

All financial assets are initially recognised at fair value. Transaction costs of acquisition of financial assets carried at fair value through profit and loss are expensed in the Statement of Profit and Loss.

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured subsequently at amortised cost. Interest income from these financial assets is included in Other income using the effective interest rate method.

In accordance with Ind-AS 109, the Company uses “**Expected Credit Losses (ECL)**” model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through as loss allowance at an amount equal to:

The 12-months expected credit losses (expected credit losses that result from those default events on the financial instruments that are possible within 12 months after the reporting date); or

Full lifetime expected credit losses (expected losses that result from all possible default events over the life of the financial instrument)

The credit loss is difference between all contractual cash flow that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable factors including that which are forward-looking.

For trade receivable company applies 'Simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 months ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Other Financial Assets mainly consist of Unsecured Loans, Loans to employees, Security Deposit, other deposit, interest accrued on Fixed Deposits, other receivables and advances measured at amortized cost.

Financial liabilities

1) Initial recognition and measurement

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.

2) Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3) Derivative Financial Instruments

Derivative financial liabilities are measured at fair value through Profit and loss.

Derecognition of Financial Instruments:

The Company derecognises a financial asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial Liability (or part of Financial Liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offsetted and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(t) Fair Value Measurement of Financial Instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. 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 recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

(u) Research and Development Expenditure

Revenue expenditure on Research and Development is charged to the Statement of Profit and Loss in the year in which it is incurred and Capital Expenditure are included in Property, Plant and Equipment.

3 Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The Preparation of Company's financial Statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustments to the carrying amount of assets or liabilities affected in next financial years.

a. Determination of the estimated useful lives of Property, Plant and Equipment and Intangible Assets:

Estimates are involved in determining the cost attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the management. Property, Plant and Equipment/Intangible Assets are depreciated/ amortised over their estimated useful life, after taking into account estimated residual value. Management reviews the estimated useful life and residual values of the assets annually in order to determine the amount of depreciation/amortisation to be recorded during any reporting period. The useful life and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for further period is revised if there are significant changes from previous estimates.

b. Recoverability of Trade Receivables:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required or not. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c. Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgements to existing facts and circumstances, which can be subject to change. The carrying amount of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

d. Recognition Defined benefit plans:

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

e. Application of Discount rates:

Estimates of rates of discounting are done for measurement of fair values of certain financial assets and liabilities, which are based on prevalent bank interest rates and the same are subject to change.

f. Current versus non-current classification:

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle of twelve months and other criteria set out in Schedule III to the Companies Act, 2013.

g. Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement 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.

h. Impairment of non-financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement 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. The impairment provision for non-financial assets company estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using 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 evaluation model is used.

i. Recognition of Deferred Tax Assets and Liabilities:

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

j. 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 31st March, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.


NOTE 4: PROPERTY PLANT AND EQUIPMENT-
As at 31st March, 2025

(₹ in lakhs)

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|---|-----------------------------------|-----------------|--------------|------------------------------------|-----------------------------------|---------------|--------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2024 | Additions | Deductions | As at 31 st March, 2025 | As at 1 st April, 2024 | For the Year | Deductions | As at 31 st March, 2025 | As at 31 st March, 2025 |
| Land (Free hold) | 14.85 | - | - | 14.85 | - | - | - | - | 14.85 |
| Land (Lease hold) | 140.99 | - | - | 140.99 | - | - | - | - | 140.99 |
| Buildings | 4,104.83 | 744.80 | - | 4,849.63 | 1,197.44 | 102.29 | - | 1,299.73 | 3,549.90 |
| R & D-Buildings | 718.83 | - | - | 718.83 | 117.81 | 22.76 | - | 140.57 | 578.26 |
| Plant & Machinery | 20,439.62 | 109.87 | 1.45 | 20,548.04 | 12,722.82 | 594.09 | 1.38 | 13,315.53 | 7,232.51 |
| R & D Plant & Machinery & Equipments | 1,165.24 | 107.91 | - | 1,273.15 | 280.87 | 51.29 | - | 332.16 | 940.99 |
| Furniture, Fixtures & Office Equipments | 1,952.52 | 20.72 | 0.67 | 1,972.57 | 1,406.33 | 33.21 | 0.64 | 1,438.90 | 533.67 |
| Vehicles | 822.40 | 362.61 | 81.19 | 1,103.82 | 378.15 | 94.34 | 72.36 | 400.14 | 703.68 |
| Total | 29,359.28 | 1,345.91 | 83.31 | 30,621.88 | 16,103.42 | 897.98 | 74.38 | 16,927.03 | 13,694.85 |

NOTE 4: PROPERTY PLANT AND EQUIPMENT-
As at 31st March, 2024

(₹ in lakhs)

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|---|-----------------------------------|---------------|--------------|------------------------------------|-----------------------------------|---------------|--------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2023 | Additions | Deductions | As at 31 st March, 2024 | As at 1 st April, 2023 | For the Year | Deductions | As at 31 st March, 2024 | As at 31 st March, 2024 |
| Land (Free hold) | 14.85 | - | - | 14.85 | - | - | - | - | 14.85 |
| Land (Lease hold) | 140.99 | - | - | 140.99 | - | - | - | - | 140.99 |
| Buildings | 4,034.26 | 70.57 | - | 4,104.83 | 1,099.08 | 98.36 | - | 1,197.44 | 2,907.39 |
| R & D-Buildings | 718.83 | - | - | 718.83 | 95.05 | 22.76 | - | 117.81 | 601.02 |
| Plant & Machinery | 20,348.27 | 91.35 | - | 20,439.62 | 12,051.04 | 671.78 | - | 12,722.82 | 7,716.80 |
| R & D Plant & Machinery & Equipments | 1,165.24 | - | - | 1,165.24 | 229.07 | 51.80 | - | 280.87 | 884.37 |
| Furniture, Fixtures & Office Equipments | 1,908.50 | 44.30 | 0.29 | 1,952.52 | 1,364.25 | 42.35 | 0.27 | 1,406.33 | 546.19 |
| Vehicles | 831.52 | 77.21 | 86.33 | 822.40 | 366.54 | 82.67 | 71.06 | 378.15 | 444.25 |
| Total | 29,162.46 | 283.43 | 86.62 | 29,359.28 | 15,205.03 | 969.72 | 71.33 | 16,103.42 | 13,255.85 |

NOTE 4A: INTANGIBLE ASSETS:**As at 31st March, 2025****(₹ in lakhs)**

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|------------------------------|-----------------------------------|--------------|------------|------------------------------------|-----------------------------------|--------------|------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2024 | Additions | Deductions | As at 31 st March, 2025 | As at 1 st April, 2024 | For the Year | Deductions | As at 31 st March, 2025 | As at 31 st March, 2025 |
| Computer Software & Licenses | 422.81 | 16.12 | - | 438.93 | 422.51 | 2.23 | - | 424.74 | 14.19 |
| Total | 422.81 | 16.12 | - | 438.93 | 422.51 | 2.23 | - | 424.74 | 14.19 |

NOTE 4A: INTANGIBLE ASSETS:**As at 31st March, 2024****(₹ in lakhs)**

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|------------------------------|-----------------------------------|-----------|------------|------------------------------------|-----------------------------------|--------------|------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2023 | Additions | Deductions | As at 31 st March, 2024 | As at 1 st April, 2023 | For the Year | Deductions | As at 31 st March, 2024 | As at 31 st March, 2024 |
| Computer Software & Licenses | 422.81 | - | - | 422.81 | 422.51 | - | - | 422.51 | 0.30 |
| Total | 422.81 | - | - | 422.81 | 422.51 | - | - | 422.51 | 0.30 |


NOTE 5 : CAPITAL WORK IN PROGRESS

(₹ in lakhs)

| Particular | Capital Work in Progress |
|--|--------------------------|
| Gross Block | |
| Balance as at 1st April, 2023 | 40.44 |
| Addition during the Year | 1,894.44 |
| Capitalisation during the year | 40.44 |
| Other Adjustments | - |
| Balance As at 31st March, 2024 | 1,894.44 |
| Balance as at 1st April, 2024 | 1,894.44 |
| Addition during the Year | 748.50 |
| Capitalisation during the year | 3.33 |
| Other Adjustments | 1,500.00 |
| Balance As at 31st March, 2025 | 1,139.61 |

(a) Ageing of Capital work-in Progress (CWIP)

(₹ in lakhs)

| Particulars | Amount in CWIP for a period of | | | Total |
|--|--------------------------------|----------------------|-------------------|-----------------|
| | Less than 1 year | Less than 1 -2 years | More than 2 years | |
| Balance As at 31st March, 2024 | | | | |
| Projects in progress | 1,894.44 | - | - | 1,894.44 |
| Projects temporarily suspended | - | - | - | - |
| Total | 1,894.44 | - | - | 1,894.44 |
| Balance As at 31st March, 2025 | | | | |
| Projects in progress | 1,139.61 | - | - | 1,139.61 |
| Projects temporarily suspended | - | - | - | - |
| Total | 1,139.61 | - | - | 1,139.61 |

NOTE 6 : NON CURRENT INVESTMENTS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Investments consist of the following: | | |
| NON CURRENT INVESTMENTS | | |
| (i) Investments- Non-current- At Cost | | |
| Fully paid unquoted investments of Joint Venture Company | | |
| 11,28,000 (Previous Year : 11,28,000) Equity Shares of ₹ 10 each fully paid up of Joint Venture Company Bhansali Nippon A&L Pvt Ltd | 112.80 | 112.80 |
| Total Value of Investment (unquoted) | 112.80 | 112.80 |

NOTE 7: LOANS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| (i) Long-term loans | | |
| (a) Loans & Advances to Employees | - | - |
| (b) Loans Receivables considered good – Secured; | - | - |
| (c) Loans Receivables considered good – Unsecured; | - | 7,600.00 |
| (d) Loans Receivables which have significant increase in Credit Risk; and | - | - |
| (e) Loans Receivables – credit impaired. | - | - |
| | - | 7,600.00 |
| (ii) Short-term loans | | |
| (a) Loans & Advances to Employees-Unsecured, considered good | 26.66 | 8.06 |
| (b) Loans Receivables considered good – Secured; | - | - |
| (c) Loans Receivables considered good – Unsecured; | 14,125.00 | 22,210.00 |
| (d) Loans Receivables which have significant increase in Credit Risk; and | - | - |
| (e) Loans Receivables – credit impaired. | - | - |
| | 14,151.66 | 22,218.06 |


NOTE 8: OTHER FINANCIAL ASSETS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Other financial assets consist of the following: | | |
| (i) Non-current financial assets | | |
| (a) Security deposits other than utility services | 869.81 | 17.59 |
| | 869.81 | 17.59 |
| (ii) Current financial assets | | |
| Unsecured, considered good unless otherwise stated | | |
| (a) Advances recoverable in cash or kind | 33.82 | 67.10 |
| (b) Security deposits other than utility services | 360.00 | - |
| (c) Interest accrued on deposits | 56.30 | 398.79 |
| | 450.12 | 465.89 |

NOTE 9: OTHER ASSETS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Other assets consist of the following: | | |
| (i) Other non-current assets | | |
| Considered good | | |
| (a) Security deposits- includes utility & other services | 378.92 | 371.95 |
| (b) Prepaid expenses | - | - |
| (c) Balance with statutory/government authorities | 551.23 | 578.53 |
| (d) Capital advance in kind or for value to be received | - | - |
| | 930.15 | 950.48 |
| (ii) Other current assets | | |
| Considered good unless otherwise stated | | |
| (a) Prepaid expenses | 421.77 | 23.02 |
| (b) Balance with statutory/government authorities | 213.77 | 283.69 |
| (c) Advance to suppliers | 437.13 | 1,306.18 |
| | 1,072.67 | 1,612.89 |

NOTE 10: INVENTORIES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| (Valued at lower of cost and net realisable value) | | |
| Finished Goods | 612.61 | 238.32 |
| Stock-in-Process | 2,495.21 | 3,548.77 |
| Raw Materials | 4,241.03 | 4,722.43 |
| Stock at Port including Goods in Transit | 3,534.82 | 4,258.42 |
| Packing Materials | 46.54 | 38.77 |
| Stores & Spares | 856.60 | 776.68 |
| | 11,786.81 | 13,583.39 |

NOTE 11: TRADE RECEIVABLES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| (i) Undisputed Secured, Considered Good | - | - |
| (ii) Undisputed Unsecured Considered good from due date of payment | | |
| Current but not Due | 25,498.85 | 20,676.85 |
| Due less than six months | 34.13 | 1,889.03 |
| Due six months to one Year | 13.32 | - |
| Due One-Two Years | - | 427.18 |
| More than Two Years | - | - |
| (iii) Undisputed Unsecured-Credit Impaired | - | - |
| (iv) Disputed Secured, Considered Good | - | - |
| (v) Disputed Unsecured considered good | - | - |
| (vi) Disputed Unsecured-Credit Impaired | - | - |
| | 25,546.30 | 22,993.06 |

There are no trade or other receivable due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.


NOTE 12: CASH AND CASH EQUIVALENTS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Cash and cash equivalents consist of the following: | | |
| (i) Balances with banks | | |
| In current accounts | 8,700.55 | 4,872.55 |
| In Fixed Deposits Accounts with Original Maturity upto 3 months. | 26,107.22 | 5,500.00 |
| (ii) Cash on hand | 6.37 | 5.41 |
| | 34,814.14 | 10,377.96 |

NOTE 13: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| (i) Earmarked balance towards dividend# | 415.81 | 330.39 |
| (ii) Earmarked Fixed Deposits towards Letter of Credit, Bank Guarantee & others. | 3,600.16 | 4,499.30 |
| (iii) In Fixed Deposits Accounts with Original Maturity more than 3 months. | 1,616.84 | 5,524.50 |
| | 5,632.81 | 10,354.19 |

These balances are available for use only towards settlement of corresponding unpaid dividend liabilities.

NOTE 14 : SHARE CAPITAL

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Authorised Share Capital | | |
| 40,00,00,000 (P.Y. 40,00,00,000) Equity Shares of ₹.1/- each | 4,000.00 | 4,000.00 |
| | 4,000.00 | 4,000.00 |
| Issued, subscribed and fully paid-up | | |
| 24,88,58,460 (P.Y. 24,88,58,460) Equity Shares of ₹.1/- each fully paid up | 2,488.58 | 2,488.58 |
| | 2,488.58 | 2,488.58 |

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

| Equity shares | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|---|------------------------------------|--------------|------------------------------------|--------------|
| | Nos. | (₹ in lakhs) | Nos. | (₹ in lakhs) |
| At the beginning of the Year | 24,88,58,460 | 2,488.58 | 16,59,05,640 | 1,659.06 |
| Changes during the year for Issue of Bonus Shares | - | - | 8,29,52,820 | 829.52 |
| Outstanding at the end of the period | 24,88,58,460 | 2,488.58 | 24,88,58,460 | 2,488.58 |

(b) Terms/ rights attached to equity shares

The Company has only one class of Equity shares having par value of ₹1 per share. Each holder of Equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The Final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company

| Name of the shareholder | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|--|------------------------------------|-------------------|------------------------------------|-------------------|
| | Nos. | % of total shares | Nos. | % of total shares |
| Babulal M. Bhansali | 2,45,80,330 | 9.88% | 2,45,80,330 | 9.88% |
| Bhansali International Pvt Ltd | 2,42,29,774 | 9.74% | 2,42,29,774 | 9.74% |
| Sheraton Properties & Finance Limited | 1,83,27,000 | 7.36% | 1,83,27,000 | 7.36% |
| Jayesh B. Bhansali | 1,74,92,917 | 7.03% | 1,74,92,917 | 7.03% |
| Bentley Commercial Enterprises Limited | 1,39,17,064 | 5.59% | 1,39,17,064 | 5.59% |
| Speedage Commercials Limited | 1,31,46,013 | 5.28% | 1,31,46,013 | 5.28% |

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.


NOTE 14 : SHARE CAPITAL (CONTD.)
(d) Details of Shareholding of Promoters and Promoter Group

| Shares held by Promoter and Promoter Group at the end of the year | | | | | % of Change During the period |
|---|------------------------------------|-------------------|------------------------------------|-------------------|-------------------------------|
| Promoter and Promoter Group | As at 31 st March, 2025 | | As at 31 st March, 2024 | | |
| | No of Shares | % of Total Shares | No of Shares | % of Total Shares | |
| Babulal M. Bhansali | 2,45,80,330 | 9.88% | 2,45,80,330 | 9.88% | NIL |
| Bhansali International Pvt Ltd | 2,42,29,774 | 9.74% | 2,42,29,774 | 9.74% | NIL |
| Sheraton Properties and Finance Limited | 1,83,27,000 | 7.36% | 1,83,27,000 | 7.36% | NIL |
| Jayesh B. Bhansali | 1,74,92,917 | 7.03% | 1,74,92,917 | 7.03% | NIL |
| Bentley Commercial Enterprises Ltd | 1,39,17,064 | 5.59% | 1,39,17,064 | 5.59% | NIL |
| Speedage Commercial Ltd | 1,31,46,013 | 5.28% | 1,31,46,013 | 5.28% | NIL |
| Bhansali Industrial Investment & Finance Pvt Ltd | 66,85,500 | 2.69% | 66,85,500 | 2.69% | NIL |
| Babulal M Bhansali HUF | 62,98,500 | 2.53% | 62,98,500 | 2.53% | NIL |
| Meenakshi J. Bhansali | 61,91,515 | 2.49% | 61,91,515 | 2.49% | NIL |
| Dhudidevi B. Bhansali | 55,77,384 | 2.24% | 55,77,384 | 2.24% | NIL |
| Bhansali Innovative Finance Pvt Ltd | 36,06,000 | 1.45% | 36,06,000 | 1.45% | NIL |
| Bhansali Engineering Industries Pvt Ltd | 29,73,000 | 1.19% | 29,73,000 | 1.19% | NIL |

(e) Final Dividend paid and proposed

| | As on 31 st March, 2025 | As on 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Final Dividend for the year ended 31 st March, 2024 : ₹.1/- per share (*) (PY: ₹.1/- per share) | 2,488.58 | 1,659.06 |
| Date of approval (date of Annual General Meeting) | 29 th June, 2024 | 19 th June, 2023 |
| Proposed Dividend on Equity shares | | |
| Final Dividend for the year ended 31 st March, 2025 : ₹.1/- per share (Previous year: ₹.1/- per share) | 2,488.58 | 2,488.58 |

* Dividend declared on 29th June, 2024 was paid on 2nd July, 2024.

NOTE-15 : OTHER EQUITY

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Securities Premium Reserve | | |
| Opening balance | 2,147.48 | 2,977.00 |
| Less: Amount adjusted for issue of Bonus Shares | - | 829.52 |
| Closing balance | 2,147.48 | 2,147.48 |
| General Reserve | | |
| Opening balance | 225.00 | 225.00 |
| Closing balance | 225.00 | 225.00 |
| Retained Earnings | | |
| Opening balance | 87,276.91 | 1,01,764.95 |
| Profit for the year | 17,981.93 | 17,973.30 |
| Final Dividend paid for the year ended 31 st March | (2,488.58) | (24,885.85) |
| Interim Dividends Paid | (7,465.76) | (7,465.75) |
| Other comprehensive income/ (loss), net of tax | (118.55) | (109.74) |
| Closing balance | 95,185.95 | 87,276.91 |
| Total Other Equity | 97,558.43 | 89,649.39 |

Nature and Purpose of Reserves:

(i) Securities Premium

Securities premium account is created when shares are issued at premium. The Company may issue fully paid-up Bonus shares to its members out of the Securities premium account. As per Section 52 (2) (e) of the Companies Act, 2013, Securities premium account can be used for buy back of shares.

(ii) General Reserve

General Reserve is used from time to time to transfer 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.

(iii) Retained Earning

Retained earning are the profits that the Company has earned till date, less any transfer to General Reserve, dividends or other distributions paid to the shareholders.


NOTE-16: OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Other financial liability consist of the following: | | |
| (i) Other Financial Non- Current Liabilities | | |
| Deposit | - | - |
| Unclaimed Dividend | - | - |
| | - | - |
| (ii) Other Financial Current Liabilities | | |
| Employee Dues | 293.93 | 551.79 |
| Unclaimed Dividend | 415.81 | 330.39 |
| Security deposits other than utility services | 14.00 | - |
| Derivative - Foreign Exchange Forward Contracts | 54.29 | - |
| Other Dues | 38.69 | 46.72 |
| | 816.72 | 928.90 |

NOTE-17 : PROVISIONS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--------------------------------------|---------------------------------------|---------------------------------------|
| Provisions consist of the following: | | |
| (i) Long term provisions | | |
| (a) Provision for gratuity | 21.46 | - |
| (b) Provision for leave benefits | 131.88 | 126.69 |
| | 153.34 | 126.69 |
| (ii) Short term provisions | | |
| (a) Provision for gratuity | 84.50 | 95.12 |
| (b) Provision for leave benefits | 16.92 | 16.30 |
| | 101.42 | 111.42 |

NOTE-18 : DEFERRED TAX LIABILITIES (NET)

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Deferred Tax Liabilities: | | |
| Property, Plant and equipment | 1,770.87 | 1,767.84 |
| Gratuity and other employee benefits | - | 3.85 |
| | 1,770.87 | 1,771.69 |
| Deferred Tax Assets: | | |
| Gratuity and other employee benefits | 24.24 | - |
| Defined benefit plans giving rise to temporary differences | 39.88 | 39.87 |
| Deferred tax liabilities (Net) | 64.12 | 39.87 |
| | 1,706.75 | 1,731.82 |

NOTE-19: TRADE PAYABLES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---------------------------|---------------------------------------|---------------------------------------|
| (i) MSME | | |
| Not Due | 226.45 | 351.39 |
| (ii) Others | | |
| Not Due | 5,426.56 | 8680.90 |
| (iii) Disputed dues MSME | - | - |
| (iv) Disputed dues Others | - | - |
| | 5,653.01 | 9,032.29 |

Refer Note No 32.1**NOTE-20: OTHER CURRENT LIABILITIES**

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|----------------|---------------------------------------|---------------------------------------|
| Statutory Dues | 1,737.67 | 1,306.18 |
| | 1,737.67 | 1,306.18 |


NOTE 21 : REVENUE FROM OPERATIONS

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|------------------------|--|--|
| Sale of Finished Goods | 1,51,207.54 | 1,36,357.27 |
| Trading Sales | 13,691.20 | 7,593.94 |
| | 1,64,898.74 | 1,43,951.21 |
| Less: GST | 25,124.37 | 21,777.61 |
| Net Sales (Net of GST) | 1,39,774.37 | 1,22,173.60 |

NOTE 22 : OTHER INCOME

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--|--|--|
| Interest income | | |
| Bank Deposits | 2,012.83 | 1,460.18 |
| Other assets | 1,603.32 | 2,100.08 |
| | 3,616.15 | 3,560.26 |
| Dividend income on financial assets | | |
| Dividend received | 90.24 | 112.80 |
| | 90.24 | 112.80 |
| Other non-operating income | | |
| Foreign Exchange Fluctuation | 22.28 | 343.73 |
| Bad Debts Recovered | - | 2.00 |
| Rent Income | 13.40 | - |
| Other Miscellaneous Income | 40.74 | 38.15 |
| | 76.42 | 383.88 |
| Other gain and losses | | |
| Gain on disposal of property, plant and equipment | 12.89 | 7.07 |
| Net gain on financial assets measured at fair value through profit or loss | 33.40 | 0.24 |
| | 46.29 | 7.31 |
| | 3,829.10 | 4,064.25 |

NOTE 23 : COST OF MATERIALS CONSUMED

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--|--|--|
| Raw Material | | |
| Inventory at the beginning of the Year | 8,980.85 | 13,492.54 |
| Purchases | 85,488.27 | 73,431.10 |
| | 94,469.12 | 86,923.64 |
| Less: Inventory at the end of the Year | 7,775.85 | 8,980.85 |
| | 86,693.27 | 77,942.79 |

NOTE 24 :CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK IN PROCESS

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--|--|--|
| Inventories at the end of the Year: | | |
| Finished Goods | 612.61 | 238.32 |
| Stock-in-trade | 2,495.21 | 3,548.77 |
| | 3,107.82 | 3,787.09 |
| Less: Inventories at the beginning of the Year: | | |
| Finished Goods | 238.32 | 223.52 |
| Stock-in-trade | 3,548.77 | 2,537.49 |
| | 3,787.09 | 2,761.01 |
| | | |
| | 679.27 | (1,026.08) |

NOTE 25: EMPLOYEE BENEFIT EXPENSES

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--------------------------------------|--|--|
| Salaries, wages and bonus | 5,466.71 | 5,069.46 |
| Contributions to Provident Fund etc. | 172.82 | 151.58 |
| Staff welfare expenses | 282.29 | 252.92 |
| | 5,921.82 | 5,473.96 |

NOTE 26 : FINANCE COSTS

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|------------------------|--|--|
| Interest-Others | 0.20 | - |
| Finance & Bank Charges | 19.17 | 20.49 |
| | 19.37 | 20.49 |

**NOTE 27 : OTHER EXPENSES**

| | (₹ in lakhs) | |
|---|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Stores and Spares Consumed | 780.89 | 801.01 |
| Packing Materials Consumed | 630.05 | 646.54 |
| Power & Fuel | 4,087.79 | 4,025.94 |
| Rent, Rates & Taxes | 828.85 | 661.12 |
| Insurance | 117.16 | 147.14 |
| Travelling & Conveyance | 604.88 | 480.31 |
| Repairs & Maintenance : | | |
| Buildings | 24.70 | 11.43 |
| Plant and Machinery | 259.22 | 174.27 |
| Others | 122.21 | 104.48 |
| Printing & Stationery | 20.74 | 19.96 |
| Postage, Telephone, Fax etc. | 37.06 | 35.51 |
| Miscellaneous Expenses | 1,004.83 | 748.92 |
| Donation | 700.00 | 592.00 |
| Research & Development Expenses | 118.28 | 71.21 |
| Legal & Professional Charges | 364.13 | 201.30 |
| Auditors' Remuneration : | | |
| Audit Fees | 4.50 | 4.50 |
| Tax Audit Fees | 0.45 | 0.45 |
| Taxation Matters | - | - |
| Review Audit Fees and Certification | 0.75 | 1.00 |
| Directors' Sitting Fees | 12.70 | 18.90 |
| Bad Debts | 427.18 | - |
| Loss on disposal of property, plant and equipment | 1.41 | 1.06 |
| Royalty & Commission | 618.57 | 676.60 |
| Freight & Forwarding | 2,837.01 | 2,882.74 |
| | 13,603.36 | 12,306.39 |

NOTE 28: COMPONENTS OF OTHER COMPREHENSIVE INCOME

| | (₹ in lakhs) | |
|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Re-measurement gain / (loss) on defined benefit plans as per Ind AS 19 | (158.43) | (146.65) |
| | (158.43) | (146.65) |

29 LEASES

The leasing arrangements are in most cases renewable by mutual consent, on mutually agreeable terms.

The Company's significant leasing arrangements are mainly in respect of residential and office premises. The aggregate lease rentals payable on these leasing arrangements are charged as rent under "Other Expenses".

The Company has not recognised any right- of- use asset ("ROU") during the year.

30 CONTINGENT LIABILITIES & CAPITAL COMMITMENTS

(₹ in lakhs)

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Claims against the Company not acknowledged as debts | | |
| i. Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances). | - | 720.00 |
| ii. Income tax demand under appeal | 91.36 | 71.53 |

31 LOANS & ADVANCES

The Company has granted Unsecured loans to Companies, Firms, Limited Liability Partnerships and various other entities other than those covered under Section 185 of the Act. The aggregate amount of Loans given is as follows.

As on 31st March, 2025

(₹ in lakhs)

| Particulars | Opening Balance | Loan Given | Loan Returned | Closing Balance |
|-----------------------------|--------------------|------------------|------------------|--------------------|
| Unsecured Loan Given | | | | |
| Current | 22,218.06 | 60,323.10 | 68,389.50 | 14,151.66 |
| Non Current | 7,600.00 | - | 7,600.00 | - |
| Total | 29,818.06 | 60,323.10 | 75,989.50 | 14,151.66 |

As on 31st March, 2024

(₹ in lakhs)

| Particulars | Opening Balance | Loan Given | Loan Returned | Closing Balance |
|-----------------------------|--------------------|------------------|------------------|--------------------|
| Unsecured Loan Given | | | | |
| Current | 15,447.62 | 18,196.75 | 11,426.31 | 22,218.06 |
| Non Current | 14,780.00 | 6,050.00 | 13,230.00 | 7,600.00 |
| Total | 30,227.62 | 24,246.75 | 24,656.31 | 29,818.06 |



- 32** According to the information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the Company has amounts due to micro and small enterprises under the said Act as at 31st March, 2025 as follows:

(₹ in lakhs)

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Principal Amount Not Due | 226.45 | 351.39 |
| Interest due on above | - | - |
| Amount of interest paid in terms of Section 16 of the MSME Act, 2006 | - | - |
| Amount of interest due and payable for the period of delay | - | - |
| Amount of interest accrued and remaining unpaid as at year end | - | - |
| Amount of further interest remaining due and payable in the succeeding year | - | - |

32.1 Ageing of Trade Payables
As on 31st March, 2025

(₹ in lakhs)

| Particulars | Outstanding for following periods from due date of invoice | | | Total |
|------------------------|--|---------------------|-------------------------------|-----------------|
| | Not due | Less than 1 Year | More than 1 Year and above | |
| Undisputed dues | | | | |
| - MSME | 226.45 | - | - | 226.45 |
| - Others | 5,426.56 | - | - | 5,426.56 |
| Disputed dues | | | | |
| - MSME | - | - | - | - |
| - Others | - | - | - | - |
| Total | 5,653.01 | - | - | 5,653.01 |

As on 31st March, 2024

(₹ in lakhs)

| Particulars | Outstanding for following periods from due date of invoice | | | Total |
|------------------------|--|---------------------|-------------------------------|-----------------|
| | Not due | Less than 1 Year | More than 1 Year and above | |
| Undisputed dues | | | | |
| - MSME | 351.39 | - | - | 351.39 |
| - Others | 8,680.90 | - | - | 8,680.90 |
| Disputed dues | | | | |
| - MSME | - | - | - | - |
| - Others | - | - | - | - |
| Total | 9,032.29 | - | - | 9,032.29 |

33 DETAILS OF FORWARD CONTRACTS & UNHEDGED FOREIGN CURRENCY EXPOSURE:

in lakhs

| Particulars | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|--|------------------------------------|--------------------|------------------------------------|--------------------|
| | USD denominated | JPY denominated | USD denominated | JPY denominated |
| Financial assets | | | | |
| Trade receivables | 0.46 | - | 14.14 | - |
| Advances | 0.31 | 0.78 | - | - |
| Net exposure to foreign currency risk (Assets) | 0.77 | 0.78 | 14.14 | - |
| Financial liabilities | | | | |
| Trade payables | 50.01 | - | 94.52 | - |
| Less: Derivative liability | | | | |
| Foreign exchange forward contracts | 50.01 | - | - | - |
| Net exposure to foreign currency risk (Liabilities) | - | - | 94.52 | - |

34 CORPORATE SOCIAL RESPONSIBILITY (CSR)

(₹ in lakhs)

| Sr. Particulars no | 2024-25 | 2023-24 |
|---|------------|----------|
| a) Amount required to be spent as per Section 135 of the Act | 606.22 | 741.39 |
| Amount approved by the board to be spent during the year | 606.22 | 973.88 |
| b) Amount Spent during the year | | |
| Construction/Acquisition of assets | - | - |
| On purpose other than above | - | - |
| c) Short/Excess amount spent under Section 135 (5) of the Act | | |
| Excess amount spent in respective year brought forward | (1,024.76) | 1,766.15 |
| Amount required to be spent during the year | 606.22 | 741.39 |
| Actual amount spent/incurred during the year (Refer Note below) | - | - |
| (Excess amount spent) / Amount Carried Forward to next year | (418.54) | 1,024.76 |

Note: The Company had incurred during the financial year 22-23 a sum of ₹ 2,432.49 lakhs as CSR expenses. The CSR obligation for financial year 22-23 of ₹ 666.34 lakhs, financial year 23-24 of ₹ 741.39 lakhs and for the current financial year of ₹ 606.22 lakhs is being set-off and the balance excess amount of ₹ 418.54 lakhs is being carried forward to the next year. The same is in compliance with the FAQ issued by the Ministry of Corporate Affairs vide Circular no 14/2021 dated 25th August, 2021 wherein it has been clarified that the excess amount can be set off against the required 2% CSR expenditure up to the immediately succeeding three financial years subject to compliance with the conditions stipulated under Rule 7(3) of the Companies (CSR Policy) Rules, 2014.

34.1 Amount spent during the year on:

(₹ in lakhs)

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---------------------------------|--|--|
| i) Promotion of Art and Culture | - | - |
| ii) Education | - | - |
| iii) Veterinary | - | - |
| iv) Health and Social Work | - | - |
| Total | - | - |


35 EARNINGS PER SHARE

The following reflects the income and share data used in the Basic and Diluted EPS computation:

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|--|--|
| Profit for the year attributable to equity holders for Basic and Diluted Earnings (₹ in Lakhs) | 17,981.93 | 17,973.30 |
| Number of Equity shares for Basic/ Diluted EPS | 24,88,58,460 | 24,88,58,460 |
| Earnings per share - Basic/ Diluted (in ₹) (face value of ₹ 1 per share) | 7.23 | 7.22 |

36 RATIOS:

| Sr No. | Particulars | Current Year | Previous Year | Difference | Change % | Reason for Variance |
|--------|--|--------------|---------------|------------|----------|---|
| 1 | Current Ratio (Current Assets/Current Liability) | 11.25 | 7.13 | 4.11 | 57.68% | Due to increase in current assets and decrease in current liabilities the ratio has improved. |
| 2 | Debt-Equity Ratio | - | - | - | - | The Company is debt free hence not applicable. |
| 3 | Debt Service Coverage Ratio | - | - | - | - | |
| 4 | Return on Equity Ratio (Net Profit after Taxes/ Average Shareholder's Equity) | 18.71% | 18.09% | 0.63% | 3.47% | - |
| 5 | Inventory Turnover Ratio (Cost of Goods Sold /Average Inventory) | 7.79 | 5.43 | 2.36 | 43.55% | Due to lower inventory levels the ratio has improved |
| 6 | Trade Receivables Ratio (Revenue from Operation/Average Trade receivables) | 5.76 | 5.22 | 0.54 | 10.28% | - |
| 7 | Trade Payables Ratio (Net Credit Purchases / Average Trade Payable) | 13.20 | 10.44 | 2.76 | 26.39% | Due to decrease in Trade payables the ratio has improved. |
| 8 | Net Capital Turnover Ratio (Revenue from Operations /Net Working Capital) | 1.64 | 1.74 | -0.10 | -5.72% | - |
| 9 | Net Profit Ratio (Net profit After Tax / Revenue from operation) | 12.86% | 14.71% | -1.85% | -12.55% | - |
| 10 | Return on Capital employed (EBIT / Capital Employed plus Deffered Tax Liabilities) | 23.96% | 25.88% | -1.93% | -7.44% | - |
| 11 | Return on Investment (Interest Income/ Average Loans & Fixed Deposit Investment) | 7.96% | 7.26% | 0.71% | 9.76% | Due to increase in Interest Income the ratio has improved. |

Notes:

- (1) Average equity represents the average of opening and closing total equity.
- (2) Average Trade receivables represents the average of opening and closing trade receivables.
- (3) Average Trade payable represents the average of opening and closing trade payable.
- (4) Average Loans and Fixed Deposits represents the average of opening and closing Loans and Fixed Deposit.

37 SEGMENT REPORTING

The Company manufactures and sells ABS and SAN and Trading in Styrene which belong to the same product group i.e. "Highly Specialized Engineering Thermoplastics" alongwith Trading in raw materials used for manufacturing ABS and SAN. The product has the same risks and returns, which are predominantly governed by market conditions, namely demand and supply position. Thus, in the context of Indian Accounting Standard - 108 "Segment Reporting", issued by the Institute of Chartered Accountants of India, there is only one identified reportable segment.

38 FAIR VALUE DISCLOSURES

38.1 The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

The categories used are as follows:

- **Level 1:** This hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds, ETFs and mutual funds that have quoted price. ;
- **Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2; and
- **Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The carrying value of financial assets/ liabilities by categories are as follows:

| Particulars | Notes | Amortised Cost (₹ in lakhs) | | Level 3 (₹ in lakhs) | |
|------------------------------------|----------------|--|--|--|--|
| | | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Financial assets | | | | | |
| (a) Trade Receivables | 11 | 25,546.30 | 22,993.06 | 25,546.30 | 22,993.06 |
| (b) Cash and cash equivalents | 12 | 34,814.14 | 10,377.96 | 34,814.14 | 10,377.96 |
| (c) Bank balances other than above | 13 | 5,632.81 | 10,354.19 | 5,632.81 | 10,354.19 |
| (d) Loans | 7 (i) & 7 (ii) | 14,151.66 | 29,818.06 | 14,151.66 | 29,818.06 |
| (e) Other financial assets | 8 (i) & 8 (ii) | 1,319.93 | 483.48 | 1,319.93 | 483.48 |
| Total | | 81,464.84 | 74,026.75 | 81,464.84 | 74,026.75 |

Investment in Joint Venture are measured at cost as per Ind AS 28, 'Investment in Associates and Joint Ventures' and hence not presented here.

| Particulars | Notes | Amortised Cost (₹ in lakhs) | | Level 3 (₹ in lakhs) | |
|---------------------------------|------------------|--|--|--|--|
| | | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Financial Liabilities | | | | | |
| (a) Trade payables | 19 | 5,653.01 | 9032.29 | 5,653.01 | 9,032.29 |
| (b) Other Financial liabilities | 16 (i) & 16 (ii) | 816.72 | 928.9 | 816.72 | 928.90 |
| Total | | 6,469.73 | 9,961.19 | 6,469.73 | 9,961.19 |

The carrying value of all the financials assets and financial liabilities are a reasonable approximation of their fair values. Accordingly the fair values of such financial assets and liabilities have not been disclosed separately.



39 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

39.1 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value and to safeguard the company's ability to remain as a going concern.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The current capital structure of the Company is equity based with no financing through borrowings. The Company is not subject to any externally imposed capital requirement.

No changes were made in the objectives, policies or processes during the year ended 31st March, 2025 and 31st March, 2024 respectively.

39.2 Financial Risk Management- Objectives And Policies

The Company's activities expose it to variety of financial risk viz. credit risk, liquidity risk and market risk. The Company has various financial assets such as deposits, Loans & Advances, trade and other receivables and cash and bank balances directly related to their business operations. The Company's principal financial liabilities comprise of trade and other payables. The Company's senior management focus is to foresee the unpredictability and minimise the potential adverse effects on the Company's financial performance. The Company's overall risk, management procedures to minimize the potential adverse effect of the financial market on the company's performance are as follows:

39.3 Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk primarily from trade receivables, cash and cash equivalents, and financial assets measured at amortised cost.

A Trade Receivables:

Trade receivables of the Company are generally unsecured. The Company performs ongoing credit evaluations of its customers' financial conditions and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business through internal evaluation. The allowance for impairment of trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. The Company has no concentration of credit risk as the customer base is geographically distributed in India.

B Cash and cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

C Other financial assets measured at amortised cost

Other financial assets measured at amortised cost includes loans and advances, security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously and is based on the credit worthiness of those parties.

D Investments

Investment in Joint Venture are measured at cost as per Ind AS 28, 'Investment in Associates and Joint Ventures' and hence not presented here.

39 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT(CONTD.)**Provision for expected credit losses****a) Expected credit losses for financial assets other than trade receivables**

The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature.

b) Expected credit loss for trade receivables under simplified approach

The Company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Company has defined percentage of provision by analyzing historical trend of default and such provision percentage determined have been considered to recognize life time expected credit losses on trade receivables (other than those where default criteria are met in which case the full expected loss against the amount recoverable is provided for). Based on such simplified approach, no allowance has been recognised.

39.4 Liquidity risk is the risk that the Company will not be able to meet its financial obligation as and when they fall due. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected. Liquidity risk is managed by monitoring on a regular basis that sufficient funds are available to meet any future commitments. The Company manages its liquidity risk by maintaining sufficient bank balance .

As on 31st March, 2025, the Company's financial liabilities of ₹ 6469.73 lakhs (31st March, 2024 ₹ 9961.19 lakhs) are all current and due in the next financial year.

| Particulars | 31 st March, 2025 | 31 st March, 2024 |
|---------------|------------------------------|------------------------------|
| Current Ratio | 11.25 | 7.13 |
| Liquid Ratio | 9.29 | 5.52 |

39.5 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, such as equity price risk and commodity risk. The Company is not exposed to other price risk whereas the exposure to currency risk and interest risk is given below:

A Foreign Currency Risk

Foreign currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. It arises mainly where receivables and payables exist due to transactions entered in foreign currencies.

A.1 Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved board policy parameters. Quarterly reports are submitted to Board of Directors on the unhedged foreign currency exposures.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

(In lakhs)

| Particulars | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|----------------------------------|------------------------------------|-------------|------------------------------------|----------|
| | USD | JPY | USD | JPY |
| (a) Trade payables | - | - | 94.52 | - |
| (b) Other Financial Assets | 0.77 | 0.78 | 14.14 | - |
| Net financial liabilities | 0.77 | 0.78 | 80.38 | - |


39 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT(CONTD.)
A.2 Foreign Currency sensitivity analysis

| Particulars | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|---|------------------------------------|---------------|------------------------------------|----------------|
| | (₹ in lakhs) | | (₹ in lakhs) | |
| | 1% Increase | 1% Decrease | 1% Increase | 1% Decrease |
| (a) USD | 0.66 | (0.66) | 67.03 | (67.03) |
| (b) JPY | 0.01 | (0.01) | - | - |
| Increase /(Decrease) in Profit or Loss | 0.67 | (0.67) | 67.03 | (67.03) |

B Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of financial instrument will fluctuate due to change in market interest rates. The Company's investments are primarily in fixed rate interest bearing investments and Loans.

Exposure to Interest Rate Risk

(₹ in lakhs)

| Particulars | 31 st March, 2025 | 31 st March, 2024 |
|----------------|------------------------------|------------------------------|
| Loans | 14,151.66 | 29,818.06 |
| Fixed Deposits | 31,324.22 | 15,523.80 |
| Total | 45,475.88 | 45,341.86 |

| Particulars | 31 st March, 2025 | | 31 st March, 2024 | |
|---|------------------------------|----------------|------------------------------|----------------|
| | (₹ in lakhs) | | (₹ in lakhs) | |
| | 1% Increase | 1% Decrease | 1% Increase | 1% Decrease |
| Loans | 15.74 | (15.74) | 20.71 | (20.71) |
| Fixed Deposits | 20.13 | (20.13) | 14.60 | (14.60) |
| Increase /(Decrease) in Profit or Loss | 35.87 | (35.87) | 35.31 | (35.31) |

C Commodity price risk

The Company's principal raw materials are variety of monomers which are primarily derivatives of crude oil. Company sources its raw material requirement from across the globe. Domestic market prices generally remains in sync with the international market prices.

Volatility in Crude Oil prices, Currency fluctuation of Rupee vis-à-vis other prominent currencies coupled with demand-supply scenario in the world market, affect the effective price and availability of monomers for the Company. Company effectively manages availability of material as well as price volatility by expanding its source base, having appropriate contracts and commitments in place and planning its procurement and inventory strategy. The Company mitigated the risk of price volatility by entering Long Term & Short term contracts for the Purchase of these commodities basis estimated annual requirements.

40 EMPLOYEE BENEFIT PLANS

40.1 Defined Contribution Plans :

(a) Provident fund

Contributions are made to employees provident fund organization in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual or any constructive obligation.

(b) Superannuation Fund

Contributions are made to Life Insurance Corporation of India for eligible employees at the rate of 15% of basic salary as per superannuation scheme of the Company.

(c) Employee's State Insurance

Contributions are made to ESI Corporation for all eligible employees at rate of 4.75% of ESI wage as per the definition under the ESI Act.

Contribution to defined contribution plans, recognised in the Statement of profit and loss for the year under employee benefits expense, are as under:

| Particulars | (₹ in lakhs) | |
|---|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Employer's contribution to Provident fund | 172.82 | 151.58 |
| Employer's contribution to Employee state insurance corporation | 7.92 | 6.96 |
| Employer's contribution to Superannuation Fund | 6.83 | 6.81 |

40.2 Defined Benefit Plans :

Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payment to vested employees at retirement or at death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

The Company's liabilities towards gratuity and leave encashment, a defined benefit obligation, is accrued and provided for on the basis of actuarial valuation, using the projected unit credit method as at the Balance Sheet date.

(A) The principal assumptions used in determining gratuity for the Company's plans are shown below:

| Particulars | Gratuity | | Leave Encashment | |
|----------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Discount rate | 6.98% | 7.11% | 6.98% | 7.10% |
| Salary Escalation | 4.00% | 4.00% | 4.00% | 4.00% |
| Expected return of planed assets | 7.11% | 7.11% | 0.00% | 0.00% |
| Rate of employee turnover | 10.00% | 10.00% | 10.00% | 10.00% |
| Mortality rate | 100% of IALM 2012-14 | | 100% of IALM 2012-14 | |


40 EMPLOYEE BENEFIT PLANS (CONTD.)
(B) Expenses recognised in profit and loss

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Current service cost | 43.68 | 37.79 | 25.06 | 28.45 |
| Interest on net defined benefit liability/ (asset) | 4.02 | 2.17 | 5.23 | 4.92 |
| Component of defined benefit costs recognised in Statement of Profit and Loss | 47.70 | 39.96 | 30.29 | 33.37 |

The current service cost and the net interest expenses for the year are included in the 'Employee benefits expenses' line item in the Statement of profit and loss.

(C) Net interest cost recognised in profit or loss:

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Interest cost | 37.98 | 35.92 | 5.23 | 4.92 |
| Interest income | (33.96) | (33.75) | - | - |
| Net interest cost recognised in profit or loss: | 4.02 | 2.17 | 5.23 | 4.92 |

(D) Expenses recognized in the Other Comprehensive Income (OCI)

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Actuarial (gains)/losses on obligation for the year | - | - | - | - |
| Due to changes in demographic assumptions | - | 5.21 | - | 4.77 |
| Due to changes in financial assumptions | 4.37 | 7.60 | 1.45 | 2.88 |
| Due to experience adjustment | 19.80 | 43.05 | 98.84 | 84.27 |
| Return on plan assets, excluding interest income | 33.97 | (1.14) | - | - |
| Net (income)/expense for the period recognized in OCI | 58.14 | 54.72 | 100.29 | 91.92 |

40 EMPLOYEE BENEFIT PLANS (CONTD.)**(E) Amount recognized in the Balance sheet**

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Present value of defined benefit obligation | 594.01 | 580.32 | 148.80 | 142.99 |
| Fair value of plan assets | 488.05 | 485.20 | - | - |
| Net liability/(asset) arising from defined benefit obligation | 105.96 | 95.12 | 148.80 | 142.99 |

(F) Net asset/ (liability) recognised in the balance sheet

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|----------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Long Term provision | 21.46 | - | 131.88 | 126.69 |
| Short Term provision | 84.50 | 95.12 | 16.92 | 16.30 |
| Total | 105.96 | 95.12 | 148.80 | 142.99 |

(G) Movement in the present value of the defined benefit obligation are as follows:

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|---|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Opening defined benefit obligation | 580.32 | 526.76 | 142.99 | 100.24 |
| Current service cost | 43.68 | 37.79 | 25.06 | 28.45 |
| Interest cost | 37.99 | 35.92 | 5.23 | 4.92 |
| Actuarial (gains)/losses | 24.17 | 52.97 | 100.29 | 91.93 |
| Benefits paid from the fund | (92.15) | (73.12) | (124.77) | (82.56) |
| Closing defined benefit obligation | 594.01 | 580.32 | 148.80 | 142.99 |

(H) Movement in the fair value of the plan assets are as follows:

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Opening fair value of the plan assets | 485.20 | 496.30 | - | - |
| Contribution by the Employer | 95.00 | 30.02 | - | - |
| Interest income on plan assets | 33.97 | 33.75 | - | - |
| Remeasurement gain (loss): | (33.97) | (1.75) | - | - |
| Benefits paid from Plan Assets | (92.15) | (73.12) | - | - |
| Closing fair value of plan assets | 488.05 | 485.20 | - | - |


40 EMPLOYEE BENEFIT PLANS (CONTD.)

- (I) The Company has opened an Employees Group Gratuity Cash Accumulation Scheme for its Employees with LIC of India for Gratuity payments. The Company has made a contribution of ₹ 95.00 lakhs during the current year. (P.Y. ₹30.02 lakhs).

(J) Maturity Profile of Defined Benefit Obligations

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Year 1 cashflow | 84.50 | 97.10 | - | - |
| Year 2 cashflow | 64.13 | 73.21 | - | - |
| Year 3 cashflow | 83.54 | 59.38 | - | - |
| Year 4 cashflow | 103.32 | 77.16 | - | - |
| Year 5 cashflow | 57.95 | 83.26 | - | - |
| Year 6 to year 10 cashflow | 235.00 | 221.19 | - | - |
| Total expected payments | 628.44 | 611.30 | - | - |

(K) Sensitivity Analysis

The Sensitivity analysis below has been determined based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. These sensitivities show the hypothetical impact of a change in each of the laid assumptions in isolation. While each of these sensitivities holds all other assumptions constant, in practice such assumptions rarely change in isolation and the asset value changes may offset the impact to some extent. For presenting the sensitivities, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above. There was no change in the methods and assumptions used in the preparation of the Sensitivity Analysis from previous year.

| Projected benefits payable in future years from the date of reporting | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Projected benefit obligation on current assumptions | | |
| Rate of discounting | | |
| Impact of +1% change | 562.07 | 550.01 |
| (% of change) | -5.40% | -5.20% |
| Impact of -1% change | 630.11 | 614.48 |
| (% of change) | 6.10% | 5.90% |
| Rate of salary increase | | |
| Impact of +1% change | 632.24 | 614.87 |
| (% of change) | 6.40% | 6.30% |
| Impact of -1% change | 559.67 | 547.37 |
| (% of change) | -5.80% | -5.70% |
| Rate of Withdrawal | | |
| Impact of +1% change | 600.55 | 586.98 |
| (% of change) | 1.10% | 1.10% |
| Impact of -1% change | 586.63 | 572.85 |
| (% of change) | -1.20% | -1.30% |

41 RELATED PARTY DISCLOSURE:**A Details of Related Parties**

As per Ind AS 24 issued by the Institute of Chartered Accountants of India the Company's related parties and transactions are disclosed below:

(i) List of related parties where control exists and with whom transactions have taken place and relationships:

| Sr No | Name | Relationship |
|-------|--|--------------------------|
| 1 | Mr. B.M.Bhansali - Chairman & Managing Director | Key Managerial Personnel |
| 2 | Mr. Jayesh B.Bhansali - Joint Managing Director & CFO | |
| 3 | Mr. Kiran H.Bhansali - Executive Director Operations* | |
| 4 | Mr. Dilip Shendre - Executive Director Manufacturing** | |
| 5 | Mr. Ashwin Patel - Company Secretary | |
| 6 | Bhansali Nippon A & L Private Limited | Joint Venture Company |

* Resigned w.e.f 21st May, 2023

** Appointment w.e.f 1st April, 2024

B Transactions with related parties

| Nature of transactions | Joint Venture & Other Enterprises | | Key Managerial Personnel | |
|---|-----------------------------------|---------|--------------------------|----------|
| | 2024-25 | 2023-24 | 2024-25 | 2023-24 |
| | (₹ in lakhs) | | (₹ in lakhs) | |
| (i) Remuneration Paid | | | | |
| (a) Mr. B.M.Bhansali | - | - | 1,209.41 | 1,213.47 |
| (b) Mr. Jayesh B Bhansali | - | - | 1,209.41 | 1,213.47 |
| (c) Mr. Kiran H Bhansali | | | - | 8.32 |
| (d) Mr. Ashwin Patel | - | - | 60.50 | 55.44 |
| (e) Mr. Dilip Shendre | | | 40.19 | - |
| (ii) Royalty & Commission Paid | | | | |
| (a) Bhansali Nippon A & L Private Limited | 556.88 | 447.13 | - | - |
| (iii) Service Support Charges Received | | | | |
| (a) Bhansali Nippon A & L Private Limited | 12.00 | 12.00 | - | - |
| (iv) Dividend Received | | | | |
| (a) Bhansali Nippon A & L Private Limited | 90.24 | 112.80 | - | - |


41 RELATED PARTY DISCLOSURE:
C Balance with related parties

| Nature of transactions | Joint Venture & Other Enterprises | | Key Managerial Personnel | |
|--|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| | (₹ in lakhs) | | (₹ in lakhs) | |
| (i) Other Payables (Salary & Others) | | | | |
| (a) Mr. B.M.Bhansali | - | - | 3.60 | 130.43 |
| (b) Mr. Jayesh B Bhansali | - | - | 1.35 | 154.86 |
| (c) Mr. Dilip Shendre | | | 1.61 | - |
| (d) Mr. Ashwin Patel | - | - | 3.81 | 3.40 |
| (e) Bhansali Nippon A & L Private Limited | 164.76 | 121.21 | - | - |
| (ii) Other Receivable (Service Support Charges) | | | | |
| (a) Bhansali Nippon A & L Private Limited | 1.08 | 1.08 | - | - |

42 INCOME TAXES
A Income taxes recognised in Statement of Profit and Loss

| Particulars | For the year ended 31 st March, 2025 | For the year ended 31 st March, 2024 |
|--|--|--|
| | (₹ in lakhs) | (₹ in lakhs) |
| Recognised in Profit and Loss account: | | |
| Current tax | | |
| In respect of the current year | 6,307.24 | 6,278.33 |
| In respect of prior years | 55.04 | 16.70 |
| Deferred tax | | |
| In respect of the current year | 14.81 | 8.08 |
| Recognised in Other comprehensive income: | | |
| Deferred tax liabilities on Employee benefit Expense | (39.88) | (36.91) |
| Total | 6,337.21 | 6,266.20 |

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognise income tax expense for the year is as follows :

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| | (₹ in lakhs) | (₹ in lakhs) |
| Accounting profit before income tax | 24,359.02 | 24,276.41 |
| Statutory income tax rate | 25.168% | 25.168% |
| Tax at statutory income tax rate of 25.168% | 6,130.68 | 6,109.89 |
| Tax Effect of: | | |
| Non Deductible business Expenses | 402.76 | 399.09 |
| Deduction on Capital Expenditure | (226.20) | (230.64) |
| Taxes of prior year | 55.04 | 16.70 |
| Deferred tax: | | |
| Property, plant and equipment | (3.03) | (18.15) |
| Gratuity and other employee benefit | (28.10) | (10.68) |
| Income taxes recognized in the statement of income | 6,337.21 | 6,266.20 |

42 INCOME TAXES (CONTD.)**B Deferred tax Assets and Liabilities**

Significant components of deferred tax liabilities / (assets) recognized in the financial statements are as follows :

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--------------------------------|---------------------------------------|---------------------------------------|
| | (₹ in lakhs) | (₹ in lakhs) |
| Deferred tax liabilities (net) | 1,706.75 | 1,731.82 |
| Total | 1,706.75 | 1,731.82 |

Movement of Deferred Tax for the year ended 31st March, 2025

(₹ in lakhs)

| Particulars | Opening Balance as on 01 st April, 2024 | Recognised in Profit or loss (expense)/credit | Recognised in Other comprehensive income | Closing Balance as on 31 st March, 2025 |
|---------------------------------|--|---|---|--|
| Property, plant and equipment | 1,767.84 | (3.03) | - | 1,770.87 |
| Provisions for employee benefit | (36.02) | 11.78 | (39.88) | (64.12) |
| Total | 1,731.82 | 14.81 | (39.88) | 1,706.75 |

Movement of Deferred Tax for the year ended 31st March, 2024

(₹ in lakhs)

| Particulars | Opening Balance as on 01 st April, 2023 | Recognised in Profit or loss (expense)/credit | Recognised in Other comprehensive income | Closing Balance as on 31 st March, 2024 |
|---------------------------------|--|---|---|--|
| Property, plant and equipment | 1,785.99 | (18.15) | - | 1,767.84 |
| Provisions for employee benefit | (25.34) | 26.23 | (36.91) | (36.02) |
| Total | 1,760.65 | 8.08 | (36.91) | 1,731.82 |

43 ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III OF COMPANIES ACT, 2013**43.1 Details of Benami property:**

No proceeding have been initiated or are pending against the Company for holding any Benami property under the Benami Transaction (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

43.2 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:
- directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - provide any guarantee, security or the like or on behalf of the ultimate beneficiaries.

**43 ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III OF COMPANIES ACT,2013 (CONTD.)**

- (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:
- i) directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 - ii) provide any guarantee, security or the like or on behalf of the ultimate beneficiaries.

43.3 Compliance with number of layers of companies:

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

43.4 Compliance with approved scheme (s) of arrangements:

The Company has not entered into any scheme or arrangement which has an accounting impact on current or previous year.

43.5 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.

43.6 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.

43.7 Valuation of Property, Plant and Equipment:

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.

43.8 Willful Defaulter:

The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

43.9 Details of Transaction with Struck of Companies:

There are no Transactions with Struck of Companies during the Current and Previous Year.

44 The previous year figures have been regrouped/ reclassified, wherever necessary to confirm to the current year presentation.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Rishabh Verdia

Partner

M. No. 400600

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai

Dated : 26th April, 2025

UDIN : 25400600BMOASE8813

Place : Mumbai

Dated : 26th April, 2025

INDEPENDENT AUDITORS' REPORT

To,
The Members of
Bhansali Engineering Polymers Limited
Report on the Audit of Consolidated Financial Statements

- We have audited the accompanying consolidated Ind AS financial statements of **Bhansali Engineering Polymers Limited** ("the Company") comprising its jointly controlled entity Bhansali Nippon A & L Private Limited ("the Joint Venture") together referred to as ("the Group") which comprise of the Consolidated Balance Sheet as at 31st March, 2025, the Consolidated Statement of Profit and Loss including other Comprehensive Income, the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Opinion

- In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of other auditor on separate financial statements and on the other financial information of such jointly controlled entity as were audited by the other auditor, the aforesaid consolidated financial statements give the information required by the Companies Act 2013, as amended ("the Act"), in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31st March, 2025, the consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis of Opinion

- We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

- Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our audit report.

| Sr. No. | Key Audit Matters | Auditor's Response |
|---------|---|--|
| 1 | Forward Contracts We identified the accuracy and completeness of disclosure of Forward contracts as set out in respective notes to the Consolidated financial statements as a key audit matter due to significance of the transaction during the year ended 31 st March, 2025. | Our audit procedures included and were not limited to the following: Tested the design, implementation and operating effectiveness of the controls established by the Company in the process of determination of fair value of the Forward Contracts. Discussed potential changes in key drivers as compared to previous year to evaluate the inputs and assumptions used. Reviewed the disclosures made by the Company in the Consolidated Financial Statements. Obtained Management Representation Letter as regards to the fair valuation of these Forward contracts. |

**Information other than the Consolidated Financial Statements and Auditor's Report thereon**

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group 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 fraud 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the Company included in the Group are also responsible for overseeing the Company's financial reporting process of each Company.

Auditor's responsibilities for the Audit of the Consolidated Financial Statements

7. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company or business activities within the Group to express an opinion on the consolidated financial statements, of which we are the independent auditors. We are responsible for the direction, supervision and performance of the audit of financial information of the Company. For the jointly controlled entity included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the financial statements that individually or in aggregate makes it probable that the economic decision of reasonably knowledgeable user of the financial statements may be influenced. We considered quantitative materiality and qualitative factors in (i) planning the scope of our work and in evaluating the result of work in (ii) to evaluate the effect of any identified misstatement in the financial statements.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub-paragraph (8) of the Other Matters paragraph hereinbelow, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

8. The consolidated financial statements include the Company's share of total comprehensive Income of Rs 109.83 lakhs for the year ended 31st March, 2025 as considered in the consolidated financial statements, in respect of a jointly controlled entity whose financial statements and other financial information have been audited by other auditor and whose reports have been furnished to us by the Management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these jointly controlled entity and our report in terms of sub-Sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid jointly controlled entity, is based solely on the reports of such other auditors.

**Report on Other Legal & Regulatory Requirements**

9. (A) As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of jointly controlled entity, as noted in the 'Other matters' paragraph above we report, to the extent applicable, that:
- a) We/ the other auditors whose report we have relied upon have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and reports of the other auditor;
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow statement and the Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of written representations received from the Directors as on 31st March, 2025, taken on record by the Board of Directors of the Company, and the reports of the statutory auditors who are appointed under Section 139 of the Act of the jointly controlled entity, none of the directors of the Group are disqualified as on 31st March, 2025 from being appointed as a Director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financials control over financial reporting of the Company and its jointly controlled entity and the operative effectiveness of such controls, refer to our separate report in **"Annexure I"**.
- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements of the jointly controlled entity:
- i. The consolidated financial statement discloses the impact of pending litigations as at 31st March 2025 on the consolidated financial position of the Group. (Refer Note No 32 to the Consolidated Financial Statements)
 - ii. The Group does not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.
 - iv. As per the management representation of the Company and its joint venture we report,
 - (a) no funds have been advanced or loaned or invested by the Company or its joint venture to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - (b) no funds have been received by the Company or its joint venture from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding that the such 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 guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - (c) Based on the audit procedures performed, we report that nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014 as provided under (a) and (b) above, contain any material misstatement.

- v. The dividends declared and paid by the Company during the year is in compliance with Section 123 of the Act.
 - vi. Based on the audit procedures performed and as communicated by the other auditor, in terms of Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility, we report that the same has been operative throughout the year for all the relevant transactions entered in the software.
- (C) With respect to the matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act as amended,

In our opinion and to the best of our information and according to the explanation given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197, read with Schedule V to the Act.

For and on behalf of

Azad Jain & Co
Chartered Accountants
F.R. No.: 006251C
Rishabh Verdia
Partner
M.No. : 400600
UDIN No: 25400600BMOASF3498

Place : Mumbai
Dated : 26th April, 2025



Annexure - I to the Independent Auditor's Report

(Referred to in paragraph 9 (f) under the heading of "Report on Other Legal and Regulatory Requirements" Section of our report of even date)

Report on the Internal Financial Controls under clause (i) of Sub- Section 3 of Section 143 of the Act

In conjunction with our audit of the consolidated financial statements of Bhansali Engineering Polymers Limited as of and for the year ended 31st March, 2025 we have audited the internal financial controls over financial reporting of Bhansali Engineering Polymers Limited ("the Company") and its jointly controlled entity Bhansali Nippon A& L Private Limited together referred to as (" the Group"), as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Group are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India and deemed to be prescribed under Section 143 (10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls system over financial reporting included obtaining an understanding of internal financial controls system over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depends upon the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditor is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transaction 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 authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of

Azad Jain & Co
Chartered Accountants
F.R. No.: 006251C
Rishabh Verdia
Partner
M.No. : 400600
UDIN No: 25400600BMOASF3498

Place : Mumbai
Dated : 26th April, 2025



Consolidated Balance Sheet as at 31st March, 2025

| | | (₹ in lakhs) | |
|---|---------|---------------------------------------|---------------------------------------|
| Particulars | Note No | As at 31 st March, 2025 | As at 31 st March, 2024 |
| A Assets | | | |
| 1) Non-Current Assets | | | |
| (a) Property, Plant and Equipment | 4 | 13,694.85 | 13,255.85 |
| (b) Capital work in progress | 5 | 1,139.61 | 1,894.44 |
| | | 14,834.46 | 15,150.29 |
| (c) Intangible assets | 4A | 14.19 | 0.30 |
| (d) Investment in Joint Venture | 6 | 271.96 | 252.37 |
| (e) Financial assets | | | |
| (i) Loans | 7 (i) | - | 7,600.00 |
| (ii) Other financial assets | 8 (i) | 869.81 | 17.59 |
| (f) Other non-current assets | 9 (i) | 930.15 | 950.48 |
| Total Non-Current Assets (A) | | 16,920.57 | 23,971.03 |
| 2) Current Assets | | | |
| (a) Inventories | 10 | 11,786.81 | 13,583.39 |
| (b) Financial assets | | | |
| (i) Trade Receivables | 11 | 25,546.30 | 22,993.06 |
| (ii) Cash and cash equivalents | 12 | 34,814.14 | 10,377.96 |
| (iii) Bank balances other than (ii) above | 13 | 5,632.81 | 10,354.19 |
| (iv) Loans | 7 (ii) | 14,151.66 | 22,218.06 |
| (v) Other Financial assets | 8 (ii) | 450.12 | 465.89 |
| (c) Other current assets | 9 (ii) | 1,072.67 | 1,612.89 |
| Total Current Assets (B) | | 93,454.51 | 81,605.44 |
| Total Assets (A) + (B) | | 1,10,375.08 | 1,05,576.47 |
| B Equity & Liabilities | | | |
| 1) Equity | | | |
| (a) Equity share capital | 14 | 2,488.58 | 2,488.58 |
| (b) Other Equity | 15 | 97,717.59 | 89,788.96 |
| Total Equity (A) | | 1,00,206.17 | 92,277.54 |
| 2) Liabilities | | | |
| Non-Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Other Non-Current Liabilities | 16 (i) | - | - |
| (b) Provisions | 17 (i) | 153.34 | 126.69 |
| (c) Deferred tax liabilities (Net) | 18 | 1,706.75 | 1,731.82 |
| Total Non-Current Liabilities (B) | | 1,860.09 | 1,858.51 |
| Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Trade payables | 19 | | |
| a) total outstanding dues of micro and small enterprises | | 226.45 | 351.39 |
| b) total outstanding dues of creditors other than micro and small enterprises | | 5,426.56 | 8,680.90 |
| (ii) Other Financial Current Liabilities | 16 (ii) | 816.72 | 928.90 |
| (b) Other Current liabilities | 20 | 1,737.67 | 1,306.18 |
| (c) Provisions | 17 (ii) | 101.42 | 111.42 |
| (d) Current tax liabilities (Net) | | - | 61.63 |
| Total Current Liabilities (C) | | 8,308.82 | 11,440.42 |
| Total Equity and Liabilities (A) + (B) + (C) | | 1,10,375.08 | 1,05,576.47 |

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN NO : 25400600BMOASF3498

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai

Dated : 26th April, 2025

Consolidated Statement of Profit and Loss for the Year ended 31st March, 2025

(₹ in lakhs)

| Particulars | Note No | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|---------|--|--|
| CONTINUING OPERATIONS | | | |
| I. Income: | | | |
| Gross Revenue including GST | | 1,64,898.74 | 1,43,951.21 |
| Less: GST | | 25,124.37 | 21,777.61 |
| Revenue from operations (Net of GST) | 21 | 1,39,774.37 | 1,22,173.60 |
| Other Income | 22 | 3,738.86 | 3,951.45 |
| Total Income | | 1,43,513.23 | 1,26,125.05 |
| II. Expenses: | | | |
| Cost of materials consumed | 23 | 86,693.27 | 77,942.79 |
| Purchase of Traded goods | | 11,427.15 | 6,274.17 |
| Changes in inventories of finished goods and stock in trade | 24 | 679.27 | (1,026.08) |
| Employee benefits expense | 25 | 5,921.82 | 5,473.96 |
| Finance costs | 26 | 19.37 | 20.49 |
| Depreciation and amortization expense | 4 | 900.21 | 969.72 |
| Other Expenses | 27 | 13,603.36 | 12,306.39 |
| Total Expenses | | 1,19,244.45 | 1,01,961.44 |
| III. Profit before share of net profits/(loss) of investment accounted for using equity method and tax (I -II) | | 24,268.78 | 24,163.61 |
| IV. Share of net Profit/(loss) from Joint venture accounted for using the equity method | | 109.83 | 76.64 |
| V. Profit before tax (III + IV) | | 24,378.61 | 24,240.25 |
| VI. Tax expense: | | | |
| Current tax | | 6,362.28 | 6,295.03 |
| Deferred Tax | | 14.81 | 8.08 |
| Total Tax Expenses | | 6,377.09 | 6,303.11 |
| VII. Profit for the year (V -VI) | | 18,001.52 | 17,937.14 |
| VIII. Other Comprehensive Income | | | |
| Items that will not be reclassified to profit or loss | | | |
| Re-measurement gain / (losses) of defined benefit plans | 28 | (158.43) | (146.65) |
| Income tax on above | | 39.88 | 36.91 |
| Other Comprehensive Income /(Loss), net of tax | | (118.55) | (109.74) |
| IX. Total Comprehensive Income for the Year (VII-VIII) | | 17,882.97 | 17,827.40 |
| X. Earnings per equity share of ` 1 each (Refer Note No 37) | | | |
| Basic (₹) | | 7.23 | 7.21 |
| Diluted (₹) | | 7.23 | 7.21 |

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN NO : 25400600BMOASF3498

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Place : Mumbai

Dated : 26th April, 2025

Ashwin Patel

Company Secretary



Statement of Changes in Equity

(A) Equity Share Capital

(₹ in lakhs)

| Particulars | Number of Shares | Amount |
|---|---------------------|-----------------|
| At 1st April, 2024 | 24,88,58,460 | 2,488.58 |
| Changes in Equity Share Capital due to prior period errors | - | - |
| Restated balance at the beginning of the current reporting period | 24,88,58,460 | 2,488.58 |
| Changes in Equity Share Capital during the Year | - | - |
| At 31st March, 2025 | 24,88,58,460 | 2,488.58 |

| Particulars | Number of Shares | Amount |
|---|---------------------|-----------------|
| At 1st April, 2023 | 16,59,05,640 | 1,659.06 |
| Changes in Equity Share Capital due to prior period errors | - | - |
| Restated balance at the beginning of the current reporting period | 16,59,05,640 | 1,659.06 |
| Changes in Equity Share Capital during the Year for issue of Bonus Shares | 8,29,52,820 | 829.52 |
| At 31st March, 2024 | 24,88,58,460 | 2,488.58 |

(B) Other Equity

(₹ in lakhs)

| Particulars | Reserves and Surplus | | | Total |
|--|-----------------------------|---------------------------|------------------------------|--------------------|
| | Retained Earnings (Note 15) | General Reserve (Note 15) | Securities Premium (Note 15) | |
| Balance as at 1st April, 2023 | 1,01,940.69 | 225.00 | 2,977.00 | 1,05,142.69 |
| Profit for the Year | 17,937.14 | - | - | 17,937.14 |
| Other comprehensive income / (loss) for the year | (109.74) | - | - | (109.74) |
| Total Comprehensive Income for the year | 17,827.40 | - | - | 17,827.40 |
| Amount adjusted for issue of Bonus Shares | - | - | 829.52 | 829.52 |
| Final Dividends Paid | (24,885.85) | - | - | (24,885.85) |
| Interim Dividends Paid | (7,465.75) | - | - | (7,465.75) |
| Balance as at 31st March, 2024 | 87,416.49 | 225.00 | 2,147.48 | 89,788.96 |
| Profit for the Year | 18,001.52 | - | - | 18,001.52 |
| Other comprehensive income / (loss) for the year | (118.55) | - | - | (118.55) |
| Total comprehensive Income | 17,882.97 | - | - | 17,882.97 |
| Final Dividend Paid | (2,488.58) | - | - | (2,488.58) |
| Interim Dividends Paid | (7,465.76) | - | - | (7,465.76) |
| Balance as at 31st March, 2025 | 95,345.12 | 225.00 | 2,147.48 | 97,717.59 |

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

Rishabh Verdia

Partner

M. No. 400600

Place : Mumbai

Dated : 26th April, 2025

UDIN NO : 25400600BMOASF3498

For and on behalf of the Board of Directors
B. M. Bhansali

Chairman & Managing Director

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai

Dated : 26th April, 2025

Consolidated Statement of Cash Flow for the Year ended 31st March, 2025

(₹ in lakhs)

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|--|--|
| Cash flows from operating activities | | |
| Profit before tax as per statement of profit and loss | 24,378.61 | 24,240.25 |
| Add: Dividend from Joint Venture | 90.24 | 112.80 |
| Adjustments to reconcile profit before tax to net cash flows | 24,468.85 | 24,353.05 |
| Depreciation of property, plant and equipment | 897.98 | 969.72 |
| Amortisation of Intangible Assets | 2.23 | - |
| Profit/(Loss) on Disposal/Write Off of Fixed Assets (Net) | (11.48) | (6.01) |
| Share of profits of Joint Venture | (109.83) | (76.64) |
| Interest income | (3,616.15) | (3,560.26) |
| Net (gain) arising from fair value of financial assets designated as at FVTPL | (33.40) | (0.24) |
| Rent Income | (13.40) | - |
| Unrealised exchange (gain) / losses | (19.20) | (24.63) |
| Operating profit before working capital changes | 21,565.60 | 21,654.99 |
| Movement in Working Capital: | | |
| Decrease / (increase) in Inventories | 1,796.58 | 3,498.02 |
| Decrease / (increase) in Trade and other receivables | (2,553.24) | 803.17 |
| Decrease / (increase) in other non current financial assets | (818.82) | 0.24 |
| Decrease / (increase) in other current financial assets | 15.77 | 33.35 |
| Decrease / (increase) in Other current assets | 540.22 | 280.71 |
| Increase / (Decrease) in Other non current assets | 20.33 | 5.48 |
| Increase / (Decrease) in Trade payable | (3,360.08) | 2,824.57 |
| Increase / (Decrease) in Provision | (141.78) | (39.24) |
| Increase / (Decrease) in other current financial liabilities | (197.60) | 326.39 |
| Increase / (Decrease) in Other current liabilities | 431.49 | (53.72) |
| Cash generated from/(used in) operations | 17,298.47 | 29,333.96 |
| Direct taxes paid, net of refunds | (6,423.91) | (6,233.40) |
| Net cash flow from/(used in) operating activities (A) | 10,874.56 | 23,100.56 |
| Cash flows from investing activities | | |
| Purchase of Property, plant and equipment including CWIP | (607.20) | (2,137.41) |
| Proceeds from sale of Property, plant and equipment | 20.41 | 21.28 |
| Fixed Deposits placed | 4,806.80 | 2,544.80 |
| Loans Given | (60,323.10) | (24,246.75) |
| Loans Received back | 75,989.50 | 24,656.31 |
| Rent Income | 13.40 | - |
| Interest income | 3,616.15 | 3,560.26 |
| Net cash from/(used in) investing activities (B) | 23,515.96 | 4,398.49 |



Consolidated Statement of Cash Flow for the Year ended 31st March, 2025

| Particulars | (₹ in lakhs) | |
|---|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Cash flows from financing activities | | |
| Dividend paid on Equity shares | (9,954.34) | (32,351.60) |
| Net cash from/(used in) financing activities (C) | (9,954.34) | (32,351.60) |
| Net increase / (decrease) in cash and cash equivalents (A+B+C) | 24,436.18 | (4,852.55) |
| Cash and Cash equivalents at the beginning of year | 10,377.96 | 15,230.52 |
| Cash and Cash equivalents at the end of the year (Refer Note 12) | 34,814.14 | 10,377.96 |

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect method' as set out in the Ind AS-7 on Statement of Cash Flow as notified under Companies (Accounts) Rules, 2015.
- Previous year's figures have been regrouped and rearranged wherever necessary.

The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Rishabh Verdia

Partner

M. No. 400600

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai

Dated: 26th April, 2025

UDIN NO : 25400600BMOASF3498

Place : Mumbai

Dated: 26th April, 2025

Notes to the Consolidated financial statement for the Year ended 31st March, 2025

1 Corporate Information

The Consolidated financial statements comprise the financial statements of Bhansali Engineering Polymers Limited ("the Company") and Bhansali Nippon A & L Private Limited ("the Joint Venture Company") (collectively referred to as "the Group") for the year ended 31st March, 2025.

Bhansali Engineering Polymers Limited is a Public Listed Company registered in India, incorporated under the provisions of the Companies Act, 1956 and its shares are listed with NSE and BSE. The Company is engaged in manufacturing of ABS and SAN resins which is classified under the category of Highly Specialized Engineering Thermoplastics. The manufacturing facilities of the Company is located at Abu Road, Rajasthan and Satnoor, Madhya Pradesh.

The Joint venture Company is engaged in providing sales support services where in the Company has 50% share holding.

2 Summary of Significant Accounting Policies

(a) Basis of Preparation & Presentation

The standalone financial statements are prepared on the accrual basis of accounting and in accordance with the Indian Accounting Standards (hereinafter referred to as the Ind AS) as prescribed under Section 133 of the Companies Act, 2013 (the Act) (as amended) and other relevant provisions of the Act.

The Financial statements have been prepared as a going concern under the historical cost convention.

The Financial statements are presented in Indian Rupees ("INR") and all values are rounded to the nearest lakhs, except otherwise stated as per the requirement of Schedule III.

(b) Classification of Current and Non-Current

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as current when it is:

- i) Expected to be realized or intended to be sold or consumed in normal operating cycle,
- ii) Held primarily for the purpose of trading,
- iii) Expected to be realized within twelve months after the reporting period, or
- iv) Cash or Cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- i) It is expected to be settled in normal operating cycle,
- ii) It is held primarily for the purpose of trading,
- iii) It is due to be settled within twelve months after the reporting period, or
- iv) There is no unconditional right to determine the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non – current.

**(c) Property, plant and equipment.**

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment losses, if any. The cost comprises of the purchase price (net of GST credit wherever applicable) and any attributable cost of bringing the property, plant and equipment to its working condition for its intended use.

Subsequent expenditure related to an item of property, plant and equipment are added to its gross book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

The Company identifies and determines separate useful life for each major component of property, plant and equipment, if they have useful life that is materially different from that of the remaining asset.

Items such as Machinery spares is recognized in accordance with Ind AS 16 "Property, Plant and Equipment" when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventories.

Property, plant and equipment not ready for the intended use on the date of Balance Sheet are disclosed as "Capital work-in-progress". Capital Work-In-Progress includes expenditure during construction period incurred on projects under implementation treated as pre-operative expenses pending allocation to the assets. These expenses are apportioned to the respective fixed assets on their completion / commencement of commercial production.

Losses arising from the retirement of, and gains and losses arising from disposal of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the property, plant and equipment and are recognized in the statement of profit and loss when the property, plant and equipment is derecognized.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(d) Depreciation on Property, plant and equipment

Depreciation on property, plant and equipment is provided pro-rata for the period of use , using the Straight Line Method based on the respective estimate of useful life given below.

| Class of Asset | Useful life (In Years) |
|----------------------------------|-----------------------------------|
| Buildings | 30 - 60 Years |
| Plant & Machinery | 25 Years |
| Furniture & Fixtures | 10 Years |
| Office Equipment's and Computers | 3 - 6 Years |
| Vehicles | 8 - 10 Years |
| Stores & Spares | 2 to 5 Years |

Lease hold land is not depreciated over the useful life of the lease.

In case of Joint venture Company In respect of fixed assets acquired during the year, depreciation / amortization is charged on a written down basis so as to write-off the cost of the assets over the useful lives and for the assets acquired prior to April 1, 2014, the carrying amount as on April 1, 2014 is depreciated over the remaining useful life based on an evaluation. Assets individually costing up to Rs.5,000 are fully depreciated in the year of purchase. Depreciation on additions/deletion is provided on pro-rata basis from/up to the date of such addition/ deletions.

(e) Intangible Assets and Amortization

Intangible assets are valued at cost less amortization and comprise mainly of computer software licenses. Amortization takes place on a straight line basis over the assets anticipated useful life. The useful life is determined based on the period over which the asset is expected to be used and generally does not exceed 5 years. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at the end of each reporting period.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

(f) Investment in Joint Venture Principles of Consolidation

Investments in Joint Venture is accounted as per the equity method prescribed in Ind AS 28-Investments in Associates and Joint Ventures.

(g) Inventories

Inventories are stated at cost or net realizable value whichever is lower. Cost include purchase price, non-refundable taxes and delivery and handling cost and all costs incurred in bringing the inventory to its present location and condition.

Cost of raw materials, process chemicals, stores and spares, packing material, and other inventory is determined on weighted average basis.

Work-in-progress and finished goods stock is valued at cost or net realizable value whichever is lower. Cost of work-in progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the later being allocated on the basis of normal operating capacity.

(h) Retirement and other employee benefits**Defined Contribution plan**Provident fund

The Company makes contribution to statutory provident fund in accordance with Employees' Provident Fund and Miscellaneous Provisions Act, 1952. The plan is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

Superannuation fund

Superannuation is a post-employment benefit defined contribution plan under which the Company pays specified contributions to the insurer. The Company makes specified monthly contributions to the superannuation fund. The contribution paid or payable is recognized as an expense in the period in which the services are rendered by the employee.

Defined benefit plans

The Company operates a defined benefit gratuity plan. The cost of providing benefits under the defined benefit plan is determined on the basis of actuarial valuation using the projected unit credit method. Gratuity fund is administered through Life Insurance Corporation of India.

Remeasurements, comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other short term benefits

Expense in respect of other short-term benefits is recognized on the basis of amount paid or payable for the year during which services are rendered by the employees.

(i) Foreign Currencies Transactions and Translation

The Company's financial statements are presented in INR, which is also the Company's Functional Currency.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.



Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss and costs that are directly attributable to the acquisition assets, are capitalized as cost of assets. Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Exchange differences arising out of these transactions are charged to the Statement of Profit and Loss. In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised.

(j) Derivatives

Derivatives are taken as the hedging instrument by the Company.

For derivatives taken against underlying asset/liability or that are used to hedge forecast transactions, the Company generally designates only the change in fair value of the forward contract related to the spot component and aligned forward element on reporting date.

Gains or losses relating to the effective portion of the change in the spot component and aligned forward element of the forward contracts are recognized in Statement of profit and loss.

(k) Taxes on Income**Income Tax**

Income tax expense represents the sum of current tax and deferred tax and includes any adjustments related to past periods in current and /or deferred tax adjustments that may become necessary due to certain developments or reviews during the relevant year. Current income tax is based on the taxable income and calculated using the applicable tax rates.

Deferred Tax

Deferred tax is provided using the Balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for the financial reporting purposes at the reporting date. The carrying amount of deferred tax assets is reviewed at the end of reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year 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 reporting date. Current and deferred tax is recognised in Statement of profit or loss except to the extent that it relates to items recognised in other Comprehensive income or directly in Equity. In this case the tax is also recognised in other Comprehensive income or directly in Equity, respectively.

Deferred tax assets and 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.

(l) Revenue Recognition.

Revenue from contracts with customers are recognised as per Ind AS 115 when control of the goods or services are transferred to the customers at the fair value of consideration received or receivable. The Company recognizes revenue when the same can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company's activities as described below. Revenue is measured at the value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Amounts disclosed as revenue are exclusive of GST and net of returns, trade allowances, rebates, discounts, and amounts collected on behalf of third parties.

i) Sale of goods

Sales are recognized when substantial risk and rewards of ownership are transferred to customer. In case of domestic customers, sales generally take place when the material is shipped to the customer or delivery is handed over to the transporter. In case of export customers, sales generally take place when goods are shipped on-board based on bill of lading.

ii) Interest & Dividend Income

Interest income is recognised on time proportion basis taking into account the amount invested and rate of interest. For all financial instruments measured at amortised cost, interest income is recorded using the Effective interest rate method to the net carrying amount of the financial assets. Dividend income is recognized when the Company's right to receive dividend is established by the Balance Sheet date.

iii) Revenue in respect of other claims in recognised on accrual basis to the extent the ultimate realisation is reasonably certain.**(m) Leases.**

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), low value leases and leases having termination clause of less than two months. For these leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease payments to be made under reasonably certain extension option are also included in the measurement of the liability. The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that lessee would have to pay to borrow the fund necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar term, security and conditions.

(n) Provisions

A provision is recognized when the Company has a present obligation Legal or Constructive that is reasonably estimatable and it is probable that an outflow of economic benefits will be required to settle the obligation. These estimates are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

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 recognized as a finance cost.

(o) Segment Reporting

The Company manufactures and sells ABS and SAN which belong to the same product group i.e. "Highly Specialized Engineering Thermoplastics" alongwith Trading in raw materials used for manufacturing of ABS and SAN. The product has the same risks and returns, which are predominantly governed by market conditions, namely demand and supply position. Thus, in the context of Ind AS 108 "Operating Segment", issued by the Institute of Chartered Accountants of India, there is only one identified reportable segment.

(p) Earnings per Share

Basic earnings per share are calculated by dividing the net profit/ loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of diluted potential equity shares, if any.

(q) Contingent Liabilities and Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent Assets are not disclosed in the Financial Statements.

**(r) Cash and cash equivalents**

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, short-term deposits with an original maturity of three months or less, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(s) Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets**Initial recognition:**

Financial assets are classified into the following categories upon initial recognition:

- (a) those measured at amortised cost
- (b) those to be measured subsequently at fair value through Statement of Profit & Loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income as the case may be.

Measurement:

Financial assets are classified into the following categories upon initial Measurement:

All financial assets are initially recognised at fair value. Transaction costs of acquisition of financial assets carried at fair value through profit and loss are expensed in the Statement of Profit and Loss.

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured subsequently at amortised cost. Interest income from these financial assets is included in Other income using the effective interest rate method.

Impairment of Financial Assets

In accordance with Ind-AS 109, the Company uses “**Expected Credit Losses (ECL)**” model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through as loss allowance at an amount equal to:

The 12-months expected credit losses (expected credit losses that result from those default events on the financial instruments that are possible within 12 months after the reporting date); or

Full lifetime expected credit losses (expected losses that result from all possible default events over the life of the financial instrument)

The credit loss is difference between all contractual cash flow that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable factors including that which are forward-looking.

For trade receivable Company applies ‘Simplified approach’ which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 months ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

Other Financial Assets mainly consist of Unsecured Loans, Loans to employees, Security Deposit, other deposit, interest accrued on Fixed Deposits, other receivables and advances measured at amortized cost.

Financial liabilities

1) Initial recognition and measurement

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.

2) Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3) Derivative Financial Instruments

Derivative financial liabilities are measured at fair value through Profit and loss.

Derecognition of Financial Instruments:

The Company derecognises a financial asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial Liability (or part of Financial Liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offsetted and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

(t) Fair Value Measurement of Financial Instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. 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 recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting year.

(u) Research and Development Expenditure

Revenue expenditure on Research and Development is charged to the Statement of Profit and Loss in the year in which it is incurred and Capital Expenditure are included in Property, Plant and Equipment.

3 Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The Preparation of Company's financial Statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustments to the carrying amount of assets or liabilities affected in next financial years.

a. Determination of the estimated useful lives of Property, Plant and Equipment and Intangible Assets:

Estimates are involved in determining the cost attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the management. Property, Plant and Equipment/Intangible Assets are depreciated/ amortised over their estimated useful life, after taking into account estimated residual value. Management reviews the estimated useful life and residual values of the assets annually in order to determine the amount of depreciation/amortisation to be recorded during any reporting period. The useful life and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for further period is revised if there are significant changes from previous estimates.

b. Recoverability of Trade Receivables:

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required or not. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

c. Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgements to existing facts and circumstances, which can be subject to change. The carrying amount of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances..

d. Recognition Defined benefit plans:

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

e. Application of Discount rates:

Estimates of rates of discounting are done for measurement of fair values of certain financial assets and liabilities, which are based on prevalent bank interest rates and the same are subject to change.

f. Current versus non-current classification:

All the assets and liabilities have been classified as current or non-current as per the company's normal operating cycle of twelve months and other criteria set out in Schedule III to the Companies Act, 2013.

g. Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement 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.

h. Impairment of non-financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement 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. The impairment provision of non-financial assets Company estimates asset's recoverable amount, which is higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using 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 evaluation model is used.

i. Recognition of Deferred Tax Assets and Liabilities:

Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.

j. 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 31st March, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.


NOTE 4: Property Plant and Equipment-
As at 31st March, 2025

(₹ in lakhs)

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|---|-----------------------------------|-----------------|--------------|------------------------------------|-----------------------------------|---------------|--------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2024 | Additions | Deductions | As at 31 st March, 2025 | As at 1 st April, 2024 | For the Year | Deductions | As at 31 st March, 2025 | As at 31 st March, 2025 |
| Land (Free hold) | 14.85 | - | - | 14.85 | - | - | - | - | 14.85 |
| Land (Lease hold) | 140.99 | - | - | 140.99 | - | - | - | - | 140.99 |
| Buildings | 4,104.83 | 744.80 | - | 4,849.63 | 1,197.44 | 102.29 | - | 1,299.73 | 3,549.90 |
| R & D-Buildings | 718.83 | - | - | 718.83 | 117.81 | 22.76 | - | 140.57 | 578.26 |
| Plant & Machinery | 20,439.62 | 109.87 | 1.45 | 20,548.04 | 12,722.82 | 594.09 | 1.38 | 13,315.53 | 7,232.51 |
| R & D Plant & Machinery & Equipments | 1,165.24 | 107.91 | - | 1,273.15 | 280.87 | 51.29 | - | 332.16 | 940.99 |
| Furniture, Fixtures & Office Equipments | 1,952.52 | 20.72 | 0.67 | 1,972.57 | 1,406.33 | 33.21 | 0.64 | 1,438.90 | 533.67 |
| Vehicles | 822.40 | 362.61 | 81.19 | 1,103.82 | 378.15 | 94.34 | 72.36 | 400.14 | 703.68 |
| Total | 29,359.28 | 1,345.91 | 83.31 | 30,621.88 | 16,103.42 | 897.98 | 74.38 | 16,927.03 | 13,694.85 |

NOTE 4: Property Plant and Equipment-As at 31st March, 2024

(₹ in lakhs)

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|---|-----------------------------------|---------------|--------------|------------------------------------|-----------------------------------|---------------|--------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2023 | Additions | Deductions | As at 31 st March, 2024 | As at 1 st April, 2023 | For the Year | Deductions | As at 31 st March, 2024 | As at 31 st March, 2024 |
| Land (Free hold) | 14.85 | - | - | 14.85 | - | - | - | - | 14.85 |
| Land (Lease hold) | 140.99 | - | - | 140.99 | - | - | - | - | 140.99 |
| Buildings | 4,034.26 | 70.57 | - | 4,104.83 | 1,099.08 | 98.36 | - | 1,197.44 | 2,907.39 |
| R & D-Buildings | 718.83 | - | - | 718.83 | 95.05 | 22.76 | - | 117.81 | 601.02 |
| Plant & Machinery | 20,348.27 | 91.35 | - | 20,439.62 | 12,051.04 | 671.78 | - | 12,722.82 | 7,716.80 |
| R & D Plant & Machinery & Equipments | 1,165.24 | - | - | 1,165.24 | 229.07 | 51.80 | - | 280.87 | 884.37 |
| Furniture, Fixtures & Office Equipments | 1,908.50 | 44.30 | 0.29 | 1,952.52 | 1,364.25 | 42.35 | 0.27 | 1,406.33 | 546.19 |
| Vehicles | 831.52 | 77.21 | 86.33 | 822.40 | 366.54 | 82.67 | 71.06 | 378.15 | 444.25 |
| Total | 29,162.46 | 283.43 | 86.62 | 29,359.28 | 15,205.03 | 969.72 | 71.33 | 16,103.42 | 13,255.85 |

NOTE 4A: Intangible Assets:**As at 31st March, 2025****(₹ in lakhs)**

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|------------------------------|-----------------------------------|--------------|------------|------------------------------------|-----------------------------------|--------------|------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2024 | Additions | Deductions | As at 31 st March, 2025 | As at 1 st April, 2024 | For the Year | Deductions | As at 31 st March, 2025 | As at 31 st March, 2025 |
| Computer Software & Licenses | 422.81 | 16.12 | - | 438.93 | 422.51 | 2.23 | - | 424.74 | 14.19 |
| Total | 422.81 | 16.12 | - | 438.93 | 422.51 | 2.23 | - | 424.74 | 14.19 |

NOTE 4A: Intangible Assets:**As at 31st March, 2024****(₹ in lakhs)**

| Particulars | Gross carrying Amount | | | | Depreciation and Amortisation | | | | Net carrying Amount |
|------------------------------|-----------------------------------|-----------|------------|------------------------------------|-----------------------------------|--------------|------------|------------------------------------|------------------------------------|
| | As at 1 st April, 2023 | Additions | Deductions | As at 31 st March, 2024 | As at 1 st April, 2023 | For the Year | Deductions | As at 31 st March, 2024 | As at 31 st March, 2024 |
| Computer Software & Licenses | 422.81 | - | - | 422.81 | 422.51 | - | - | 422.51 | 0.30 |
| Total | 422.81 | - | - | 422.81 | 422.51 | - | - | 422.51 | 0.30 |


NOTE 5 : CAPITAL WORK IN PROGRESS

(₹ in lakhs)

| Particular | Capital Work in Progress |
|--|--------------------------|
| Gross Block | |
| Balance as at 1st April, 2023 | 40.44 |
| Addition during the Year | 1,894.44 |
| Capitalisation during the year | 40.44 |
| Other Adjustments | - |
| Balance as at 31st March, 2024 | 1,894.44 |
| Balance as at 1st April, 2024 | 1,894.44 |
| Addition during the Year | 748.50 |
| Capitalisation during the year | 3.33 |
| Other Adjustments | 1,500.00 |
| Balance as at 31st March, 2025 | 1,139.61 |

(a) Ageing of Capital work-in Progress (CWIP)

(₹ in lakhs)

| Particulars | Amount in CWIP for a period of | | | Total |
|--|--------------------------------|----------------------|-------------------|-----------------|
| | Less than 1 year | Less than 1 -2 years | More than 2 years | |
| Balance as at 31st March, 2024 | | | | |
| Projects in progress | 1,894.44 | - | - | 1,894.44 |
| Projects temporarily suspended | - | - | - | - |
| Total | 1,894.44 | - | - | 1,894.44 |
| Balance as at 31st March, 2025 | | | | |
| Projects in progress | 1,139.61 | - | - | 1,139.61 |
| Projects temporarily suspended | - | - | - | - |
| Total | 1,139.61 | - | - | 1,139.61 |

NOTE 6 : NON CURRENT INVESTMENTS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Investments consist of the following: | | |
| NON CURRENT INVESTMENTS | | |
| (i) Investments- Non-current - Valued as per Equity method | | |
| Fully paid unquoted investments of Joint Venture Company | | |
| 11,28,000 (Previous Year : 11,28,000) Equity Shares of ₹ 10 each fully paid up of Joint Venture Company Bhansali Nippon A&L Pvt Ltd | 271.96 | 252.37 |
| Total Value of Investment (unquoted) | 271.96 | 252.37 |

NOTE 7: LOANS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| (i) Long-term loan | | |
| (a) Loans & Advances to Employees | - | - |
| (b) Loans Receivables considered good – Secured; | - | - |
| (c) Loans Receivables considered good – Unsecured; | - | 7,600.00 |
| (d) Loans Receivables which have significant increase in Credit Risk; and | - | - |
| (e) Loans Receivables – credit impaired. | - | - |
| | - | 7,600.00 |
| (ii) Short-term loans | | |
| (a) Loans & Advances to Employees-Unsecured, considered good | 26.66 | 8.06 |
| (b) Loans Receivables considered good – Secured; | - | - |
| (c) Loans Receivables considered good – Unsecured; | 14,125.00 | 22,210.00 |
| (d) Loans Receivables which have significant increase in Credit Risk; and | - | - |
| (e) Loans Receivables – credit impaired. | - | - |
| | 14,151.66 | 22,218.06 |


NOTE 8: OTHER FINANCIAL ASSETS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Other financial assets consist of the following: | | |
| (i) Non-current financial assets | | |
| (a) Security deposits other than utility services | 869.81 | 17.59 |
| | 869.81 | 17.59 |
| (ii) Current financial assets | | |
| Unsecured considered good unless otherwise stated | | |
| (a) Advances recoverable in cash or kind | 33.82 | 67.10 |
| (b) Security deposits other than utility services | 360.00 | - |
| (c) Interest accrued on deposits | 56.30 | 398.79 |
| | 450.12 | 465.89 |

NOTE 9: OTHER ASSETS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Other assets consist of the following: | | |
| (i) Other non-current assets | | |
| Considered good | | |
| (a) Security deposits- includes utility & other services | 378.92 | 371.95 |
| (b) Prepaid expenses | - | - |
| (c) Balance with statutory/government authorities | 551.23 | 578.53 |
| (d) Capital advance in kind or for value to be received | - | - |
| | 930.15 | 950.48 |
| (ii) Other current assets | | |
| Considered good unless otherwise stated | | |
| (a) Prepaid expenses | 421.77 | 23.02 |
| (b) Balance with statutory/government authorities | 213.77 | 283.69 |
| (c) Advance to suppliers | 437.13 | 1,306.18 |
| | 1,072.67 | 1,612.89 |

NOTE 10: INVENTORIES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| (Valued at lower of cost and net realisable value) | | |
| Finished Goods | 612.61 | 238.32 |
| Stock-in-Process | 2,495.21 | 3,548.77 |
| Raw Materials | 4,241.03 | 4,722.43 |
| Stock at Port including Goods in Transit | 3,534.82 | 4,258.42 |
| Packing Materials | 46.54 | 38.77 |
| Stores & Spares | 856.60 | 776.68 |
| | 11,786.81 | 13,583.39 |

NOTE 11: TRADE RECEIVABLES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| (i) Undisputed Secured, Considered Good | - | - |
| (ii) Undisputed Unsecured Considered good from due date of payment | | |
| Current but not Due | 25,498.85 | 20,676.85 |
| Due less than six months | 34.13 | 1,889.03 |
| Due six months to one Year | 13.32 | - |
| Due One-Two Years | - | 427.18 |
| More than Two Years | - | - |
| (iii) Undisputed Unsecured-Credit Impaired | - | - |
| (iv) Disputed Secured, Considered Good | - | - |
| (v) Disputed Unsecured Considered good | - | - |
| (vi) Disputed Unsecured-Credit Impaired | - | - |
| | 25,546.30 | 22,993.06 |

There are no trade or other receivable due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.


NOTE 12 CASH AND CASH EQUIVALENTS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Cash and cash equivalents consist of the following: | | |
| (i) Balances with banks | | |
| In current accounts | 8,700.55 | 4,872.55 |
| In Fixed Deposits Accounts with Original Maturity upto 3 months | 26,107.22 | 5,500.00 |
| (ii) Cash on hand | 6.37 | 5.41 |
| | 34,814.14 | 10,377.96 |

NOTE 13: BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| (i) Earmarked balance towards dividend# | 415.81 | 330.39 |
| (ii) Earmarked Fixed Deposits towards Letter of Credit, Bank Guarantee & others. | 3,600.16 | 4,499.30 |
| (iii) In Fixed Deposits Accounts with Original Maturity more than 3 months | 1,616.84 | 5,524.50 |
| | 5,632.81 | 10,354.19 |

These balances are available for use only towards settlement of corresponding unpaid dividend liabilities.

NOTE 14 : SHARE CAPITAL

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Authorised Share Capital | | |
| 40,00,00,000 (P.Y. 40,00,00,000) Equity Shares of ₹.1/- each | 4,000.00 | 4,000.00 |
| | 4,000.00 | 4,000.00 |
| Issued, subscribed and fully paid-up | | |
| 24,88,58,460 (P.Y. 24,88,58,460) Equity Shares of ₹.1/- each fully paid up | 2,488.58 | 2,488.58 |
| | 2,488.58 | 2,488.58 |

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

| Equity shares | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|---|------------------------------------|--------------|------------------------------------|--------------|
| | Nos. | (₹ in lakhs) | Nos. | (₹ in lakhs) |
| At the beginning of the Year | 24,88,58,460 | 2,488.58 | 16,59,05,640 | 1,659.06 |
| Changes during the year for Issue of Bonus Shares | - | - | 8,29,52,820 | 829.52 |
| Outstanding at the end of the period | 24,88,58,460 | 2,488.58 | 24,88,58,460 | 2,488.58 |

(b) Terms/ rights attached to Equity shares

The Company has only one class of Equity shares having par value of ₹1 per share. Each holder of Equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The Final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company

| Name of the shareholder | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|--|------------------------------------|-------------------|------------------------------------|-------------------|
| | Nos. | % of total shares | Nos. | % of total shares |
| Babulal M. Bhansali | 2,45,80,330 | 9.88% | 2,45,80,330 | 9.88% |
| Bhansali International Pvt Ltd | 2,42,29,774 | 9.74% | 2,42,29,774 | 9.74% |
| Sheraton Properties & Finance Limited | 1,83,27,000 | 7.36% | 1,83,27,000 | 7.36% |
| Jayesh B. Bhansali | 1,74,92,917 | 7.03% | 1,74,92,917 | 7.03% |
| Bentley Commercial Enterprises Limited | 1,39,17,064 | 5.59% | 1,39,17,064 | 5.59% |
| Speedage Commercials Limited | 1,31,46,013 | 5.28% | 1,31,46,013 | 5.28% |

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.


(d) Details of Shareholding of Promoters

| Shares held by Promoter and Promoter Group at the end of the year | | | | | % of Change During the year |
|---|------------------------------------|-------------------|------------------------------------|-------------------|-----------------------------|
| Promoter and Promoter Group | As at 31 st March, 2025 | | As at 31 st March, 2024 | | |
| | No of Shares | % of Total Shares | No of Shares | % of Total Shares | |
| Babulal M. Bhansali | 2,45,80,330 | 9.88% | 2,45,80,330 | 9.88% | NIL |
| Bhansali International Pvt Ltd | 2,42,29,774 | 9.74% | 2,42,29,774 | 9.74% | NIL |
| Sheraton Properties and Finance Limited | 1,83,27,000 | 7.36% | 1,83,27,000 | 7.36% | NIL |
| Jayesh B. Bhansali | 1,74,92,917 | 7.03% | 1,74,92,917 | 7.03% | NIL |
| Bentley Commercial Enterprises Ltd | 1,39,17,064 | 5.59% | 1,39,17,064 | 5.59% | NIL |
| Speedage Commercial Ltd | 1,31,46,013 | 5.28% | 1,31,46,013 | 5.28% | NIL |
| Bhansali Industrial Investment & Finance Pvt Ltd | 66,85,500 | 2.69% | 66,85,500 | 2.69% | NIL |
| Babulal M. Bhansali HUF | 62,98,500 | 2.53% | 62,98,500 | 2.53% | NIL |
| Meenakshi J. Bhansali | 61,91,515 | 2.49% | 61,91,515 | 2.49% | NIL |
| Dhudidevi B. Bhansali | 55,77,384 | 2.24% | 55,77,384 | 2.24% | NIL |
| Bhansali Innovative Finance Pvt Ltd | 36,06,000 | 1.45% | 36,06,000 | 1.45% | NIL |
| Bhansali Engineering Industries Pvt Ltd | 29,73,000 | 1.19% | 29,73,000 | 1.19% | NIL |

(e) Final Dividend paid and proposed

| | As on 31 st March, 2025 | As on 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Dividend on equity shares declared and paid: | | |
| Final Dividend for the year ended 31 st March, 2024 : ₹.1/- per share (*) | 2,488.58 | 1,659.06 |
| One-time Special Dividend for the year ended 31 st March, 2023 : ₹.14/- per share (Previous year: ₹.NIL) | - | 23,226.79 |
| Date of approval (date of Annual General Meeting) | 29 th June, 2024 | 19 th June, 2023 |
| Proposed Dividend on Equity shares | | |
| Final Dividend for the year ended 31 st March, 2024 : ₹.1/- per share (Previous year: ₹.1/- per share) | 2,488.58 | 2,488.58 |

* Dividend declared on 29th June, 2024 was paid on 2nd July, 2024.

NOTE-15 : OTHER EQUITY

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Securities Premium account | | |
| Opening balance | 2,147.48 | 2,977.00 |
| Less: Amount adjusted for issue of Bonus Shares | - | 829.52 |
| Closing balance | 2,147.48 | 2,147.48 |
| General Reserve | | |
| Opening balance | 225.00 | 225.00 |
| Closing balance | 225.00 | 225.00 |
| Retained Earning | | |
| Opening balance | 87,416.49 | 1,01,940.69 |
| Profit for the Year | 18,001.52 | 17,937.14 |
| Final Dividend Paid for the year ended 31 st March | (2,488.58) | (24,885.85) |
| Interim Dividends Paid | (7,465.76) | (7,465.75) |
| Other comprehensive income/ (loss), net of tax | (118.55) | (109.74) |
| Closing balance | 95,345.12 | 87,416.49 |
| Total Other Equity | 97,717.59 | 89,788.96 |

Nature and Purpose of Reserves:**(i) Securities Premium**

Securities premium account is created when shares are issued at premium. The Group may issue fully paid-up Bonus shares to its members out of the Securities premium account. As per Section 52 (2) (e) of the Companies Act, 2013, Securities premium account can be used for buy back of shares.

(ii) General Reserve

General Reserve is used from time to time to transfer 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.

(iii) Retained Earning

Retained earning are the profits that the Group has earned till date, less any transfer to General Reserve, dividends or other distributions paid to the shareholders.


NOTE-16: OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Other financial liability consist of the following: | | |
| (i) Other Financial Non- Current Liabilities | | |
| Deposit | - | - |
| Unclaimed Dividend | - | - |
| | - | - |
| (ii) Other Financial Current Liabilities | | |
| Employee Dues | 293.93 | 551.79 |
| Unclaimed Dividend | 415.81 | 330.39 |
| Security deposits other than utility services | 14.00 | - |
| Derivative - Foreign Exchange Forward Contracts | 54.29 | - |
| Other Dues | 38.69 | 46.72 |
| | 816.72 | 928.90 |

NOTE-17 : PROVISIONS

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--------------------------------------|---------------------------------------|---------------------------------------|
| Provisions consist of the following: | | |
| (i) Long term provisions | | |
| (a) Provision for gratuity | 21.46 | - |
| (b) Provision for leave benefits | 131.88 | 126.69 |
| | 153.34 | 126.69 |
| (ii) Short term provision | | |
| (a) Provision for gratuity | 84.50 | 95.12 |
| (b) Provision for leave benefits | 16.92 | 16.30 |
| | 101.42 | 111.42 |

NOTE-18 : DEFERRED TAX LIABILITIES (NET)

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--|---------------------------------------|---------------------------------------|
| Deferred Tax Liabilities: | | |
| Property, Plant and equipment | 1,770.87 | 1,767.84 |
| | 1,770.87 | 1,767.84 |
| Deferred Tax Assets: | | |
| Gratuity and other employee benefits | 24.25 | (3.85) |
| Defined benefit plans giving rise to temporary differences | 39.88 | 39.87 |
| Deferred tax liabilities (Net) | 64.12 | 36.02 |
| | 1,706.75 | 1,731.82 |

NOTE-19: TRADE PAYABLES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---------------------------|---------------------------------------|---------------------------------------|
| (i) MSME | | |
| Not Due | 226.45 | 351.39 |
| (ii) Others | | |
| Not Due | 5,426.56 | 8680.90 |
| (iii) Disputed dues MSME | - | - |
| (iv) Disputed dues Others | - | - |
| | 5,653.01 | 9,032.29 |

Refer Note No 34.1

NOTE-20: OTHER CURRENT LIABILITIES

(₹ in lakhs)

| | As at 31 st March, 2025 | As at 31 st March, 2024 |
|----------------|---------------------------------------|---------------------------------------|
| Statutory Dues | 1,737.67 | 1,306.18 |
| | 1,737.67 | 1,306.18 |


NOTE 21 : REVENUE FROM OPERATIONS

| | (₹ in lakhs) | |
|------------------------|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Sale of Finished Goods | 1,51,207.54 | 1,36,357.27 |
| Trading Sales | 13,691.20 | 7,593.94 |
| | 1,64,898.74 | 1,43,951.21 |
| Less: GST | 25,124.37 | 21,777.61 |
| Net Sales (Net of GST) | 1,39,774.37 | 1,22,173.60 |

NOTE 22 : OTHER INCOME

| | (₹ in lakhs) | |
|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Interest income | | |
| Bank Deposits | 2,012.83 | 1,460.18 |
| Other assets | 1,603.32 | 2,100.08 |
| | 3,616.15 | 3,560.26 |
| Other non-operating income | | |
| Foreign Exchange Fluctuation | 22.28 | 343.73 |
| Bad Debts Recovered | - | 2.00 |
| Rent Income | 13.40 | - |
| Other Miscellaneous Income | 40.74 | 38.15 |
| | 76.42 | 383.88 |
| Other gain and losses | | |
| Gain on disposal of property, plant and equipment | 12.89 | 7.07 |
| Net gain on financial assets measured at fair value through profit or loss | 33.40 | 0.24 |
| | 46.29 | 7.31 |
| | 3,738.86 | 3,951.45 |

NOTE 23 : COST OF MATERIALS CONSUMED

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--|--|--|
| Raw Material | | |
| Inventory at the beginning of the Year | 8,980.85 | 13,492.54 |
| Purchases | 85,488.27 | 73,431.10 |
| | 94,469.12 | 86,923.64 |
| Less: Inventory at the end of the Year | 7,775.85 | 8,980.85 |
| | 86,693.27 | 77,942.79 |

NOTE 24 :CHANGES IN INVENTORIES OF FINISHED GOODS AND STOCK IN PROCESS

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--|--|--|
| Inventories at the end of the Year: | | |
| Finished Goods | 612.61 | 238.32 |
| Stock-in-trade | 2,495.21 | 3,548.77 |
| | 3,107.82 | 3,787.09 |
| Less: Inventories at the beginning of the Year: | | |
| Finished Goods | 238.32 | 223.52 |
| Stock-in-trade | 3,548.77 | 2,537.49 |
| | 3,787.09 | 2,761.01 |
| | | |
| | 679.27 | (1,026.08) |

NOTE 25: EMPLOYEE BENEFITS EXPENSE

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|--------------------------------------|--|--|
| Salaries, wages and bonus | 5,466.71 | 5,069.46 |
| Contributions to Provident Fund etc. | 172.82 | 151.58 |
| Staff welfare expenses | 282.29 | 252.92 |
| | 5,921.82 | 5,473.96 |

NOTE 26 : FINANCE COSTS

(₹ in lakhs)

| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|------------------------|--|--|
| Interest-Others | 0.20 | - |
| Finance & Bank Charges | 19.17 | 20.49 |
| | 19.37 | 20.49 |


NOTE 27 : OTHER EXPENSES

| | (₹ in lakhs) | |
|---|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Stores and Spares Consumed | 780.89 | 801.01 |
| Packing Materials Consumed | 630.05 | 646.54 |
| Power & Fuel | 4,087.79 | 4,025.94 |
| Rent, Rates & Taxes | 828.85 | 661.12 |
| Insurance | 117.16 | 147.14 |
| Travelling & Conveyance | 604.88 | 480.31 |
| Repairs & Maintenance : | | |
| Buildings | 24.70 | 11.43 |
| Plant and Machinery | 259.22 | 174.27 |
| Others | 122.21 | 104.48 |
| Printing & Stationery | 20.74 | 19.96 |
| Postage, Telephone, Fax etc. | 37.06 | 35.51 |
| Miscellaneous Expenses | 1,004.83 | 748.92 |
| Donation | 700.00 | 592.00 |
| Research & Development Expenses | 118.28 | 71.21 |
| Legal & Professional Charges | 364.13 | 201.30 |
| Auditors' Remuneration : | | |
| Audit Fees | 4.50 | 4.50 |
| Tax Audit Fees | 0.45 | 0.45 |
| Taxation Matters | - | - |
| Review Audit Fees and Certification | 0.75 | 1.00 |
| Directors' Sitting Fees | 12.70 | 18.90 |
| Bad Debts | 427.18 | - |
| Loss on disposal of property, plant and equipment | 1.41 | 1.06 |
| Royalty & Commission | 618.57 | 676.60 |
| Freight & Forwarding | 2,837.01 | 2,882.74 |
| | 13,603.36 | 12,306.39 |

NOTE 28: COMPONENTS OF OTHER COMPREHENSIVE INCOME

| | (₹ in lakhs) | |
|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Re-measurement gain / (loss) on defined benefit plans as per Ind AS 19 | (158.43) | (146.65) |
| | (158.43) | (146.65) |

29 Detail of Joint Venture and Composition of Group

Following Joint Venture have been considered in the preparation of consolidated financial statements.

| Sr. No. | Name of the Company | Country of Incorporation | Proportion of ownership Interest (%) | | Principal activity |
|---------|---------------------------------------|--------------------------|---------------------------------------|---------------------------------------|-----------------------|
| | | | As at 31 st March, 2025 | As at 31 st March, 2024 | |
| 1 | Bhansali Nippon A & L Private Limited | India | 50% | 50% | Sales support service |

29.1 Financial information of Bhansali Nippon A & L Private Limited

(₹ in lakhs)

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Non current assets | 16.99 | 22.99 |
| Current assets | 594.53 | 532.27 |
| Current liabilities | 67.62 | 50.53 |
| Equity attributable to the owners of the equity | 543.91 | 504.73 |
| Proportion of the Group's Ownership | 50% | 50% |
| Carrying amount of the Investment | 271.96 | 252.37 |

Reconciliation of Carrying amount of the Investment in Joint Venture

(₹ in lakhs)

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Carrying amount of the Investment at the beginning of the year | 252.37 | 288.54 |
| Less: Dividend received from Joint Venture during the year | 90.24 | 112.80 |
| Add: Share of Profit of Joint Venture for the year | 109.83 | 76.64 |
| Carrying amount of the Investment as at the end of the year | 271.96 | 252.37 |

Summarised Statement of Profit and Loss of the Joint Venture :

(₹ in lakhs)

| Particulars | For the year ended 31 st March, 2025 | For the year ended 31 st March, 2024 |
|---|--|--|
| Income | | |
| Revenue | 556.88 | 447.13 |
| Other Income | 23.97 | 19.42 |
| Total Revenue | 580.85 | 466.55 |
| Expenses: | | |
| Employee benefit expense | 90.29 | 88.72 |
| Finance Costs | 0.17 | 0.73 |
| Other Expenses | 190.86 | 166.56 |
| Depreciation and amortization expenses | 5.31 | 4.84 |
| Total Expenses | 286.63 | 260.85 |
| Profit Before Tax | 294.22 | 205.70 |
| Tax Expense | 74.56 | 52.43 |
| Profit for the Year | 219.66 | 153.27 |
| Group's Share of Profit for the Year | 109.83 | 76.64 |
| Dividend received from Joint Venture | 90.24 | 112.80 |


30 Additional information as required under Schedule III to the Companies Act, 2013
As on 31st March, 2025

| Name of the entities in the Group | Net assets, i.e. total assets minus total liabilities as at 31 st March, 2025 | | Share of profit or loss for the year ended 31 st March, 2025 | | Share in other Comprehensive Income / (loss) for the year ended 31 st March, 2025 | | Share in total Comprehensive Income / (loss) for the year ended 31 st March, 2025 | |
|---|--|--------------------|--|------------------|--|-----------------|--|------------------|
| | As % of consoli- dated net assets | (₹ in lakhs) | As % of consoli- dated profit or loss | (₹ in lakhs) | As % of consoli- dated other compre- hensive income / (loss) | (₹ in lakhs) | As % of total compre- hensive income / (loss) | (₹ in lakhs) |
| Parent Group | | | | | | | | |
| Bhansali Engineering Polymers Limited | 99.84% | 1,00,047.01 | 99.39% | 17,891.69 | 100.00% | (118.55) | 99.39% | 17,773.14 |
| | | | | | | | | |
| Joint Venture (Investment as per the equity method) :- | | | | | | | | |
| Indian | | | | | | | | |
| Bhansali Nippon A & L Private Limited | 0.16% | 159.16 | 0.61% | 109.83 | 0.00% | - | 0.61% | 109.83 |
| | | | | | | | | |
| Grand Total | 100.00% | 1,00,206.17 | 100.00% | 18,001.52 | 100.00% | (118.55) | 100.00% | 17,882.97 |

As on 31st March, 2024

| Name of the entities in the Group | Net assets, i.e. total assets minus total liabilities as at 31 st March, 2024 | | Share of profit or loss for the year ended 31 st March, 2024 | | Share in other Comprehensive Income for the year ended 31 st March, 2024 | | Share in total Comprehensive Income for the year ended 31 st March, 2024 | |
|---|--|------------------|--|------------------|---|-----------------|---|------------------|
| | As % of consoli- dated net assets | (₹ in lakhs) | As % of consoli- dated profit or loss | (₹ in lakhs) | As % of consoli- dated other compre- hensive income / (loss) | (₹ in lakhs) | As % of total compre- hensive income / (loss) | (₹ in lakhs) |
| Parent Group | | | | | | | | |
| Bhansali Engineering Polymers Limited | 99.85% | 92,137.97 | 99.57% | 17,860.50 | 100.00% | (109.74) | 99.57% | 17,750.76 |
| | | | | | | | | |
| Joint Venture (Investment as per the equity method) :- | | | | | | | | |
| Indian | | | | | | | | |
| Bhansali Nippon A & L Private Limited | 0.15% | 139.57 | 0.43% | 76.64 | 0.00% | - | 0.43% | 76.64 |
| | | | | | | | | |
| Grand Total | 100.00% | 92,277.54 | 100.00% | 17,937.14 | 100.00% | (109.74) | 100.00% | 17,827.40 |

31 Leases

The leasing arrangements are in most cases renewable by mutual consent, on mutually agreeable terms.

The Company's significant leasing arrangements are mainly in respect of residential and office premises. The aggregate lease rentals payable on these leasing arrangements are charged as rent under "Other Expenses".

The Company has not recognised any right- of- use asset ("ROU") during the year.

32 Contingent liabilities & Capital Commitments

(₹ in lakhs)

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Claims against the Company not acknowledged as debts | | |
| i. Estimated amount of contracts remaining to be executed on capital accounts and not provided for (net of advances). | - | 720.00 |
| ii. Income tax demand under appeal | 91.36 | 71.53 |

33 Loans & Advances

The Company has granted Unsecured loans to Companies, Firms, Limited Liability Partnerships and various other entities other than those covered under Section 185 of the Act. The aggregate amount of Loans given is as follows.

As on 31st March, 2025

(₹ in lakhs)

| Particulars | Opening Balance | Loan Given | Loan Returned | Closing Balance |
|-----------------------------|------------------|------------------|------------------|------------------|
| Unsecured Loan Given | | | | |
| Current | 22,218.06 | 60,323.10 | 68,389.50 | 14,151.66 |
| Non Current | 7,600.00 | - | 7,600.00 | - |
| Total | 29,818.06 | 60,323.10 | 75,989.50 | 14,151.66 |

As on 31st March, 2024

(₹ in lakhs)

| Particulars | Opening Balance | Loan Given | Loan Returned | Closing Balance |
|-----------------------------|------------------|------------------|------------------|------------------|
| Unsecured Loan Given | | | | |
| Current | 15,447.62 | 18,196.75 | 11,426.31 | 22,218.06 |
| Non Current | 14,780.00 | 6,050.00 | 13,230.00 | 7,600.00 |
| Total | 30,227.62 | 24,246.75 | 24,656.31 | 29,818.06 |



- 34** According to the information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the Company has amounts due to micro and small enterprises under the said Act as at 31st March, 2025 as follows:

(₹ in lakhs)

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| Principal Amount Not Due | 226.45 | 351.39 |
| Interest due on above | - | - |
| Amount of interest paid in terms of Section 16 of the MSME Act, 2006 | - | - |
| Amount of interest due and payable for the period of delay | - | - |
| Amount of interest accrued and remaining unpaid as at year end | - | - |
| Amount of further interest remaining due and payable in the succeeding year | - | - |

34.1 Ageing of Trade Payables
As on 31st March, 2025

(₹ in lakhs)

| Particulars | Outstanding for following periods from due date of invoice | | | Total |
|------------------------|---|---------------------|-------------------------------|-----------------|
| | Not due | Less than 1 Year | More than 1 Year and above | |
| Undisputed dues | | | | |
| - MSME | 226.45 | - | - | 226.45 |
| - Others | 5,426.56 | - | - | 5,426.56 |
| Disputed dues | | | | |
| - MSME | - | - | - | - |
| - Others | - | - | - | - |
| Total | 5,653.01 | - | - | 5,653.01 |

As on 31st March, 2024

(₹ in lakhs)

| Particulars | Outstanding for following periods from due date of invoice | | | Total |
|------------------------|---|---------------------|-------------------------------|-----------------|
| | Not due | Less than 1 Year | More than 1 Year and above | |
| Undisputed dues | | | | |
| - MSME | 351.39 | - | - | 351.39 |
| - Others | 8,680.90 | - | - | 8,680.90 |
| Disputed dues | | | | |
| - MSME | - | - | - | - |
| - Others | - | - | - | - |
| Total | 9,032.29 | - | - | 9,032.29 |

35 Details of Forward Contracts & Unhedged Foreign Currency Exposure:

in lakhs

| Particulars | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|--|------------------------------------|--------------------|------------------------------------|--------------------|
| | USD denominated | JPY denominated | USD denominated | JPY denominated |
| Financial assets | | | | |
| Trade receivables | 0.46 | - | 14.14 | - |
| Advances | 0.31 | 0.78 | - | - |
| Net exposure to foreign currency risk (Assets) | 0.77 | 0.78 | 14.14 | - |
| Financial liabilities | | | | |
| Trade payables | 50.01 | - | 94.52 | - |
| Less: Derivative liability | | | | |
| Foreign exchange forward contracts | 50.01 | - | - | - |
| Net exposure to foreign currency risk (Liabilities) | - | - | 94.52 | - |
| Net Amount | 0.77 | - | (80.38) | - |

36 Corporate Social Responsibility (CSR)

(₹ in lakhs)

| Sr. no | Particulars | 2024-25 | 2023-24 |
|--------|---|------------|----------|
| a) | Amount required to be spent as per Section 135 of the Act | 606.22 | 741.39 |
| | Amount approved by the board to be spent during the year | 606.22 | 973.88 |
| b) | Amount Spent during the year | | |
| | Construction/Acquisition of assets | - | - |
| | On purpose other than above | - | - |
| c) | Short/Excess amount spent under Section 135 (5) of the Act | | |
| | Excess amount spent of F.Y.2022-23 brought forward | (1,024.76) | 1,766.15 |
| | Amount required to be spent during the year | 606.22 | 741.39 |
| | Actual amount spent/incurred during the year (Refer Note below) | - | - |
| | (Excess amount spent) / Amount Carried Forward to next year | (418.54) | 1,024.76 |

Note: The Company had incurred during the financial year 22-23 a sum of ₹ 2,432.49 lakhs as CSR expenses. The CSR obligation for financial year 22-23 of ₹ 666.34 lakhs, financial year 23-24 of ₹ 741.39 lakhs and for the current financial year of ₹ 606.22 lakhs is being set-off and the balance excess amount of ₹ 418.54 lakhs is being carried forward to the next year. The same is in compliance with the FAQ issued by the Ministry of Corporate Affairs vide Circular no 14/2021 dated 25th August, 2021 wherein it has been clarified that the excess amount can be set off against the required 2% CSR expenditure up to the immediately succeeding three financial years subject to compliance with the conditions stipulated under Rule 7(3) of the Companies (CSR Policy) Rules, 2014.

36.1 Amount spent during the year on:

(₹ in lakhs)

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---------------------------------|--|--|
| i) Promotion of Art and Culture | - | - |
| ii) Education | - | - |
| iii) Veterinary | - | - |
| iv) Health and Social Work | - | - |
| Total | - | - |


37 Earnings per share

The following reflects the income and share data used in the Basic and Diluted EPS computation:

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|--|--|
| Profit for the year attributable to equity holders for Basic and Diluted Earnings (₹ in Lakhs) | 18,001.52 | 17,937.14 |
| Number of Equity shares for Basic/ Diluted EPS | 24,88,58,460 | 24,88,58,460 |
| Earnings per share - Basic/ Diluted (in ₹) (face value of ₹ 1 per share) | 7.23 | 7.21 |

38 Ratios:

| Sr No. | Particulars | Current Year | Previous Year | Difference | Change % | Reason for Variance |
|--------|--|--------------|---------------|------------|----------|---|
| 1 | Current Ratio (Current Assets/Current Liability) | 11.25 | 7.13 | 4.11 | 57.68% | Due to increase in current assets and decrease in current liabilities the ratio has improved. |
| 2 | Debt-Equity Ratio | - | - | - | - | The Company is debt free hence not applicable. |
| 3 | Debt Service Coverage Ratio | - | - | - | - | |
| 4 | Return on Equity Ratio (Net Profit after Taxes/ Average Shareholder's Equity) | 18.70% | 18.02% | 0.68% | 3.80% | - |
| 5 | Inventory Turnover Ratio (Cost of Goods Sold /Average Inventory) | 7.79 | 5.43 | 2.36 | 43.55% | Due to lower inventory levels the ratio has improved |
| 6 | Trade Receivables Ratio (Revenue from Operation/Average Trade receivables) | 5.76 | 5.22 | 0.54 | 10.28% | - |
| 7 | Trade Payables Ratio (Net Credit Purchases / Average Trade Payable) | 13.20 | 10.44 | 2.76 | 26.39% | Due to decrease in Trade payables the ratio has improved. |
| 8 | Net Capital Turnover Ratio (Revenue from Operations /Net Working Capital) | 1.64 | 1.74 | -0.10 | -5.72% | - |
| 9 | Net Profit Ratio (Net profit After Tax / Revenue from operation) | 12.88% | 14.68% | -1.80% | -12.28% | - |
| 10 | Return on Capital employed (EBIT / Capital Employed plus Deferred Tax Liabilities) | 23.94% | 25.81% | -1.87% | -7.23% | - |
| 11 | Return on Investment (Interest Income/ Average Loans & Fixed Deposit Investment) | 7.96% | 7.26% | 0.71% | 9.76% | Due to increase in Interest Income the ratio has improved. |

Notes:

- (1) Average Equity represents the average of opening and closing total equity.
- (2) Average Trade receivables represents the average of opening and closing trade receivables.
- (3) Average Trade payable represents the average of opening and closing trade payable.
- (4) Average Loans and Fixed Deposits represents the average of opening and closing Loans and Fixed Deposit.

39 Segment Reporting

The Company manufactures and sells ABS and SAN and Trading in Styrene which belong to the same product group i.e. "Highly Specialized Engineering Thermoplastics" alongwith Trading in raw materials used for manufacturing ABS and SAN. The product has the same risks and returns, which are predominantly governed by market conditions, namely demand and supply position. Thus, in the context of Indian Accounting Standard - 108 "Segment Reporting", issued by the Institute of Chartered Accountants of India, there is only one identified reportable segment.

40 Fair value disclosures

40.1 The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

The categories used are as follows:

- **Level 1:** This hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds, ETFs and mutual funds that have quoted price. ;
- **Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2; and
- **Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

The carrying value of financial assets/ liabilities by categories are as follows:

| Particulars | Notes | Amortised Cost (₹ in lakhs) | | Level 3 (₹ in lakhs) | |
|------------------------------------|----------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Financial assets | | | | | |
| (a) Trade Receivables | 11 | 25,546.30 | 22,993.06 | 25,546.30 | 22,993.06 |
| (b) Cash and cash equivalents | 12 | 34,814.14 | 10,377.96 | 34,814.14 | 10,377.96 |
| (c) Bank balances other than above | 13 | 5,632.81 | 10,354.19 | 5,632.81 | 10,354.19 |
| (d) Investment in Joint Venture | 6 | 271.96 | 252.37 | 271.96 | 252.37 |
| (e) Loans | 7 (i) & 7 (ii) | 14,151.66 | 29,818.06 | 14,151.66 | 29,818.06 |
| (f) Other financial assets | 8 (i) & 8 (ii) | 1,319.93 | 483.48 | 1,319.93 | 483.48 |
| Total | | 81,736.80 | 74,279.12 | 81,736.80 | 74,279.12 |

| Particulars | Notes | Amortised Cost (₹ in lakhs) | | Level 3 (₹ in lakhs) | |
|---------------------------------|---------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Financial Liabilities | | | | | |
| (a) Trade payables | 19 | 5,653.01 | 9032.29 | 5,653.01 | 9,032.29 |
| (b) Other Financial liabilities | 16 (i) & 16 (ii) | 816.72 | 928.9 | 816.72 | 928.90 |
| Total | | 6,469.73 | 9,961.19 | 6,469.73 | 9,961.19 |

The carrying value of all the financials assets and financial liabilities are a reasonable approximation of their fair values. Accordingly the fair values of such financial assets and liabilities have not been disclosed separately.



41 Financial instruments and risk management

41.1 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value and to safeguard the company's ability to remain as a going concern.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The current capital structure of the Company is equity based with no financing through borrowings. The Company is not subject to any externally imposed capital requirement.

No changes were made in the objectives, policies or processes during the year ended 31st March, 2025 and 31st March, 2024 respectively.

41.2 Financial Risk Management- Objectives And Policies

The Company's activities expose it to variety of financial risk viz. credit risk, liquidity risk and market risk. The Company has various financial assets such as deposits, Loans & Advances, trade and other receivables and cash and bank balances directly related to their business operations. The Company's principal financial liabilities comprise of trade and other payables. The Company's senior management focus is to foresee the unpredictability and minimise the potential adverse effects on the company's financial performance. The Company's overall risk, management procedures to minimize the potential adverse effect of the financial market on the company's performance are as follows:

41.3 Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk primarily from trade receivables, cash and cash equivalents, and financial assets measured at amortised cost.

A Trade Receivables:

Trade receivables of the Company are generally unsecured. The Company performs ongoing credit evaluations of its customers' financial conditions and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business through internal evaluation. The allowance for impairment of trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. The Company has no concentration of credit risk as the customer base is geographically distributed in India.

B Cash and cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks across the country.

C Other financial assets measured at amortised cost

Other financial assets measured at amortised cost includes loans and advances, security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously and is based on the credit worthiness of those parties.

D Investments

Investment in Joint Venture are measured at cost as per Ind AS 28, 'Investment in Associates and Joint Ventures' and hence not presented here.

Provision for expected credit losses

a) Expected credit losses for financial assets other than trade receivables

The Company does not have any expected loss based impairment recognised on such assets considering their low credit risk nature.

b) Expected credit loss for trade receivables under simplified approach

The Company recognizes lifetime expected credit losses on trade receivables using a simplified approach, wherein Company has defined percentage of provision by analyzing historical trend of default and such provision percentage determined have been considered to recognize life time expected credit losses on trade receivables (other than those where default criteria are met in which case the full expected loss against the amount recoverable is provided for). Based on such simplified approach, no allowance has been recognised.

41.4 Liquidity risk is the risk that the Company will not be able to meet its financial obligation as and when they fall due. Liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected. Liquidity risk is managed by monitoring on a regular basis that sufficient funds are available to meet any future commitments. The Company manages its liquidity risk by maintaining sufficient bank balance .

As on 31st March, 2025, the Company's financial liabilities of ₹ 6469.73 lakhs (31st March, 2024 ₹ 9961.19 lakhs) are all current and due in the next financial year.

| Particulars | 31 st March, 2025 | 31 st March, 2024 |
|---------------|------------------------------|------------------------------|
| Current Ratio | 11.25 | 7.13 |
| Liquid Ratio | 9.29 | 5.52 |

41.5 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, such as equity price risk and commodity risk. The Company is not exposed to other price risk whereas the exposure to currency risk and interest risk is given below:

A Foreign Currency Risk

Foreign currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. It arises mainly where receivables and payables exist due to transactions entered in foreign currencies.

A.1 Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved board policy parameters. Quarterly reports are submitted to Board of Directors on the unhedged foreign currency exposures.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

(In lakhs)

| Particulars | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|----------------------------------|------------------------------------|-------------|------------------------------------|----------|
| | USD | JPY | USD | JPY |
| (a) Trade payables | - | - | 94.52 | - |
| (b) Other Financial Assets | 0.77 | 0.78 | 14.14 | - |
| Net financial liabilities | 0.77 | 0.78 | 80.38 | - |


A.2 Foreign Currency sensitivity analysis

| Particulars | As at 31 st March, 2025 | | As at 31 st March, 2024 | |
|---|------------------------------------|---------------|------------------------------------|----------------|
| | (₹ in lakhs) | | (₹ in lakhs) | |
| | 1% Increase | 1% Decrease | 1% Increase | 1% Decrease |
| (a) USD | 0.66 | (0.66) | 67.03 | (67.03) |
| (b) JPY | 0.01 | (0.01) | - | - |
| | | | | |
| Increase /(Decrease) in Profit or Loss | 0.67 | (0.67) | 67.03 | (67.03) |

B Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of financial instrument will fluctuate due to change in market interest rates. The Company's investments are primarily in fixed rate interest bearing investments and Loans.

Exposure to Interest Rate Risk

(₹ in lakhs)

| Particulars | 31 st March, 2025 | 31 st March, 2024 |
|----------------|------------------------------|------------------------------|
| Loans | 14,151.66 | 29,818.06 |
| Fixed Deposits | 31,324.22 | 15,523.80 |
| Total | 45,475.88 | 45,341.86 |

| Particulars | 31 st March, 2025 | | 31 st March, 2024 | |
|---|------------------------------|----------------|------------------------------|----------------|
| | (₹ in lakhs) | | (₹ in lakhs) | |
| | 1% Increase | 1% Decrease | 1% Increase | 1% Decrease |
| Loans | 15.74 | (15.74) | 20.71 | (20.71) |
| Fixed Deposits | 20.13 | (20.13) | 14.60 | (14.60) |
| Increase /(Decrease) in Profit or Loss | 35.87 | (35.87) | 35.31 | (35.31) |

C Commodity price risk

The Company's principal raw materials are variety of polymers which are primarily derivatives of crude oil. Company sources its raw material requirement from across the globe. Domestic market prices generally remains in sync with the international market prices.

Volatility in Crude Oil prices, Currency fluctuation of Rupee vis-à-vis other prominent currencies coupled with demand-supply scenario in the world market, affect the effective price and availability of polymers for the Company. Company effectively manages availability of material as well as price volatility by expanding its source base, having appropriate contracts and commitments in place and planning its procurement and inventory strategy. The Company's Board of Directors has developed and enacted a risk management strategy regarding commodity price risk and its mitigation. The Company mitigated the risk of price volatility by entering Long Term & Short term contracts for the Purchase of these commodities basis estimated annual requirements.

42 Employee benefit plans

42.1 Defined Contribution Plans :

(a) Provident fund

Contributions are made to employees provident fund organization in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual or any constructive obligation.

(b) Superannuation Fund

Contributions are made to Life Insurance Corporation of India for eligible employees at the rate of 15% of basic salary as per superannuation scheme of the Company.

(c) Employee's State Insurance

Contributions are made to ESI Corporation for all eligible employees at rate of 4.75% of ESI wage as per the definition under the ESI Act.

Contribution to defined contribution plans, recognised in the Statement of profit and loss for the year under employee benefits expense, are as under:

(₹ in lakhs)

| Particulars | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
|---|--|--|
| Employer's contribution to Provident fund | 172.82 | 151.58 |
| Employer's contribution to Employee state insurance corporation | 7.92 | 6.96 |
| Employer's contribution to Superannuation Fund | 6.83 | 6.81 |

42.2 Defined Benefit Plans :

Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payment to vested employees at retirement or at death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

The Company's liabilities towards gratuity and leave encashment, a defined benefit obligation, is accrued and provided for on the basis of actuarial valuation, using the projected unit credit method as at the Balance Sheet date.

(A) The principal assumptions used in determining gratuity for the Company's plans are shown below:

| Particulars | Gratuity | | Leave Encashment | |
|----------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| Discount rate | 6.98% | 7.11% | 6.98% | 7.10% |
| Salary Escalation | 4.00% | 4.00% | 4.00% | 4.00% |
| Expected return of planed assets | 7.11% | 7.11% | 0.00% | 0.00% |
| Rate of employee turnover | 10.00% | 10.00% | 10.00% | 10.00% |
| Mortality rate | 100% of IALM 2012-14 | | 100% of IALM 2012-14 | |


(B) Expenses recognised in profit and loss

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Current service cost | 43.68 | 37.79 | 25.06 | 28.45 |
| Interest on net defined benefit liability/ (asset) | 4.02 | 2.17 | 5.23 | 4.92 |
| Component of defined benefit costs recognised in Statement of Profit and Loss | 47.70 | 39.96 | 30.29 | 33.37 |

The current service cost and the net interest expenses for the year are included in the 'Employee benefits expenses' line item in the Statement of profit and loss.

(C) Net interest cost recognised in profit or loss:

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Interest cost | 37.98 | 35.92 | 5.23 | 4.92 |
| Interest income | (33.96) | (33.75) | - | - |
| Net interest cost recognised in profit or loss: | 4.02 | 2.17 | 5.23 | 4.92 |

(D) Expenses recognized in the Other Comprehensive Income (OCI)

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Actuarial (gains)/losses on obligation for the year | - | - | - | - |
| Due to changes in demographic assumptions | - | 5.21 | - | 4.77 |
| Due to changes in financial assumptions | 4.37 | 7.60 | 1.45 | 2.88 |
| Due to experience adjustment | 19.80 | 43.05 | 98.84 | 84.27 |
| Return on plan assets, excluding interest income | 33.97 | (1.14) | - | - |
| Net (income)/expense for the year recognized in OCI | 58.14 | 54.72 | 100.29 | 91.92 |

(E) Amount recognized in the Balance sheet

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Present value of defined benefit obligation | 594.01 | 580.32 | 148.80 | 142.99 |
| Fair value of plan assets | 488.05 | 485.20 | - | - |
| Net liability/(asset) arising from defined benefit obligation | 105.96 | 95.12 | 148.80 | 142.99 |

(F) Net asset/ (liability) recognised in the balance sheet

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|----------------------|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Long Term provision | 21.46 | - | 131.88 | 126.69 |
| Short Term provision | 84.50 | 95.12 | 16.92 | 16.30 |
| Total | 105.96 | 95.12 | 148.80 | 142.99 |

(G) Movement in the present value of the defined benefit obligation are as follows:

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|---|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Opening defined benefit obligation | 580.32 | 526.76 | 142.99 | 100.24 |
| Current service cost | 43.68 | 37.79 | 25.06 | 28.45 |
| Interest cost | 37.99 | 35.92 | 5.23 | 4.92 |
| Actuarial (gains)/losses | 24.17 | 52.97 | 100.29 | 91.93 |
| Benefits paid from the fund | (92.15) | (73.12) | (124.77) | (82.56) |
| Closing defined benefit obligation | 594.01 | 580.32 | 148.80 | 142.99 |


(H) Movement in the fair value of the plan assets are as follows:

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Opening fair value of the plan assets | 485.20 | 496.30 | - | - |
| Contribution by the Employer | 95.00 | 30.02 | | |
| Interest income on plan assets | 33.97 | 33.75 | - | - |
| Remeasurement gain (loss): | (33.97) | (1.75) | - | - |
| Benefits paid from Plan Assets | (92.15) | (73.12) | - | - |
| Closing fair value of plan assets | 488.05 | 485.20 | - | - |

- (I) The company has opened an Employees Group Gratuity Cash Accumulation Scheme for its Employees with LIC of India for Gratuity payments. The company has made a contribution of ₹ 95.00 lakhs during the current year. (P.Y. ₹30.02 lakhs).

(J) Maturity Profile of Defined Benefit Obligations

(₹ in lakhs)

| Particulars | Gratuity | | Leave Encashment | |
|--------------------------------|--|--|--|--|
| | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 | Year ended 31 st March, 2025 | Year ended 31 st March, 2024 |
| Year 1 cashflow | 84.50 | 97.10 | - | - |
| Year 2 cashflow | 64.13 | 73.21 | - | - |
| Year 3 cashflow | 83.54 | 59.38 | - | - |
| Year 4 cashflow | 103.32 | 77.16 | - | - |
| Year 5 cashflow | 57.95 | 83.26 | - | - |
| Year 6 to year 10 cashflow | 235.00 | 221.19 | - | - |
| Total expected payments | 628.44 | 611.30 | - | - |

(K) Sensitivity Analysis

The Sensitivity analysis below has been determined based on reasonably possible change of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. These sensitivities show the hypothetical impact of a change in each of the listed assumptions in isolation. While each of these sensitivities holds all other assumptions constant, in practice such assumptions rarely change in isolation and the asset value changes may offset the impact to some extent. For presenting the sensitivities, the present value of the Defined Benefit Obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the Defined Benefit Obligation presented above. There was no change in the methods and assumptions used in the preparation of the Sensitivity Analysis from previous year.

| Projected benefits payable in future years from the date of reporting | As at 31st March, 2025 | As at 31st March, 2024 |
|--|--|--|
| Projected benefit obligation on current assumptions | | |
| Rate of discounting | | |
| Impact of +1% change | 562.07 | 550.01 |
| (% of change) | -5.40% | -5.20% |
| Impact of -1% change | 630.11 | 614.48 |
| (% of change) | 6.10% | 5.90% |
| Rate of salary increase | | |
| Impact of +1% change | 632.24 | 614.87 |
| (% of change) | 6.40% | 6.30% |
| Impact of -1% change | 559.67 | 547.37 |
| (% of change) | -5.80% | -5.70% |
| Rate of Withdrawal | | |
| Impact of +1% change | 600.55 | 586.98 |
| (% of change) | 1.10% | 1.10% |
| Impact of -1% change | 586.63 | 572.85 |
| (% of change) | -1.20% | -1.30% |

(L) Retirement and other employee benefits in respect of Joint Venture Company

In respect of Joint venture Company, contribution towards statutory dues of employees such as Provident Fund, ESIC, Super Annuation etc. the same is not applicable due to insignificant number of employees during the year. Similarly remeasurements comprising of actuarial gains and losses of Leave encashment and Gratuity is not recognised in the Balance sheet since there is no liability towards the same.


43 Related Party Disclosure:
A Details of Related Parties

As per Ind AS 24 issued by the Institute of Chartered Accountants of India the company's related parties and transactions are disclosed below:

(i) List of related parties where control exists and with whom transactions have taken place and relationships:

| Sr No | Name | Relationship |
|-------|--|--------------------------|
| 1 | Mr. B.M.Bhansali - Chairman & Managing Director | Key Managerial Personnel |
| 2 | Mr. Jayesh B.Bhansali - Joint Managing Director & CFO | |
| 3 | Mr. Kiran H.Bhansali - Executive Director Operations* | |
| 4 | Mr. Dilip Shendre - Executive Director Manufacturing** | |
| 5 | Mr. Ashwin Patel - Company Secretary | |
| 6 | Bhansali Nippon A & L Private Limited | Joint Venture Company |

* Resigned w.e.f 21st May ,2023

** Appointment w.e.f 1st April ,2024

B Transactions with related parties

| Nature of transactions | Joint Venture & Other Enterprises | | Key Managerial Personnel | |
|---|-----------------------------------|---------|--------------------------|----------|
| | 2024-25 | 2023-24 | 2024-25 | 2023-24 |
| | (₹ in lakhs) | | (₹ in lakhs) | |
| (i) Remuneration Paid | | | | |
| (a) Mr. B.M.Bhansali | - | - | 1,209.41 | 1,213.47 |
| (b) Mr. Jayesh B. Bhansali | - | - | 1,209.41 | 1,213.47 |
| (c) Mr. Kiran H. Bhansali | | | - | 8.32 |
| (d) Mr. Ashwin Patel | - | - | 60.50 | 55.44 |
| (e) Mr. Dilip Shendre | | | 40.19 | - |
| (ii) Royalty & Commission Paid | | | | |
| (a) Bhansali Nippon A & L Private Limited | 556.88 | 447.13 | - | - |
| (iii) Service Support Charges Received | | | | |
| (a) Bhansali Nippon A & L Private Limited | 12.00 | 12.00 | - | - |

C Balance with related parties

| Nature of transactions | Joint Venture & Other Enterprises | | Key Managerial Personnel | |
|--|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| | As at 31 st March, 2025 | As at 31 st March, 2024 | As at 31 st March, 2025 | As at 31 st March, 2024 |
| | (₹ in lakhs) | | (₹ in lakhs) | |
| (i) Other Payables (Salary & Others) | | | | |
| (a) Mr. B.M.Bhansali | - | - | 3.60 | 130.43 |
| (b) Mr. Jayesh B. Bhansali | - | - | 1.35 | 154.86 |
| (c) Mr. Dilip Shendre | - | - | 1.61 | - |
| (d) Mr. Ashwin Patel | - | - | 3.81 | 3.40 |
| (e) Bhansali Nippon A & L Private Limited | 164.76 | 121.21 | - | - |
| (ii) Other Receivable (Service Support Charges) | | | | |
| (a) Bhansali Nippon A & L Private Limited | 1.08 | 1.08 | - | - |

44 Income Taxes**A Income taxes recognised in Statement of Profit and Loss**

| Particulars | For the year ended 31 st March, 2025 | For the year ended 31 st March, 2024 |
|--|--|--|
| | (₹ in lakhs) | (₹ in lakhs) |
| Recognised in Profit and Loss account: | | |
| Current tax | | |
| In respect of the current year | 6,307.24 | 6,278.33 |
| In respect of prior years | 55.04 | 16.70 |
| Deferred tax | | |
| In respect of the current year | 14.81 | 8.08 |
| Recognised in Other comprehensive income: | | |
| Deferred tax liabilities on Employee benefit Expense | (39.88) | (36.91) |
| Total | 6,337.21 | 6,266.20 |



A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognise income tax expense for the year is as follows :

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|---|---------------------------------------|---------------------------------------|
| | (₹ in lakhs) | (₹ in lakhs) |
| Accounting profit before income tax | 24,359.02 | 24,276.41 |
| Statutory income tax rate | 25.168% | 25.168% |
| Tax at statutory income tax rate of 25.168% | 6,130.68 | 6,109.89 |
| Tax Effect of: | | |
| Non Deductible business Expenses | 402.76 | 399.09 |
| Deduction on Capital Expenditure | (226.20) | (230.64) |
| Taxes of prior year | 55.04 | 16.70 |
| Deferred tax: | | |
| Property, plant and equipment | (3.03) | (18.15) |
| Gratuity and other employee benefit | (28.10) | (10.68) |
| Income taxes recognized in the statement of income | 6,337.21 | 6,266.20 |

B Deferred tax Assets and Liabilities

Significant components of deferred tax liabilities / (assets) recognized in the financial statements are as follows :

| Particulars | As at 31 st March, 2025 | As at 31 st March, 2024 |
|--------------------------------|---------------------------------------|---------------------------------------|
| | (₹ in lakhs) | (₹ in lakhs) |
| Deferred tax liabilities (net) | 1,706.75 | 1,731.82 |
| Total | 1,706.75 | 1,731.82 |

Movement of Deferred Tax for the year ended 31st March, 2025

| Particulars | Opening Balance as on 01 st April, 2024 | Recognised in Profit or loss (expense)/credit | Recognised in Other comprehensive income | (₹ in lakhs) Closing Balance as on 31 st March, 2025 |
|---------------------------------|--|---|---|--|
| | | | | |
| Property, plant and equipment | 1,767.84 | (3.03) | - | 1,770.87 |
| Provisions for employee benefit | (36.02) | 11.78 | (39.88) | (64.12) |
| Total | 1,731.82 | 14.81 | (39.88) | 1,706.75 |

Movement of Deferred Tax for the year ended 31st March, 2024

| Particulars | Opening Balance as on 01 st April, 2023 | Recognised in Profit or loss (expense)/credit | Recognised in Other comprehensive income | (₹ in lakhs) Closing Balance as on 31 st March, 2024 |
|---------------------------------|--|---|---|--|
| | | | | |
| Property, plant and equipment | 1,785.99 | (18.15) | - | 1,767.84 |
| Provisions for employee benefit | (25.34) | 26.23 | (36.91) | (36.02) |
| Total | 1,760.65 | 8.08 | (36.91) | 1,731.82 |

45 Additional regulatory information required by Schedule III of Companies Act, 2013 of Bhansali Engineering Polymers Limited ("the Company") comprising its jointly controlled entity Bhansali Nippon A & L Private Limited together referred to as ("the Group")

45.1 Details of Benami property:

No proceeding have been initiated or are pending against the Group for holding any Benami property under the Benami Transaction (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

45.2 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:
 - i) directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - ii) provide any guarantee, security or the like or on behalf of the ultimate beneficiaries.
- (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:
 - i) directly or indirectly lend or invest in other person or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
 - ii) provide any guarantee, security or the like or on behalf of the ultimate beneficiaries.

45.3 Compliance with number of layers of companies:

The Group has complied with the number of layers prescribed under the Companies Act, 2013.

45.4 Compliance with approved scheme(s) of arrangements:

The Group has not entered into any scheme or arrangement which has an accounting impact on current or previous year.

45.5 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.

45.6 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.

45.7 Valuation of Property, Plant and Equipment:

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.

45.8 Willful Defaulter:

The Group is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.

45.9 Details of Transaction with Struck of Companies:

There are no Transactions with Struck of Companies during the Current and Previous Year.



46 Notes to these consolidated financial statements are intended to serve as a means of informative disclosure and a guide to better understanding of the consolidated position of the Group. Recognising this purpose, the Group has disclosed only such notes from the standalone financial statements, which fairly represent the needed disclosures.

47 The previous year figures have been regrouped/ reclassified, wherever necessary to confirm to the current year presentation. The accompanying notes are an integral part of the financial statements.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

For and on behalf of the Board of Directors**B. M. Bhansali**

Chairman & Managing Director

Rishabh Verdia

Partner

M. No. 400600

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai**Dated:** 26th April, 2025

UDIN NO : 25400600BMOASF3498

Place : Mumbai**Dated:** 26th April, 2025

FORM AOC - 1

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part “B”: Associates and Joint Ventures**Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

| | | |
|----|---|---|
| 1. | Name of Associates/Joint Ventures | Bhansali Nippon A&L Private Limited |
| 2. | Latest Audited Balance Sheet Date | 31 st March, 2025 |
| 3. | Shares of Associate/Joint Ventures held by the company on the year end | |
| | a. No. of Shares held | *11,28,000 (Eleven lakh Twenty Eight Equity Shares) |
| | b. Amount of Investment in Associates/Joint Venture | Rs.1,12,80,000 (Rupees One Crore Twelve Lakh Eighty Thousand) |
| | c. Extent of Holding (%) | 50 (Fifty) |
| 4. | Description of how there is significant influence | The Company holds 50% Equity Shares of the Joint Venture Company. As per the Joint Venture Agreement dated 11 th May, 2013, the Company has a right to appoint 50% of the Directors on the Board of the Joint Venture Company including its Chairman. |
| 5. | Reason why the Associate/Joint Venture is not consolidated | Not Applicable |
| 6. | Networth attributable to Shareholding as per latest audited Balance Sheet | 2,88,53,217 (50% share) |
| 7. | Profit for the year (FY 2024-25) | |
| | i. Considered in Consolidation | ₹ 00.00 lakh |
| | ii. Not Considered in Consolidation | Not Applicable |

* Out of aforesaid 11,28,000 Equity Shares, Bhansali International Pvt. Ltd. holds One Equity share as nominee shareholder of the Company.

| | | |
|----|--|------|
| 1. | Names of Associates or Joint Ventures which are yet to commence operations | None |
| 2. | Names of Associates or Joint Ventures which have been liquidated or sold during the year | None |

As the Company has no Subsidiary Company, 'Part A' is not applicable.

As per our report of even date attached

For and on behalf of

Azad Jain & Co

Chartered Accountants

F.R.No: 006251C

For and on behalf of the Board of Directors

B. M. Bhansali

Chairman & Managing Director

Rishabh Verdia

Partner

M. No. 400600

Jayesh B. Bhansali

Joint Managing Director cum CFO

Ashwin Patel

Company Secretary

Place : Mumbai

Dated : 26th April, 2025

UDIN NO : 25400600BMOASF3498

Place : Mumbai

Dated : 26th April, 2025



BHANSALI ENGINEERING POLYMERS LIMITED

CIN: L27100MH1984PLC032637

Regd. Off.: 301 & 302, 3rd Floor, Peninsula Heights, C. D. Barfiwala Road, Andheri (West), Mumbai 400 058.

Website: www.bhansaliabs.com | **Email:** investors@bhansaliabs.com **Tel:** +91 22 2621 6060-64 / 6910 6100

ATTENDANCE SLIP

41st Annual General Meeting – 20th September, 2025 at 11.00 am

| | |
|-----------------------------|--|
| Name of the Member(s) | |
| Registered Address | |
| DP ID & Client ID/Folio No. | |
| Nos. of Shares held | |

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the 40th Annual General Meeting of the Company on _____, 2025 at _____ am.

Signature of Member/Proxy

Note: Please fill in this attendance slip and hand it over at the entrance of the meeting hall.

ROUTE MAP

41st Annual General Meeting – 20th September, 2025 at 11.00 am

at Walchand Hirachand Hall, 4th Floor, Indian Merchants Chamber, IMC Road, Churchgate, Mumbai – 400 020





bhansali engineering polymers limited

CIN: L27100MH1984PLC032637

Regd. Off.: 301 & 302, 3rd Floor, Peninsula Heights, C. D. Barfiwala Road, Andheri (West), Mumbai 400 058.

Website: www.bhansaliabs.com | **Email:** investors@bhansaliabs.com

Tel: +91 22 2621 6060 / 6910 6100

[FORM NO. MGT-11] PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

| | |
|---------------------------------|--|
| Name of the Member(s): | |
| Registered Address: | |
| E-mail ID: | |
| Folio No./ DP ID and Client ID: | |

I/ We, being the member(s) of _____ shares of the above named Company, hereby appoint:

1. Name : _____
Address : _____

E-mail Id : _____

Signature : _____ or failing him/her

2. Name : _____
Address : _____

E-mail Id : _____

Signature : _____ or failing him/her

3. Name : _____
Address : _____

E-mail Id : _____

Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41st Annual General Meeting of the Company, to be held on Saturday, 20th September 2025 at 11:00 am at Walchand Hirachand Hall, 4th Floor, Indian Merchant Chambers, IMC Road, Churchgate, Mumbai - 400020 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Sr. no | Particulars of Resolutions |
|--------------------------|--|
| Ordinary Business | |
| 1. | Adoption of Annual Accounts: To receive, consider and adopt: a. Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March, 2025 together with the Report of the Board of Directors and Auditors thereon. b. Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2025 and the Report of Auditors thereon. |
| 2. | Declaration of dividend: a. To confirm the payment of Three Interim Dividends of Re. 1/- each (300%) for the Financial Year ended 31 st March, 2025. b. To declare Final Dividend of Re. 1/- (100 %) per Equity Share of Re. 1/- each fully paid up for the Financial Year ended 31 st March, 2025. |
| 3. | Re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), the retiring director To appoint a Director in place of Mr. Jayesh B. Bhansali (DIN: 01062853), who retires by rotation and being eligible, has offered himself for re-appointment. |
| Special Business | |
| 4. | Re-appointment of Mr. Jayesh B. Bhansali (DIN: 01062853) as an Joint Managing Director cum CFO of the Company for a further period of 5 years w.e.f. 1 st April, 2026 to 31 st March, 2031. |
| 5. | Ratification of remuneration payable to the Cost Auditors of the Company for the Financial Year 2025-26. |
| 6. | Appointment of Secretarial Auditor. |

Signed this _____ day of _____, 2025.

Signature of Shareholder : _____

Signature of Proxy holder(s) : _____

Affix
Revenue
Stamp

Notes : : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

SOME APPLICATIONS OF “OUR PRODUCTS”





bhansali ENGINEERING polymers limited

An ISO 9001:2015 Company