

Ref: MPL / SectI / BSE & NSE / E-2 & E-3 / 2025

25<sup>th</sup> August 2025

The Manager  
Listing Department  
BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building,  
P J Tower Dalal Street, Fort  
Mumbai - 400 001  
**Stock Code: 500268**

The Listing Department  
National Stock Exchange of India  
Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai - 400 051  
**Stock Code: MANALIPETC**

Dear Sir/Madam,

Sub: Notice of the 39<sup>th</sup> Annual General Meeting and Annual Report for the FY 2024-25

Ref: Our earlier Intimation dt. 11<sup>th</sup> August 2025

Pursuant to Regulation 34 (1) of the SEBI (LODR) Regulations, 2015, as amended, we submit the Annual Report for the financial year 2024-25 in pdf version (including therein the Notice of the Annual General Meeting to be held on 16-09-2025), which will be sent by e-mail today to the shareholders and other persons entitled to receive the same.

Physical copies will be sent to those Members who have requested. It may be noted that the Annual Report includes the Business Responsibility and Sustainability Report for the said financial year 2024-25.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

**For Manali Petrochemicals Limited**

G Sri Vignesh  
**Company Secretary**

Encl.: As above



**Factories :**

Plant - 1 : Ponneri High Road, Manali, Chennai - 600 068

Plant - 2 : Sathangadu Village, Manali, Chennai - 600 068

Phone : 044 - 2594 1025 Fax : 044 - 2594 1199

E-mail: [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com)





# **ANNUAL REPORT**

**2024 - 25**

**Manali Petrochemicals Limited**

## Financial Highlights\*

All amounts ₹ in Crore unless stated otherwise

| Details                     | IND AS           |         |         |         |         |         |         |         |                      | Previous GAAP        |
|-----------------------------|------------------|---------|---------|---------|---------|---------|---------|---------|----------------------|----------------------|
|                             | 2024-25          | 2023-24 | 2022-23 | 2021-22 | 2020-21 | 2019-20 | 2018-19 | 2017-18 | 2016-17 <sup>§</sup> | 2015-16 <sup>^</sup> |
| Net Revenue from operations | 897.12           | 1032.35 | 1177.09 | 1671.94 | 1024.48 | 803.05  | 810.25  | 765.36  | 698.85               | 579.04               |
| Other income                | 24.51            | 29.16   | 28.06   | 17.88   | 13.50   | 12.86   | 11.51   | 2.99    | 13.22                | 10.74                |
| Total Revenue               | 921.63           | 1061.51 | 1205.15 | 1689.81 | 1037.98 | 815.92  | 821.75  | 768.35  | 712.06               | 589.78               |
| EBIDTA                      | 82.80            | 73.81   | 102.37  | 546.64  | 314.32  | 82.05   | 110.10  | 99.98   | 73.22                | 77.40                |
| PBT                         | 42.05            | 33.35   | 69.97   | 510.58  | 267.84  | 54.21   | 113.50  | 87.80   | 61.24                | 69.00                |
| PAT                         | 29.31            | 19.21   | 50.67   | 381.08  | 201.23  | 46.66   | 76.59   | 57.90   | 39.56                | 47.95                |
| Total Comprehensive Income  | 45.67            | 30.24   | 56.94   | 376.28  | 211.63  | 73.63   | 73.63   | 57.56   | 39.61                |                      |
| Equity Capital              | 86.03            | 86.03   | 86.03   | 86.03   | 86.03   | 86.03   | 86.03   | 86.03   | 86.03                | 86.03                |
| Reserves & Surplus          | 1008.42          | 975.67  | 958.34  | 944.41  | 593.93  | 395.21  | 368.94  | 305.68  | 244.27               | 196.41               |
| Net Worth                   | 1094.45          | 1061.70 | 1044.37 | 1030.44 | 679.96  | 481.24  | 454.97  | 391.71  | 330.30               | 282.44               |
| Net Fixed Assets            | 288.86           | 245.26  | 237.19  | 211.24  | 201.81  | 215.03  | 203.51  | 198.08  | 183.64               | 120.89               |
| Face Value of share ₹       | 5.00             | 5.00    | 5.00    | 5.00    | 5.00    | 5.00    | 5.00    | 5.00    | 5.00                 | 5.00                 |
| Earnings per share ₹        | 1.70             | 1.12    | 2.95    | 22.16   | 11.70   | 2.71    | 4.45    | 3.37    | 2.30                 | 2.79                 |
| Dividend                    | 10% <sup>#</sup> | 15%     | 15%     | 50%     | 30%     | 15%     | 15%     | 10%     | 10%                  | 10%                  |
| Book value per share ₹      | 63.63            | 61.73   | 60.72   | 59.91   | 39.53   | 27.98   | 26.45   | 22.77   | 19.20                | 16.42                |
| EBIDTA/Net Revenue          | 9.23%            | 7.15%   | 8.70%   | 32.70%  | 30.68%  | 10.22%  | 13.59%  | 13.06%  | 10.48%               | 13.37%               |
| PBT/Net Revenue             | 4.69%            | 3.23%   | 5.94%   | 30.54%  | 26.14%  | 6.75%   | 14.01%  | 11.47%  | 8.76%                | 11.92%               |
| PAT/Net Revenue             | 3.27%            | 1.86%   | 4.31%   | 22.79%  | 19.64%  | 5.81%   | 9.45%   | 7.56%   | 5.66%                | 8.28%                |
| Return on Networth          | 2.68%            | 1.81%   | 4.85%   | 36.98%  | 29.59%  | 9.70%   | 16.83%  | 14.78%  | 11.98%               | 16.98%               |
| Return on Capital Employed  | 2.46%            | 1.68%   | 4.49%   | 34.47%  | 27.84%  | 8.74%   | 15.76%  | 13.89%  | 11.44%               | 16.69%               |

<sup>§</sup>Restated as per IND AS

<sup>#</sup>Subject to declaration at the AGM

<sup>^</sup>Only include MPL and AMCHEM Speciality Chemicals Private Limited, Singapore

\*The above information is on Consolised basis.

## Board of Directors\*

|                                                 |               |                                |
|-------------------------------------------------|---------------|--------------------------------|
| Ashwin C Muthiah                                | DIN: 00255679 | Chairman                       |
| Devaki Muthiah Chardon                          | DIN: 10073541 | Director                       |
| Hugo Chardon                                    | DIN: 10919071 | Director                       |
| Govindarajan Dattatreyan Sharma                 | DIN: 08060285 | Director                       |
| Lt. Col. (Retd.) Chatapuram Swaminathan Shankar | DIN: 08397818 | Director                       |
| Dr. N Sundaradevan, IAS (Retd.)                 | DIN: 00223399 | Director                       |
| Thanjavur Kanakaraj Arun                        | DIN: 02163427 | Director                       |
| Latha Ramanathan                                | DIN: 07099052 | Director                       |
| R Bhuvaneswari                                  | DIN: 06360681 | Director                       |
| R Chandrasekar                                  | DIN: 06374821 | MD & CEO - MPL Group           |
| G R Sridhar                                     | DIN: 10596912 | WTD (Head of Plant Operations) |

\*As on 11-08-2025

## Company Secretary

G Sri Vignesh

## Chief Financial Officer

K Lalitha

## Registered Office

SPIC HOUSE, 88 Mount Road

Guindy, Chennai 600 032

CIN: L24294TN1986PLC013087

Telefax: 044-2235 1098

Email: [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com)

Website: [www.manalipetro.com](http://www.manalipetro.com)

## Factories

### Plant - 1

Ponneri High Road, Manali, Chennai 600 068

### Plant - 2

Sathangadu Village, Manali, Chennai 600 068

## Registrar and Share Transfer Agent (RTA)

### Cameo Corporate Services Limited

Subramanian Building

1, Club House Road, Chennai 600 002

Phone: 044-28460390/28460394 & 28460718

Fax: 044-28460129, Online Investor Portal: [wisdom.cameoindia.com](http://wisdom.cameoindia.com)

## Auditors

### Brahmayya & Co.

Chartered Accountants

48, Masilamani Road

Balaji Nagar, Royapettah

Chennai - 600 014

## Cost Auditors

### M Krishnaswamy and Associates

Cost Accountants

Flat 1K, Ramaniyam Ganga

Door No. 27 to 30 First Avenue

Ashok Nagar, Chennai 600 083

## Secretarial Auditor

### B Chandra

Company Secretaries

AG 3, Navin's Ragamalika

26, Kumaran Colony Main Road

Vadapalani

Chennai - 600 026

## Internal Auditors

### Sundar Srini & Sridhar

Chartered Accountants

First Floor, 9, Rajamannar Street,

Chennai - 600 017

## Bankers

HDFC Bank Limited

IDBI Bank Limited

Yes Bank Limited

## Vision & Mission

*To continuously enhance our customer centric approach towards product customization and to upgrade safety and environmental standards for the betterment of the community at large.*

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## Notice to Shareholders

**NOTICE** is hereby given that the 39<sup>th</sup> Annual General Meeting of the Company will be held at 02.00 PM (IST) on Tuesday, the 16<sup>th</sup> September 2025, through Video Conferencing/Other Audio-Visual Means (OAVM) to transact the following items of business.

### ORDINARY BUSINESS

1. **To receive, consider and adopt the Financial Statements of the Company and other Reports for the year ended 31<sup>st</sup> March 2025 by passing the following as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to Section 129 and other applicable provisions, if any, of the Companies Act, 2013, the Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March 2025 and the Reports of the Board of Directors and the Auditors thereon and the Report of the Secretarial Auditor are received, considered and adopted.

2. **To declare a dividend by passing the following as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to the recommendation of the Board of Directors, a dividend of fifty paise per equity share on 17,19,99,229 Equity Shares of ₹ 5/- each, absorbing ₹ 8.60 crore (Rupees eight crore sixty lakh only), subject to rounding off, is declared out of the accumulated profits, for the year ended 31<sup>st</sup> March 2025 and the same be paid:

- i. In respect of shares held in physical form, to those Members whose names appear on the Register of Members on 16<sup>th</sup> September 2025; and
- ii. In respect of shares held in electronic form, to those Members whose names appear in the list of Beneficial Owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Depositories, as at the end of business hours on 8<sup>th</sup> September 2025.

3. **To re-appoint Ms. Devaki Muthiah Chardon (DIN: 10073541) who retires by rotation and being eligible offers herself for re-appointment as a Director, by passing the following as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and the Articles of Association of the Company, Ms. Devaki Muthiah Chardon (DIN: 10073541), a Director retiring by rotation being eligible and offering for re-election, is re-appointed as a Director of the Company, liable to retire by rotation.

### SPECIAL BUSINESS

4. **To ratify the remuneration to the Cost Auditors for the year 2025-26 by passing the following as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹ 3,00,000/- (Rupees Three lakh only) plus applicable taxes and reimbursement of out-of-pocket expenses to Mr. L Thriyambak, Practicing Cost Accountant, Chennai, Cost Auditor of the Company for the year 2025-26 is ratified.

5. **To accord prior approval for the transactions with Tamilnadu Petroproducts Limited by passing the following as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and based on the recommendation of Audit Committee, approval is accorded for transactions with Tamilnadu Petroproducts Limited during the period of twelve months from 01-10-2025 to 30-09-2026 for purchase and sale of goods and services and other transactions for aggregate value upto ₹ 300 crore (Rupees Three Hundred Crore) excluding applicable taxes.

**6. To approve the appointment of M/s. B. Chandra & Associates, Practicing Company Secretaries, Chennai as the Secretarial Auditors of the Company by passing the following as an Ordinary Resolution:**

**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of Board of Directors, the approval of the members is hereby accorded for the appointment of M/s. B. Chandra & Associates, Practicing Company Secretaries, Chennai (Firm Regn No. P2017065700), as the Secretarial Auditors of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 at such remuneration, plus applicable taxes, other out-of-pocket expenses and other terms as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

**7. To approve the payment of remuneration to the Non-Executive Directors for Financial Year 2024-25 by passing the following as a Special Resolution:**

**RESOLVED THAT**

- a. Pursuant to Section 197 and other applicable provisions, if any, of the Companies Act, 2013, (the Act), read with Schedule V, the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force) Regulation 17(6) and other applicable Regulations, if any of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Article 91 (c) of the Articles of Association of the Company and subject to such other approvals as may be required, sanction is accorded for payment of remuneration to the Non-Executive Directors of the Company for the Financial Year 2024-25 as detailed below, subject to taxes:

| S. No | Name of Director                    | Amount in ₹      |
|-------|-------------------------------------|------------------|
| 1     | Mr. Ashwin C Muthiah                | 5,00,000         |
| 2     | Ms. Devaki Muthiah Chardon          | 5,00,000         |
| 3     | Mr. Hugo Chardon                    | 2,00,000         |
| 4     | Mr. G D Sharma                      | 5,00,000         |
| 5     | Dr. N Sundaradevan, IAS (Retd)      | 5,00,000         |
| 6     | Lt. Col. (Retd.) C S Shankar        | 5,00,000         |
| 7     | Mr. T K Arun                        | 5,00,000         |
| 8     | Ms. Latha Ramanathan                | 3,00,000         |
| 9     | Mr. M S Niranjhan                   | 1,00,000         |
| 10    | Ms. R Bhuvaneswari*                 | 3,00,000         |
| 11    | Mr. G Chellakrishna <sup>#</sup>    | 1,00,000         |
| 12    | Ms. Sashikala Srikanth <sup>#</sup> | 2,00,000         |
|       | <b>Total Remuneration</b>           | <b>42,00,000</b> |

\*Payable to TIDCO

<sup>#</sup> Ceased to be directors of the Company with effect from close of business hours of 12<sup>th</sup> August 2024 consequent to completion of their second tenure as Independent Directors.

- b. The Board of Directors of the Company (hereinafter called “the Board” which term shall be deemed to include any Committees, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), is authorized to take such further actions as may be required for giving effect to the above proposal, which shall include the power to settle all or any matter, issue or question arising out of or in relation to or incidental to the aforesaid proposal and to do all other acts, deeds, matters and things as, the Board in its absolute discretion decide and as may be necessary, expedient or desirable in this regard.

11.08.2025

**Registered Office:**

SPIC House,  
88, Mount Road, Guindy, Chennai - 600 032

By Order of the Board  
For **Manali Petrochemicals Limited**  
G Sri Vignesh  
**Company Secretary**

## ANNEXURE TO NOTICE EXPLANATORY STATEMENT

### **Special Business: Item No. 4**

The Board of Directors of the Company, based on the recommendation of the Audit Committee, at their meeting held on 11<sup>th</sup> August 2025 had approved the appointment of Mr. L Thriyambak, Practicing Cost Accountant, Chennai as the Cost Auditor of the Company for the year 2025-26 to conduct the audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2026 at a remuneration of ₹ 3 Lakh (Rupees Three Lakh only) plus payment of applicable taxes and reimbursement of out-of-pocket expenses incurred by him in connection with the aforesaid audit.

In terms of the provisions of Section 148(3) of the Act read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the Members of the Company are required to ratify the remuneration proposed to be paid to the Cost Auditor. Accordingly, Board recommends an ordinary resolution under Item No.4 for consideration and approval of the Members.

None of the directors or Key Managerial Personnel of the Company or their relatives are interested or concerned financially or otherwise in the above resolution.

### **Special Business: Item No. 5**

The Company has been having transactions with Tamilnadu Petroproducts Limited (TPL) for more than 3 decades for purchase/sale of various goods/services. In addition to the other products/services which were being sourced since inception, MPL has been purchasing Propylene Oxide from TPL since 2017-18 for its derivative plants.

Though not a Related Party within the meaning of the Act, TPL, being a joint venture of entities of which the Company is an Associate viz., Southern Petrochemical Industries Corporation Limited (SPIC) and Tamilnadu Industrial Development Corporation Limited (TIDCO), had been identified as a Related Party of the Company under IndAS-24 and so the requirements relating to transactions with Related Parties under the Listing Regulations, 2015 are being complied with. The transactions with TPL have always been in the ordinary course of business at arm's length basis and would continue to be so aligned to the extant market conditions and prevailing terms of sale/purchase of the relevant goods and services.

It is essential for the Company to continue the transactions with TPL as it has been one of the major suppliers of the essential raw materials to the Company for more than 3 decades.

In terms of the relevant Policy of the Company read with Regulation 23 of the Listing Regulations, 2015 the transactions with Related Parties would be deemed material if they are more than 10% of the consolidated turnover of the Company in the preceding year. In this connection, it has been estimated that the transactions with TPL would continue to be material as per the aforesaid policy.

Pursuant to the amended provisions of Regulation 23(4) of the SEBI Listing Regulations, 2015 effective from 1-4-2022 all material related party transactions shall require prior approval of the members other than the Related Parties by an ordinary resolution. Accordingly, prior approval of the Members was obtained during earlier years and also at the last Annual General Meeting of the Company held on 18<sup>th</sup> September 2024 for transactions with TPL aggregating to ₹425 crore excluding taxes and duties for the period 01-10-2024 to 30-09-2025.

As mentioned earlier it is expected that the transactions with TPL will continue to be material for the purpose of Regulation 23 read with the Policy of the Company. Also, it would be essential for the Company to deal with TPL for its raw material requirements and also provide them feedstock to ensure cost effectiveness.

As required under Regulation 23 of the Listing Regulations, the Audit Committee at the meeting held on 11<sup>th</sup> August, 2025 accorded its prior approval for transactions with TPL during the period from 01-10-2025 to 30-09-2026, upto ₹ 300 crore excluding applicable taxes and duties; which is about 33% of consolidated turnover as per the last Audited Financial Statements. In terms of SEBI's Circular dated 22-11-2021 all the required information, viz., the name of the Party, nature of relationship, details of the proposed transactions, tenure and justification as detailed above were submitted to the Audit Committee for consideration and the same was approved.

Accordingly, the Board recommends an Ordinary Resolution under Item No.5 for consideration and approval of the members. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or in any way interested in the aforementioned proposal.

#### **Special Business: Item No. 6**

The Board at its meeting held on 11<sup>th</sup> August 2025, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s. B. Chandra & Associates, Practicing Company Secretaries, Chennai (referred as “BCA”), a peer reviewed firm (Firm Registration Number: P2017065700) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated 12<sup>th</sup> December 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

BCA is a renowned practicing company secretaries firm with more than fifteen years of experience in the secretarial practice committed in delivery of professional services in the areas of Corporate Laws, Securities Laws, Industrial & labour Laws etc. BCA have handled various assignments with expertise including Secretarial Audits, various types of Due Diligence exercises, Restructuring of companies, FEMA compliances, various Compliance Audits etc.

BCA have confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by BCA as Secretarial Auditors is within the purview of the said regulation read with SEBI Circular no. SEBI/ HO/CFD/CFD-PoD-2/ CIR/P/2024/185 dated 31<sup>st</sup> December 2024.

It is proposed to pay a remuneration of ₹ 2.25 lakh per annum (excluding applicable taxes and out of pocket expenses) to M/s. B. Chandra & Associates for conducting secretarial audit for the FY 2025-26. The remuneration for the remaining years will be as mutually decided between the Board and the Secretarial Auditors.

Accordingly, the Board recommends an Ordinary Resolution under Item No.6 for consideration and approval of the members.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or in any way interested in the aforementioned proposal.

#### **Special Business: Item No. 7**

The Non-Executive Directors (NEDs) of the Company possess diverse knowledge and have rich experience in their respective areas of expertise. They provide critical and strategic advice on various matters, and the Company is immensely benefitted from their continued guidance. For the FY 2024-25 they were only paid sitting fees for the Board meetings, which do not commensurate with their contributions to the Company. So, it has been proposed that they be paid remuneration over and above the sitting fees, as set out in the resolution. In terms of the Remuneration Policy of the Company, the remuneration covered under Item No 7 has been recommended by the Nomination & Remuneration Committee and approved by the Board at their respective meetings held on 13<sup>th</sup> May 2025.

As per Article 91 (c) of the Articles of Association of the Company and subject to the provisions of the Act, the Company in General Meeting may by special resolution sanction and pay to the Directors, other than executive directors, in addition to the sitting fees for attending the meetings of the Board or Committees thereof, a remuneration not exceeding such percentage of the net profits of the Company calculated in accordance with the provisions of the Act. The said amount of remuneration shall be paid to all or any such Director(s) of the Company who held office as Non-Executive Director at any time during the financial year in respect of which such remuneration is paid in such proportion or manner as prescribed under the Act or as determined by the Board. It may be noted that the proposed remuneration of ₹ 42 Lakh is in line with

the limits prescribed under part II schedule V. Under Regulation 17 of the SEBI Listing Regulations, 2015, any fee or other payments to NEDs are to be determined by the Board and requires approval of Members of the Company.

Accordingly, the Board recommends Special Resolution under Item No.7 for consideration and approval of the members. The Board recommends the resolution for the consideration of the Members. Except the Non-Executive Directors and their relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives are deemed to be concerned or interested financially or otherwise in the above proposal.

11.08.2025

**Registered Office:**

SPIC House,  
88, Mount Road, Guindy, Chennai - 600 032

By Order of the Board  
For **Manali Petrochemicals Limited**  
G Sri Vignesh  
**Company Secretary**

## INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE-APPOINTED AT THE 39<sup>TH</sup> AGM

### Item 3

#### **Brief profiles of Ms. Devaki Muthiah Chardon (DIN: 10073541) as on 11<sup>th</sup> August 2025.**

Ms. Devaki is first of the fourth generation of the Founder's family. She holds a Master of Arts in Business Management from the University of Edinburgh. Previously, she served as a Senior Analyst at an Independent Investment Management Firm in London providing investment advisory services. Currently serving on the Boards of Tuticorin Alkali Chemicals and Fertilisers Limited, Sicagen India Limited, Greenstar Fertilizers Limited and Southern Petrochemical Industries Corporation Limited. She also Chairs the Board of overseas subsidiaries of MPL. As part of joining the group, aims to drive strategic growth plans across Singapore, India and the UK to accelerate its future-readiness. She works alongside the professional leadership team to grow the global footprint of various group businesses. She is committed towards the organisation's goal of attracting, developing, engaging, and retaining the best talents. Terms and conditions of Appointment: Non-Executive Director liable to retire by rotation.

#### **Disclosures:**

- i. Date of Birth: 21.06.1995;
- ii. Details of Remuneration: Sitting fees of ₹5.00 lakhs paid for Board Meetings attended during FY 2024-25;
- iii. Remuneration last drawn: ₹5.00 lakh towards sitting fees;
- iv. Date of first appointment on the Board: 25<sup>th</sup> May 2023;
- v. Disclosure of relationships between directors inter-se and with other Key Managerial Personnel of the Company: Ms. Devaki Muthiah Chardon is relative of Mr. Ashwin C Muthiah, Chairman of the Company and Mr. Hugo Chardon, Non-executive Director;
- vi. Number of Meetings of the Board attended during the year : five (5);
- vii. Name of listed entities / other companies in which the person so holds the directorship and the membership of Committees of the Board : Directorship in Listed entities: (i) Tuticorin Alkali Chemicals and Fertilizers Limited (ii) Sicagen India Limited (iii) Southern Petrochemical Industries Corporation Limited.
- viii. Directorship in other companies - Directorships (i) Greenstar Fertilizers Limited.
- ix. Membership of Committees of the Board:
  - a. Manali Petrochemicals Limited – Nil
  - b. Southern Petrochemical Industries Corporation Limited – Corporate Social Responsibility Committee and Stakeholders Relationship Committee
  - c. Greenstar Fertilizers - Corporate Social Responsibility Committee
- x. Listed entities from which the person has resigned in the past three years: Nil;
- xi. Shareholding in the Company: Nil

## IMPORTANT NOTES

### Statutory information:

1. The Register of Members and the Share Transfer books of the Company will remain closed from 9<sup>th</sup> September 2025 to 16<sup>th</sup> September 2025 (both days inclusive) in connection with the Annual General Meeting (AGM) and payment of dividend.
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), annexed to the Notice which may also be deemed as the disclosure under Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
3. Particulars of the Director seeking re-appointment at the Annual General Meeting is furnished above to form an integral part of the Notice. The Director has furnished the requisite declaration for her re-appointment.

### Meeting through Video Conferencing/Other Audio-Visual Means (OAVM)

4. Pursuant to General Circular No. 09/2024 dated 19<sup>th</sup> September 2024 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October 2024 issued by the Securities and Exchange Board of India, the 39<sup>th</sup> AGM will be held through Video Conferencing/ Other Audio Visual Means.
5. In terms of the above Circulars, there is no provision for appointment of proxies for the meeting. However, in pursuance of Section 112 and Section 113 of the Act, representatives of bodies corporate can attend the AGM through VC/OAVM and cast their votes through e-Voting.
6. **For participating in the meeting through the VC/OAVM please see the guidance in Page No. 14.**
7. Members desirous of speaking at the meeting may register through the web portal of the Registrar & Transfer Agent M/s Cameo Corporate Services Limited using the web-link: <https://investors.cameoindia.com>.
8. The above facility for participant registration will be open from 9:00 AM (IST) on Monday, 8<sup>th</sup> September 2025 to 5:00 PM (IST) on Friday, 12<sup>th</sup> September 2025. It may please be noted that there will be no option for spot registration or through any other mode. **Only those shareholders who have registered through the above process will be able to speak at the meeting.**
9. Members who do not wish to speak during the AGM but have queries may send their queries on or before Friday, 12<sup>th</sup> September 2025, 05:00 PM (IST) by email to [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com) mentioning their name, demat account number/folio number and mobile number. These queries will be responded to by the Company suitably.

### Dispatch of Annual Report 2024-25 and Notice of the 39<sup>th</sup> AGM

10. Electronic copy of the Annual Report for the year 2024-25 and the Notice of the 39<sup>th</sup> AGM are being sent to the Members whose E-mail IDs are registered with the Company and for persons holding shares in demat form as per the information provided by the Depositories. Printed copies will be provided to those who have made a specific request in writing to the Company or RTA.
11. Annual Report and the Notice of the AGM are available on the Company's website viz., [www.manalipetro.com](http://www.manalipetro.com). The AGM Notice is also disseminated on the website of CDSL (the agency for providing the remote e-Voting facility and e-Voting system during the AGM) [www.evotingindia.com](http://www.evotingindia.com).

### Facility for Remote e-Voting and Voting during the meeting

12. Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, read with Section 108 of the Act, and the relevant Rules, the Company has entered into an arrangement with the Central Depository Services (India) Limited (CDSL) to facilitate the Members to exercise their right to vote at the Annual General Meeting by electronic means. The detailed process for participating in the said e-Voting is furnished in Page No. 14.

13. A person who has participated in e-Voting is not debarred from participating in the meeting though he shall not be able to vote during the meeting again and his earlier vote cast electronically shall be treated as final. As per Rule 20 of the Companies (Management & Administration) Rules, 2014, facility for voting will be made available during the meeting and Members who have not cast their vote by remote e-Voting shall be able to exercise their rights at the meeting which would also be through electronic means.

#### **Payment of dividend and withholding tax thereon**

14. The dividend for the year 2024-25 upon declaration at the AGM, would be paid within the stipulated time as below:
- In respect of shares held in physical form to those Members whose names appear on the Register of Members on Tuesday, 16<sup>th</sup> September 2025; and
  - In respect of shares held in electronic form, to those Members whose names appear in the list of Beneficial Owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Depositories, as at the end of business hours on Monday, 8<sup>th</sup> September 2025
15. Dividends are taxable in the hands of the recipient from 1<sup>st</sup> April 2020. The Company is required to deduct tax at source from dividend. Accordingly, dividend would be paid net of TDS @ 20% if the Member has not provided his/her valid PAN and @ 10% in other cases.
16. Tax Deduction would be PAN based and so in the case of multiple holding by the same first named person, dividend amount would be aggregated for determining the rate of TDS.
17. If the Member
- Is a resident individual and the amount of dividend does not exceed ₹ 10,000 or furnishes a declaration in Form 15G/15H, no tax will be deducted.
  - Is a Non-Resident or Foreign Institutional Investor or a Foreign Portfolio Investor, tax deduction would be @ 20%.
  - Is other than (a) or (b) above, tax would be deducted irrespective of the amount @ 10% or as the case may be 20%, in the absence of a valid PAN.
  - In addition to the above, surcharge and cess as applicable will be deducted on payment of dividend to non-residents/foreign entities.
  - Resident shareholders may also submit certificate under Section 197 of the Income Tax Act, 1961, issued by the concerned authority for no or lower deduction of tax, as mentioned below.
  - Non-Resident Shareholders, including foreign companies and institutional investors like FIIs, FPIs, etc., if eligible can avail lower withholding taxes under the Double Taxation Avoidance Agreements by submitting the necessary documents such as Tax Residency Certificate, Form 10F and other declarations specified in the relevant Rules.
18. The aforesaid forms and declarations may be provided through the Web-portal of the RTA <https://Investors.cameoindia.com>. It may please be noted that physical copies of the Forms will not be acceptable and so Members may provide the declaration only electronically.
19. As per SEBI guidelines, dividend is to be paid only through electronic mode into the bank account of the shareholder as per the details furnished by the Depositories. Warrants will not be issued for FY 2024-25.

#### **Unpaid/Unclaimed Dividend**

20. As per Section 125 of the Act, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company has, accordingly, transferred ₹ 62,03,755/- being the unpaid and unclaimed dividend amount pertaining to the year 2016-17 to the IEPF on 23<sup>rd</sup> September 2024. The details of such transfer are available on the website of the Company.

21. Pursuant to Section 124(6) of the Act, during the year 6,09,541 equity shares relating the unpaid/unclaimed dividends for the year 2016-17 were transferred to the IEPF.
22. The details of unpaid dividend relating to the years 2017-18 to 2022-23 as on 18<sup>th</sup> September 2024 being the date of the last AGM is available in the website of the Company [www.manalipetro.com](http://www.manalipetro.com). The updated details of unpaid dividend as on the date of the ensuing AGM relating to the years 2017-18 to 2023-24 will be uploaded on the Website of the Company in due course.
23. Dividend for the year 2017-18 remaining unclaimed and unpaid will be transferred to IEPF during end of August 2025 in line with IEPF Rules.  
In addition to the dividend, the related shares would also be transferred to the IEPF, if the shareholder has not encashed any dividend during a period of seven consecutive years, for which notices have been sent to the concerned individuals and through newspaper advertisements. Shareholders are requested to lodge their claims for unpaid dividend with the RTA immediately to avoid transfer of the dividend and the shares to the IEPF.
24. As per the extant law, the shareholders are entitled to claim the unpaid dividends and the equity shares transferred to the IEPF for which they are required to submit the request online in Form IEPF-5.

The procedure for making the claims is available on the websites of the Company and also the IEPF.

#### **General**

25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member promptly. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and verified.
26. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the RTA through the web-link: <https://investors.cameoindia.com>.
27. SEBI vide Circular dated 20-04-2018 has mandated to collect copy of PAN and Bank account details from Members holding shares in physical form. Accordingly in July 2018 individual letters were sent to those shareholders whose PAN and Bank account details were not available with the Company followed by two reminders. In spite of this, many shareholders have not come forward to provide the information. Such shareholders are requested to provide the information at the earliest to the Company/RTA. As per the said Circular the shareholders who have not furnished the information have been placed under “enhanced watch” and so their requests relating to their holdings will be processed subject to enhanced due diligence.
28. Pursuant to proviso to Regulation 40(1) of the Regulations, effective from 1<sup>st</sup> April 2019 transfer of securities other than transmission or transposition of names are not to be processed by the Company in physical form. So, shareholders desirous of transferring their shares are requested to dematerialize their holdings.
29. Members may avail nomination facility in respect of their holdings. Those holding shares in physical form may download the form available on the website of the Company and submit the same to the RTA. Those holding shares in demat form may approach their DP for registering the nominations.
30. The documents and information to be made available for inspection by the Members during the AGM will be provided electronically through the e-Voting facility of CDSL.
31. Pursuant to SEBI's Circulars dated 03-11-2021, 14-12-2021, 16-03-2024 and 10-06-2024, it shall be mandatory for all the holders of physical securities to furnish PAN, Nomination, contact details, bank account details and specimen signatures to the RTA. For this purpose, SEBI has prescribed Form ISR-1, 2 and 3 which are available on the websites of the Company and the RTA.

In this connection SEBI has stipulated that dividend if any on such shares would be paid only in electronic mode with effect from 01-04-2024, and only an intimation would be sent to the shareholders who have not complied with the requirement.

***In this connection individual notices have been sent to the shareholders to submit the documents in the prescribed forms. It is requested that the specified documents/information are furnished early to avoid the above consequences.***

## **GUIDANCE TO MEMBERS/SHAREHOLDERS FOR REMOTE E-VOTING**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting i.e., from 1.45 PM (IST) to 2.15 PM (IST) by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.manalipetro.com](http://www.manalipetro.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to the Ministry's General Circulars Nos. 20/2020, 02/2022, 10/2022, 09/2023 and 09/2024 dated 05.05.2020, 05.05.2022, 28.12.2022, 25.09.2023 and 19.09.2024 respectively and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2024 or 2025, to conduct their AGMs through VC or OAVM on or before 30<sup>th</sup> September, 2025 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

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

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

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

- (i) The voting period begins on Thursday at 9.00 AM (IST) on 11<sup>th</sup> September 2025 and ends on Monday at 5.00 PM (IST) on 15<sup>th</sup> September 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, 9<sup>th</sup> September 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at virtual meeting.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Pursuant to abovesaid SEBI Circular, Login method for **e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders                                                                 | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b> | <ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> </ol> |

| Type of shareholders                                                                 | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                      | <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |

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

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

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

| Login type                                                                | Helpdesk details                                                                                                                                                                                                            |
|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.: 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-48867000 and 022-24997000            |

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

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

|            | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>                                                                                                                                                                                                                                                                             |
|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>PAN</b> | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |

|                                                     | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>                                                                                                                                                                                                                                                                   |
|-----------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Dividend Bank Details <b>OR</b> Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul> |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer [bchandraassociates@gmail.com](mailto:bchandraassociates@gmail.com) and to the Company at the email address viz. [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request between 9:00 AM (IST) on Monday, 8<sup>th</sup> September 2025 to 5:00 PM (IST) on Friday, 12<sup>th</sup> September 2025 mentioning their name, demat account number/folio number, email id, mobile number at [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com) (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance on or before Friday, 12<sup>th</sup> September 2025 mentioning their name, demat account number/folio number, email id, mobile number at company email id. These queries will be replied to by the company suitably.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**.
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an e-mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 099 11

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 099 11.

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## Directors' Report and Management Discussion & Analysis Report to the Shareholders

The Directors present their 39<sup>th</sup> Annual Report on the business and operations of your Company and the Audited Financial Statements for the year ended 31<sup>st</sup> March 2025.

### Financial Results

The highlights of the financial results for the year are given below:

(₹ in crore)

| Description                       | Standalone    |         | Consolidated  |          |
|-----------------------------------|---------------|---------|---------------|----------|
|                                   | 2024-25       | 2023-24 | 2024-25       | 2023-24  |
| Total Income                      | <b>669.27</b> | 822.06  | <b>921.63</b> | 1,061.51 |
| Interest                          | <b>9.33</b>   | 8.03    | <b>10.45</b>  | 9.60     |
| Depreciation                      | <b>23.59</b>  | 21.27   | <b>27.09</b>  | 25.32    |
| <b>Profit Before Tax</b>          | <b>(9.77)</b> | (7.58)  | <b>42.05</b>  | 33.35    |
| Provision for Taxation            | <b>(1.03)</b> | 1.67    | <b>12.74</b>  | 14.14    |
| <b>(Loss)/Profit After Tax</b>    | <b>(8.74)</b> | (9.25)  | <b>29.31</b>  | 19.21    |
| <b>Total Comprehensive Income</b> | <b>(8.87)</b> | (9.47)  | <b>45.66</b>  | 30.25    |

### Operational Highlights

During the financial year, your Company reported a total income of ₹ 669 crore, reflecting a decline of approximately 18% compared to the ₹ 822 crore recorded in the previous financial year (FY 2023–24).

This downturn was primarily driven by challenging market conditions, which remained unfavourable throughout the year. A major factor contributing to the decline was the significant surge in cheaper imports throughout the year, which adversely impacted the competitive landscape. This influx of low-cost import material availability led to a sharp erosion in sales volumes and revenue realization, putting pressure on margins and overall profitability.

Despite these headwinds, your Company remained focused on operational efficiency, cost optimization and strategic customer engagement to navigate the volatile business environment. During the year under review, the sales volume of Propylene Glycol (PG) remained largely consistent with the levels achieved in the previous financial year, reflecting stable demand in its core end-use sectors such as pharmaceuticals, food, and personal care.

In contrast, sales volume and value of Slabstock Polyol witnessed a notable decline, which adversely affected the overall revenue performance. This dip was attributed to a combination of market-specific factors, including intensified price competition due to the influx of low-cost imports and volatility in raw material prices, which impacted pricing dynamics and customer procurement behaviour.

These factors collectively exerted pressure on margins and contributed to the overall decline in topline revenue, despite steady performance in the PG segment.

### Capital Investments and Project Progress

During the year, the Company made total additions to fixed assets amounting to ₹ 15.99 crore, with most of the capital expenditure directed towards the procurement and installation of plant and equipment aimed at enhancing operational capabilities and capacity.

A significant portion of this investment was utilized towards Propylene Glycol (PG) expansion project, which has now reached the final stages of commissioning. The expanded PG facility was inaugurated on 16<sup>th</sup> July 2025 and also received Consent to Operate from the Tamil Nadu Pollution Control Board (TNPCB). This expansion is poised to significantly strengthen the Company's market position by increasing production capacity and improving supply reliability for key customers across industries.

### Update on New manufacturing facility in western India

As part of long-term sustainable growth strategy, your Company is in the process of establishing a new manufacturing facility in the western region of India to expand its geographic footprint and enhance supply chain efficiency.

A strategically located land parcel measuring 40,000 square meters has been acquired at the Saykha Industrial Estate, which has been developed by the Gujarat Industrial Development Corporation (GIDC) to support large-scale industrial projects.

The final land transfer order has been successfully obtained in the name of the Company marking, a key milestone in the project development phase.

The previous Environmental Clearance (EC) held by the earlier land allottee has been formally surrendered and approved by the State Environment Impact Assessment Authority (SEIAA), Gandhinagar. Building on this, your Company is now actively progressing towards securing a fresh Environmental Clearance (EC) and Consent to Establish (CTE) for its proposed facility.

In parallel, your Company is coordinating with various regulatory and statutory bodies to obtain all required permissions and approvals as applicable to ensure the timely execution and commissioning of the project in accordance with compliance norms and sustainability objectives.

### Financial Review

During the Financial Year 2024-25, the finance cost has increased to ₹ 9.33 crore from ₹ 8.03 crore in FY 2023-24. The finance cost on lease increased from ₹ 6.89 crore in FY 2023-24 to ₹ 7.13 crore in FY 2024-25. The actual interest and related payout for the year was only ₹ 2.19 crore against ₹ 1.15 crore in previous year.

The capital expenditure for projects including for the PG expansion Project are being/will be met from internal sources/borrowing from banks. During the Financial Year, the Company has been sanctioned with a term loan facility of ₹ 50 crore out of which the company has availed ₹ 20 crore as at 31<sup>st</sup> March 2025.

### Credit Rating

During December 2024, Care Ratings Limited assigned and re-affirmed the ratings for banking facilities aggregating to ₹ 125 crore. For long term bank facilities of ₹ 75 crore, the rating has been assigned and reaffirmed at CARE A+; Stable (Single A Plus; Outlook: Stable) and CARE A+; Stable / CARE A1+ (A One Plus) for short-term bank facilities of ₹ 50 crore.

### Dividend

Your Company has a consistent dividend track record of 19 years till the last year and follows a consistent dividend policy to ensure that dividend payments are sustained even when the earnings are relatively lower. In this regard, parameters for distribution of dividend have been outlined in the Dividend Distribution Policy approved by the Board, pursuant to Regulation 43A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended ("the Regulations"). The policy can be accessed on the website of the Company in the link: <https://www.manalipetro.com/investors/policies/>

As regards the distribution for the year under review, to determine the amount that could be paid out to the shareholders as dividend, the Directors have followed the guidelines enumerated in the said policy and also considered other relevant factors, such as profitability of the relevant financial year, plans for long term deployment of the funds:

- including projects under implementation, drastic changes in the domestic and global market scenario.
- throwing up questions on the sustenance of the sales, pricing and higher margins and similar facts.

Considering all these developments, your Directors are happy to recommend a dividend of 10% i.e., fifty paise per equity share of ₹ 5/- each fully paid-up, for the financial year 2024-25, aggregating to ₹ 8.60 crore, subject to applicable withholding tax.

### Industry Structure and Development

Your Company operates in the Polyurethanes (PU) industry. PU is a class of polymer characterized by carbamate or urethane linkages in their molecular structure. They are typically formed by the chemical reaction of polyol and isocyanates. Although the materials with urethane linkages are classified as Polyurethanes; by varying the structure of polyols and isocyanates a wide array of material can be synthesized from a big spectrum of properties. Polyols are typically any polymer that has two or more hydroxyl groups in the end. This allows to design polymers with different back bones like polyether, polyester, polycarbonate, hydrocarbons and many more polymer materials with terminal

hydroxyl group can be used as polyols in making polyurethanes. Similarly, there is design freedom on the isocyanate as well as we can choose from aliphatic, aromatic and even prepolymers with terminal isocyanate groups can be used to make polyurethanes. This tunability in the chemistry allows the manufacturers to engineer materials that are very soft to very hard structural material that can compete with steel. Hence polyurethane finds application in various areas like rigid insulation panels, composite structural materials, engineering elastomers, pillows, beddings, and visco-elastic memory foams any many more areas.

Due to its diverse properties and forms, PU finds applications in rigid and flexible foams, fibres, films, composites, elastomers coatings, and adhesives. It serves a broad range of industries, including automotive, appliances, building and construction, energy, defence, paints and coatings, and soft furniture.

PU is used across numerous consumer and industrial applications, including thermal insulation in buildings, refrigerators, household furniture, footwear, and packaging materials. It offers unique properties such as abrasion and wear resistance, elongation, resilience, flexibility, scratch resistance, mechanical strength, adhesion, and both thermal and electrical insulation. These properties enable PU to be moulded into various shapes, enhancing its industrial applications by providing comfort, style, and functionality.

The global PU market is experiencing steady growth, driven by demand across multiple industries including construction, automotive, furniture, electronics, and packaging. According to recent market research reports, the global PU market is projected to grow from approximately USD 87 billion in 2023 to USD 114 billion by 2030, achieving a CAGR of about 5% during this period.

In contrast, India's PU market is experiencing significantly faster expansion. Currently valued at around USD 5 billion, the Indian PU market is expected to nearly double to USD 9 billion by 2030, reflecting a CAGR of approximately 9.4%. This growth rate is nearly twice the global average, positioning India as a key strategic market for both domestic and international PU manufacturers.

One critical indicator of this untapped potential is per capita PU consumption. In India, per capita usage

ranges from 500 grams to 1 kilogram, substantially lower than the global average of 7 to 8 kilograms per person. This wide gap illustrates the considerable headroom for growth in India, especially as economic development, industrialization, and lifestyle evolution continue to expand.

Additionally, the increasing demand for high-performance, lightweight interior components and cushion foams in automotive parts for energy savings further drives the expansion of the polyurethane market.

### **Products of MPL**

Your Company specializes in the manufacture of Propylene Glycol, Polyether Polyol, Polyester Polyols and related polymers. It is the sole domestic producer of Propylene Glycol and the first and largest Indian manufacturer of Propylene Oxide, a vital raw material in the synthesis of both PG, Polyols and its derivative products.

#### Propylene Glycol (PG):

A versatile material with wide industrial application, is produced by reacting Propylene oxide molecules with water. This reaction gives predominantly PG along with Di Propylene Glycol (DPG) and Tri Propylene Glycol (TPG) as by products. Both DPG and TPG has its own industrial applications.

PG is highly miscible with water and other solvents. It is also an exceptional solvent with unique combination of safety and stability over wide temperature and PH range. The high purity version, the pharma grade finds industrial applications in pharmaceuticals, food Industry, cosmetic and personal care products and fragrance and flavour industries whereas the industrial grade is used in paint and various polymer resin manufacturing industries.

Your company supplies both food and pharmaceutical grade PG, which plays a crucial role as a solvent, humectant, and carrier in pharmaceuticals, food processing, cosmetics, and personal care sectors that have historically relied heavily on imports.

Beyond these uses, PG has significant industrial applications, including in paints and coatings, polymer resins, carbonless paper production, and automotive products such as brake fluids and coolants. These applications are driven by its low toxicity, chemical stability, and biodegradability.

Additionally, the by-products viz., DPG and TPG are also serving as a valuable solvent or preservative in food, flavour, and fragrance industries.

Other products from your Company include Propylene Glycol Mono Methyl Ether (PGMME), an environmentally friendly, high-solvency solvent increasingly used in paints, coatings, and the electronics industry, reflecting growing customer demand for safer and more sustainable alternatives.

#### Polyols:

The other important product for your company is Polyols. They are produced in four grades viz., Flexible Slab-stock, Flexible Cold Cure, Rigid and Elastomers. They are utilized across various industries including automotive, refrigeration and temperature control, adhesives, sealants, coatings, furniture, and textiles. The use of Polyols is also expanding in footwear and roofing applications in India. With increase in focus for systems, the Polyols are currently used to make system polyols and along with suitable isocyanates marketed to end customers. However, the commodity segment of Slab stock polyol still forms the backbone of your company's polyol production.

Apart from the Propylene-based Polyol, your company has invested in Polyester Polyol manufacturing in the fourth quarter of last financial year. Polyester Polyols are hydroxyl-terminated polymers formed through the polycondensation of diacids (or anhydrides) with diols. Common raw materials include adipic acid, phthalic anhydride, and ethylene glycol. These Polyols serve as key building blocks in the production of PU materials and other resins. They find applications majorly in ink industries, footwear and rigid PU industries. Currently the Polyester Polyol is produced for captive consumption however there are efforts to sell the Polyester Polyols for other potential buyers. The second phase of this investment is currently under technical discussion and is expected to be commissioned by the end of the current fiscal year.

Your Company continues to demonstrate technical leadership with the development of innovative, market-responsive products. The company's new fire-resistant PIR (polyisocyanurate) foam addresses rising safety standards in construction panels, while the launch of alternatives to phased-out blowing agents has safeguarded Company's position in the thermoware market.

Through continuous innovation, supply reliability, and a focus on reducing India's dependency on imported specialty chemicals, your Company's serves as a strategic partner to large and emerging industries alike. Its growing product portfolio, spanning core materials and environmentally responsible derivatives, positions the company at the vanguard of India's evolving chemical manufacturing ecosystem.

#### **Indian Market Scenario**

The Indian PU industry has witnessed consistent growth, fuelled by factors such as rapid urbanization, increasing disposable incomes, evolving consumer preferences, and the availability of flexible credit and financing options. Products like refrigerators, mattresses, and other PU-based lifestyle goods are no longer considered luxuries but everyday essentials, driving sustained demand across residential and commercial segments. In parallel, the construction and cold-chain industries are accelerating the adoption of high-performance insulation materials, particularly in the continuous and discontinuous panel segments, in response to emerging energy-efficiency regulations and sustainability mandates.

Despite the growth in downstream PU applications, India continues to rely heavily on imports for key raw materials, particularly Polyols and PG. The domestic market for these critical inputs remains underdeveloped, constrained by limited indigenous production capacity. Throughout the review period, the demand for both PG and Polyols exhibited cyclical fluctuations due to macroeconomic conditions and sector-specific dynamics.

Anticipating the imposition of Anti-Dumping Duties (ADD) on slabstock products, imports surged in the second half of the fiscal year, compounded by steadily rising feedstock prices, which have eroded product margins.

#### **Opportunities and Threats**

The PU industry continues to present significant growth opportunities globally and in India, owing to its superior functional and insulation properties, versatile applications, and its critical role in enabling energy-efficient and innovative product designs. With ongoing product innovation and rising demand across sectors such as construction, automotive, appliances, and lifestyle products, the PU industry is evolving rapidly. The development of specialty

grades and system-based solutions continues to open new and higher-margin market segments. India remains an underpenetrated market in terms of per capita PU consumption, offering considerable long-term growth potential.

However, despite the positive market outlook, your Company faces several key challenges. A major threat is the growing influx of low-cost imports, particularly in the commodity segments such as Slabstock Polyols and Propylene Glycol, which has exerted significant pricing pressure and eroded margins. The situation was exacerbated during the year under review due to global macroeconomic volatility, sluggish international demand, and geopolitical tensions. These factors contributed to excess global supply which was redirected into the Indian market. In the absence of sufficient anti-dumping safeguards, India became a preferred destination for excess inventories, leading to substantial declines in domestic product prices and intensified competition. As a result, the Company experienced a sharp dip in profitability in select product categories.

To mitigate these external challenges, your Company has undertaken a strategic shift in focus from commoditised markets to specialized, high-value-added segments. Leveraging R&D and customer partnerships, your Company is actively developing system-based PU solutions tailored for niche applications. Progress in this direction during the last quarter of FY 2024–25 has been promising, laying the foundation for stronger performance and market differentiation in the upcoming fiscal year. The Company aims to expand its presence in the systems business, which offers better pricing stability, customized solutions, and long-term strategic customer relationships.

Additionally, the Company's global subsidiaries are providing strategic leverage. The alignment of Notedome Ltd., UK and PennWhite Ltd., UK—both wholly owned step down subsidiaries with Company's green-chemistry and ESG-focused product roadmap is creating synergies that support technology and knowledge transfer across operations. The successful production of cast elastomers products at the Company's Chennai facility has enabled market entry into Southeast Asia and reinforced Company's international growth ambitions.

To counter cost pressures, your Company is also pursuing structural cost optimization strategies,

including increased use of renewable energy, adoption of energy-efficient utility systems, and process efficiency improvements. While the Company continues to explore relief through anti-dumping frameworks and policy advocacy, such measures are expected to offer only partial and potentially temporary relief. Accordingly, efforts remain focussed on value engineering, operational efficiency, and portfolio diversification to enhance overall resilience and profitability.

While the near-term environment remains challenging due to global oversupply and increasing import competition, Company's proactive strategic shift towards differentiation, innovation, and sustainability positions it well to capture emerging opportunities and navigate headwinds effectively.

### **Risk Management Policy and Process**

The Company has established a structured framework for addressing business risk management issues. A risk management plan has been framed, implemented and monitored by the Board through the Risk Management Committee of Directors (RMC).

The Company has two employee-level Committees viz., a Sub-Committee and an Apex Committee, headed by the Managing Director & CEO - MPL Group to review and assess the risks that could affect the Company's business. The Sub-Committee brings out the matters that could affect the operations and the Apex Committee determines the issues that could become business risks.

The mitigation actions are also suggested by the Committees and the report of the Head of the Apex Committee is submitted to the RMC. The RMC meets periodically, reviews the reports, recommends and monitors actions to be taken in this regard.

The Risk Management Committee constituted by the Board fulfils the requirements as specified in Regulation 21 of the SEBI Listing Regulations, 2015. The details of the composition of the Committee, meetings and other relevant information are furnished in the Corporate Governance Report (CGR) annexed to this Report.

As per the amended Regulations, a Risk Management Policy has been framed and the roles and responsibilities of the Committee are as prescribed under the Regulations. As required under Section 177 of the Act, the Audit Committee also reviews the risk management process periodically.

## Risks and concern

The Indian PU industry continues to rely heavily on imported raw materials, particularly polyols and propylene glycol. Despite your Company meeting approximately 10% of the domestic PU demand, aggressive competition from global players coupled with low-cost imports pose serious challenges to market dynamics. Several international suppliers have established large-scale storage hubs at Indian ports, reinforcing their direct-to-market capabilities and exerting downward pressure on prices. In the absence of effective anti-dumping duties or safeguard measures, multinational corporations are benefiting from economies of scale and global supply alliances able to sustain undercut pricing strategies, thereby impacting the profitability of domestic manufacturers.

The situation is further complicated by ongoing partnerships being explored between multinational players and Indian refiners aiming to secure a share of the polyol market. Should these alliances materialize, the market could see excessive supply, putting further strain on margins unless domestic demand sees proportional growth or import volumes are rationalized. The market concentration globally, with a few large players controlling over 60% of PU raw material capacity, enhances the strategic and pricing control wielded by global majors—limiting domestic players' negotiating power and pricing flexibility.

In addition to market pressures, the chemical and petrochemical sectors face growing scrutiny from environmental advocacy groups, some of which lack a data-based understanding of industrial processes. Public campaigns and misinformation on social media sometimes impede regulatory clearances and delay investment cycles. Suggestions such as the blanket implementation of Zero Liquid Discharge (ZLD) systems. Though environmentally progressive, it may pose significant practical and financial challenges. These systems are capital-intensive and may not be technically feasible across all chemical manufacturing setups, especially for marine discharge operations.

In this context, your Company's ability to expand upstream feedstock capacities has been constrained, potentially leading to greater reliance on imports and long-term dilution of pricing power. Nonetheless, your Company remains committed to environmental stewardship and has actively engaged with CSIR-NEERI to evaluate the technical

and economic viability of adopting partial or full ZLD frameworks. The outcome of this study, expected by Q2 FY 2025–26, will determine the roadmap for compliance, and your Company is prepared to make phased investments in line with statutory requirements.

Your Company's upgraded bio-based effluent treatment systems continue to comply with all permitted marine discharge norms, demonstrating its commitment to sustainable operations. However, given the inherent limitations of biological systems over extended durations, Company is continuously tracking emerging treatment technologies and global benchmarks to ensure ongoing compliance and operational resilience.

Supporting its broader decarbonization strategy, your Company achieved a key milestone by successfully transitioning both its Plant-1 and Plant-2 to Regasified Liquefied Natural Gas (R-LNG) as the exclusive thermal energy source. This shift, facilitated by the introduction of Low NOx burners, significantly reduces greenhouse gas emissions and aligns with national and global climate goals. In recognition of these proactive sustainability initiatives, the Company has been granted a renewed Consent to Operate (CTO) valid until March 2027.

Operationally, your Company continues to engage with the Government of Tamil Nadu regarding the lease renewal for Plant-2, which expired in 2017. The application had been submitted well in advance, and the Company has since maintained continuity in good faith by remitting lease payments on schedule. Constructive engagement with concerned authorities is ongoing, and your Company is hopeful for an expedited resolution.

Your Company continues to navigate a highly competitive and regulated operating environment. market risks, environmental compliance pressures, and raw material supply challenges remain key concerns. However, the Company's sustained focus on cost optimization, sustainability, product innovation, and strategic collaborations positions it well to mitigate these risks, unlock new growth opportunities, and secure long-term value for stakeholders.

## Outlook

According to the April 2025 International Monetary Fund (IMF)-World Economic Outlook and recent

OECD assessments, global economic conditions remain subdued. Persistent uncertainty, heightened trade and geopolitical tensions, and inflationary pressures have resulted in moderate global GDP growth projections of 3.3% for both 2025 and 2026. This tepid outlook reflects stable but restrained expansion, with advanced economies maintaining resilience due to steady private consumption despite broader global challenges.

Inflationary pressures are abating in 2025, providing some optimism after several years of volatility. The average global inflation rate is expected to decline to approximately 4.2%, an improvement over recent years. While developed countries are drawing nearer to their long-term inflation targets, emerging markets continue to contend with elevated costs arising from structural issues. Barring unexpected disruptions, inflation is anticipated to remain within manageable bounds moving forward.

### **Indian Economic Outlook**

India is poised to remain a standout performer among major economies in 2025. The IMF forecasts India's GDP to expand by 6.2% this year, making it one of the world's fastest-growing large economies. This robust momentum is underpinned by vigorous domestic consumption, increased government investment in infrastructure, and policy initiatives promoting private sector engagement.

Inflation in India has eased notably, reaching a multi-year low of 2.82%. Rural consumption is recovering, driven by favourable monsoon conditions and improved agricultural production. Urban demand also remains strong, supported by rising activity in travel, hospitality, and real estate sectors. Export performance has stayed stable, particularly in services, despite ongoing global trade challenges.

Growth in manufacturing, renewable energy, digital services, and specialty chemicals is being propelled by supportive government policies, such as the Production Linked Incentive (PLI) scheme, and a growing emphasis on ESG-driven (Environmental, Social, and Governance) investments.

While India's economic outlook is positive, several risks persist including global instability, rising energy prices, export volatility and other related matters.

A significant development impacting the domestic PU market has been the anticipation and

announcement of Anti-Dumping Duties (ADD) on slabstock polyols. Following concerted efforts, your company filed an application with the Directorate General of Trade Remedies (DGTR), resulting in the DGTR announcing ADD on slabstock products on 28<sup>th</sup> March 2024. However, the final approval by the Ministry of Finance could not be obtained. Your Company has filed fresh ADD application on 28<sup>th</sup> January 2025 covering China, Thailand and Saudi Arabia and expecting a positive response.

### **Subsidiaries**

As on 31<sup>st</sup> March 2025, the Company has 2 (Two) Wholly Owned Subsidiaries (WOS) and 4 (Four) Step Down Subsidiaries (SDS). The financials of all these subsidiaries have been consolidated as applicable and the financial and other information have been furnished in the Consolidated Financial Statement(CFS) attached to this Report.

### **AMCHEM, Singapore**

AMCHEM Speciality Chemicals Private Limited, Singapore, set-up by the Company in 2015-16, to expand its global footprint, holds the foreign assets of the Company. Your Company had invested in 2015-16 US\$ 16.32 million (equivalent to ₹ 110.32 crore) in the WOS to part fund the acquisition of Notedome Limited, UK and also for further exploratory work. During the year 2016-17 the WOS set up AMCHEM Speciality Chemicals UK Limited (AMCHEM, UK) as its WOS which acquired an operating unit namely Notedome Limited, UK.

Your Company made further investment of US\$ 35 million (equivalent to about ₹ 288 crore) during November 2022. With this, the aggregate investment in the subsidiary is US\$ 51.42 million (equivalent to about ₹ 398 crore). As at 31<sup>st</sup> March 2024, AMCHEM, Singapore is a material subsidiary of your Company.

For FY 2024-25, the total income of AMCHEM, Singapore was US\$ 3.42 million (equivalent to ₹ 28.90 crore) and the profit for the year was US\$ 2.00 million (equivalent to ₹ 16.89 crore). AMCHEM, Singapore continues to explore further opportunities for acquisition of overseas facilities for enhancing Company's global presence, and also has interests in trading, transaction facilitations, business and project consultancy. The details of each of the investment made in step down subsidiaries have been covered separately.

## **NOTEDOME LIMITED, UK**

Notedome, established in 1979, is a System House with more than 30 years' experience, manufacturing Neuthane Polyurethane Cast Elastomers catering to customers across 45 countries. Neuthane polyurethanes are used in diverse range of industries and applications, in the automotive sector for anti-roll bar, suspension and shock bushes for buses, trucks and other high-performance vehicles, limit or bump stops, material handling etc. and in the agriculture sector for Rollers, Harvester components and idler wheels on track laying tractors.

The total revenue of Notedome for the year under review was £ 9.08 million (equivalent to ₹ 97.95 crore), profit £ 1.64 million (equivalent to ₹ 17.73 crore) and achieved its highest EBITDA on record. This milestone was reached by improving gross margins through strong pricing strategies, leveraging the specialty product offerings, global sourcing initiatives, and effective management of operating expenses.

Notedome is actively exploring new markets and developing innovative products, with a particular focus on bio-based solutions, as part of its strategic business plan. However, overall demand remains sluggish due to a slowdown in new projects and broader market headwinds. To maintain a competitive product portfolio, Notedome continues to prioritize technology and innovation through dedicated R&D efforts. The company is also strengthening its resources and infrastructure to meet anticipated demand growth.

Aligned with the group's sustainable strategic objectives, Notedome has implemented energy optimization measures, including the installation of solar panels, to reduce costs and support the transition to renewable green energy.

## **PENNWHITE LIMITED, UK**

Your Company, through its WOS AMCHEM, SG acquired Penn Globe Limited, UK (PGL) on 30<sup>th</sup> November 2022 by acquiring its entire stake (100%) for a consideration of GBP 24.98 million. With this acquisition by AMCHEM, SG, PGL along with its two subsidiaries in UK viz., Penn-White Limited (PWL) and Pennwhite Print Solutions Limited (PPSL) have become wholly owned stepdown subsidiaries of the Company.

PWL, UK is a leading manufacturer of antifoam chemistry under the FoamDoctor® brand which is sold in more than 50 countries. A wide range of other speciality chemicals are also manufactured to service the needs of long-term customers in a wide range of applications, like food and food processing, wastewater treatment, upstream and downstream oil, and increasingly in the coatings and adhesives industry.

During the year under review, the Company achieved growth in both turnover and EBITDA compared to the previous year. Despite ongoing challenges in global markets, it maintained healthy margins, strengthened its presence in key markets, and continued to invest strategically in sales and marketing initiatives, including the recruitment of additional commercial personnel. The Company remains committed to systematically executing its long-term growth strategy.

To support the enhancement of its innovative product portfolio, the Company expanded its development activities and committed additional resources for laboratory equipment and capabilities. With growing demand in its two primary focus areas viz., food & beverage, and wastewater & recycling, the market outlook remains positive, underpinned by an increasing emphasis on sustainability.

In FY 2024–25, the Company's wholly owned subsidiary in India, PennWhite India Private Limited, commenced operations and successfully acquired the intellectual property and commercial book of business relating to the foam control segment of Sicagen Limited. This strategic acquisition marks the Company's entry into the fertiliser foam control market in India.

Further, a lease agreement was also concluded for a plot of land in Oragadam, Chennai for setting up the manufacturing facilities. This facility is expected to become a key driver of the Company's long-term growth in the Asia-Pacific region, with manufacturing operations planned to commence in FY 2025–26.

The revenue for PennWhite Limited, UK for the reporting period was £ 13.71 million (equivalent to ₹142.61 crore) and profit £ 2.14 million (equivalent to ₹ 22.22 crore).

During FY 2023-24, PPSL and PGL were liquidated and PWL became direct subsidiary of AMCHEM, SG.

## Other Subsidiaries

During June 2023, your Company had incorporated a wholly owned subsidiary in India viz., Manali Speciality Private Limited, primarily engaged in the business of Speciality Chemicals.

During July 2023, Notedome, UK had incorporated a wholly owned subsidiary in Germany viz., Notedome Europe GmbH, primarily engaged in the business of Chemicals including Polyurethane Casting Elastomer systems and related products and services.

The above two entities are in the process of setting up its business and are yet to commence their business operations.

## Environment and Safety

Your Company continues to uphold its commitment to environmental sustainability, occupational health and safety, and quality excellence through well-established, integrated management systems and continuous improvement initiatives. Your Company operates under comprehensive policies governed by dedicated in-house teams and internal committees, ensuring strict adherence to statutory and voluntary standards.

Your Company maintains rigorous compliance with ISO 9001:2015 – Quality Management System and ISO 14001:2015 – Environmental Management System. These certifications are upheld through periodic internal reviews, audits, and surveillance assessments to ensure alignment with evolving regulatory requirements and global best practices.

Also as indicated earlier, the transition in both Plant-1 and Plant-2 exclusively on R-LNG, replacing conventional fossil fuels has significantly reduced air emissions and enabled full compliance with applicable environmental regulations, aligning with national and global commitments toward low-carbon industrial operations.

Your Company has also entered into long-term agreements with leading renewable energy providers.

These partnerships are established under the Group Captive Power Scheme, collectively covering approximately 68% of the Company's total energy requirement. This strategic transition marks a significant step towards reducing dependency on

conventional fossil fuels and aligning operations with environmental best practices.

Despite initial setbacks including project delays caused by flooding and logistical challenges, your Company had successfully sourced nearly about 25% of its total energy consumption from renewable sources during FY 2024–25. This marks the initial phase of its green energy program, with a significant scale-up expected as infrastructure becomes fully operational in the coming months.

This initiative not only ensures compliance with evolving environmental regulations but also solidifies the Company's role as a responsible corporate citizen contributing meaningfully to India's clean energy goals.

Aside, your Company has also implemented advanced heat recovery systems including flue gas heat recovery for combustion air preheating and effluent heat recovery for boiler feed water preheating aimed at improving thermal efficiency and reducing fuel consumption and lowers greenhouse gas emissions across key utility operations.

Through sustained adoption of energy-efficient technologies and transition to cleaner fuel sources, the Company achieved a reduction of 55,278 tonnes of CO<sub>2</sub> equivalent (TCO<sub>2</sub>e) annually. This milestone underscores our strong commitment to sustainability, environmental responsibility, and alignment with global efforts to combat climate change.

On Carbon Sequestration and Biodiversity, your Company has implemented afforestation initiatives covering 19.55 hectares over last three years, with the plantation of 29,100 saplings across 33 native tree species, in line with MoEF&CC guidelines. These efforts not only enhance local biodiversity and ecosystem resilience but also contribute significantly to carbon capture.

During the last fiscal year, the plantations sequestered approximately 1,900 MT of CO<sub>2</sub>, with this potential expected to increase as the trees mature. All sites are being actively nurtured to ensure healthy, long-term growth.

This initiative reflects our proactive approach to environmental stewardship, reinforcing our commitment to reducing carbon footprints and building a greener, sustainable future.

On handling of transportation of hazardous materials like Ethylene Oxide (EO) your Company has proactively invested in technologically advanced double-walled tankers for the movement of EO. These specialized tankers are designed to offer enhanced protection against leaks, temperature variations, and other transit-related risks, ensuring the safe handling of this highly sensitive and hazardous material.

Your Company places its highest priority on the safety of its personnel, assets, and operations, fostering a strong culture of safety through regular engagement, training, and system improvements. As part of its commitment to continuous safety enhancement, the Company organizes Safety Week each year, featuring a variety of activities and competitions aimed at promoting awareness of safe manufacturing practices among employees at all levels.

Going beyond compliance with statutory safety standards, the Company has taken proactive measures to modernize its fire hydrant systems and upgrade safety protocols to handle hazardous chemicals such as Propylene, Propylene Oxide, Ethylene Oxide, Styrene, and Chlorine. These substances require advanced safety infrastructure and response mechanisms, which have been integrated into plant operations.

To effectively implement this green belt initiative, additional land was acquired through the Greater Chennai Corporation (GCC). The company has allocated nearly 0.75% of the total project cost of Propylene Glycol expansion towards the development and maintenance of the green belt over the next five years, after which it will be formally handed over to the GCC for continued upkeep.

### **Audit Committee**

The details about the Committee are furnished in the Corporate Governance Report (CGR). All the recommendations of the Committee were accepted by the Board.

### **Vigil Mechanism**

As required under Section 177 of the Act and Regulation 22 of the SEBI Listing Regulations 2015, the Company has established a vigil mechanism for directors and employees to report their genuine concerns through the Whistle Blower Policy as available on the website of the Company. As prescribed under the Act and the SEBI Listing

Regulations 2015, provision has been made for direct access to the Chairperson of the Audit Committee in appropriate / exceptional cases.

### **Human Resources**

Your Company recognizes and cultivates internal talent through strategic initiatives. One such effort is "IGNITE," a platform established by management to encourage experimentation, research, and innovation among our young engineers. This cross-functional team, comprising 22 engineers and 3 mentors, actively participates in key projects to drive results and foster a culture of innovation.

Believing in the transformative power of continuous learning, the Company developed the LEAD program (Learn, Enhance, and Aspire to Develop). This initiative aims to nurture internal leaders by encouraging them to share their subject matter expertise with cross-functional teams. To date, approximately 10 knowledge-sharing sessions on various topics have been conducted.

To deepen industrial knowledge and awareness of best practices, the Company organized industrial visits to leading chemical and engineering firms. Around 20 engineers participated in these visits, gaining first-hand exposure to industry standards and practices.

Demonstrating our commitment to Diversity & Inclusion, the Company actively promotes women's leadership across all functions, particularly in core technical roles. Succession planning is integral to our talent strategy: promising young female professionals have been identified and assigned to significant projects and technical services, supporting both retention and a strong leadership pipeline.

Your Company prioritizes the safety and wellbeing of its young workforce. The SHFT (Session on Health and Fitness Training) employee wellness program is regularly conducted by medical professionals, and employees are encouraged to use the onsite fitness centre to support their overall health.

Additionally, range of cultural and behavioural initiatives have been implemented to foster an inclusive, participative decision-making environment.

Industrial relations remain generally positive. However, a long-standing wage dispute originating in 2001, which was previously before the Supreme Court and is currently pending in the Madras

High Court, continues to involve a small group of workers. Most workmen have accepted the management's settlement offer after constructive dialogue, while the remaining claims are still under judicial consideration.

As of March 31, 2025, the company employed 321 individuals across various locations, including Executive Directors, Senior Management Personnel, Engineers, Technicians and Trainees

### Related Party Transactions

During the year under review, there were no transactions not at arm's length basis within the meaning of Section 188 of the Act. During the year, board has reviewed and amended the policy on related party transaction which is available on the website of the Company viz., <https://www.manalipetro.com/wp-content/uploads/2025/04/RPT-Policy-2025.pdf>

As required under Regulation 23(2) of the SEBI Listing Regulations 2015, approval of the Members was obtained for transactions with Tamilnadu Petroproducts Limited during the year 2024-25 at the 38<sup>th</sup> Annual General Meeting. Based on professional advice and for administrative convenience, it has been proposed that such prior approvals could be for 12 months from October to September and hence a fresh proposal seeking prior approval of the Members for the same is being placed for consideration of the Members at the ensuing AGM.

### Board of Directors and related disclosures

As on date of the Report, the Board comprises of twelve directors including three woman directors. There are six Independent Directors, and all of them have furnished necessary declaration under Section 149(7) of the Act and under Regulation 25(8) of the Regulations. As per the said declarations, they meet the criteria of independence as provided in Section 149(6) of the Act and the SEBI Listing Regulations 2015. All of them have confirmed that they have registered themselves with the Indian Institute of Corporate Affairs under Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended and all of them have been exempted from or passed the proficiency test.

The Board met five times during the year under review and the relevant details are furnished in the

CGR. The Board has approved a Remuneration Policy as recommended by the Nomination and Remuneration Committee (NRC), which inter alia contains the criteria for determining the positive attributes and independence of a director as formulated by the NRC. The policy on remuneration to directors is disclosed in the CGR annexed to this Report.

The following changes took place in the composition of the Board and KMPs since the last AGM held on 18<sup>th</sup> September 2024 until the date of this report:

- a. Mr. R Chandrasekar (DIN: 06374821) was elevated and redesignated as Managing Director and Chief Executive Officer – MPL Group w.e.f. 1<sup>st</sup> February 2025.
- b. Mr. G R Sridhar (DIN: 10596912) was redesignated as Wholetime Director (Head of Plant Operations) w.e.f. 1<sup>st</sup> February 2025.
- c. Mr. Niranjhan Madras Srinivasan (Mr. M S Niranjhan) (DIN: 01650785) was appointed as an Additional Director under Independent category w.e.f., 05.02.2025 for a period of five years. The said appointment was regularized by the Members via postal ballot process. Subsequently Mr. M S Niranjhan ceased to be director of the Company w.e.f close of business hours on 11<sup>th</sup> August 2025 consequent to his resignation vide his letter dated 11<sup>th</sup> August 2025.
- d. Mr. Hugo Patrice Michel Chardon (Mr. Hugo Chardon) (DIN: 10919071) was appointed as an Additional Director under Non-Independent category w.e.f., 05.02.2025. The said appointment was subsequently regularized by the Members via postal ballot process.
- e. Mr. R Swaminathan ceased to be Company Secretary w.e.f. 6<sup>th</sup> February 2025 consequent to his resignation. Mr. G Sri Vignesh was appointed as the Company Secretary w.e.f. 7<sup>th</sup> February 2025.

### Annual Evaluation of the Board, Committees and Directors

The formal evaluation of the Board was done taking into account the various parameters such as the structure, meetings, functions, risk evaluation,

management of conflict of interests, stakeholder value & responsibility, corporate culture & value, facilitation to the Independent Directors to function impartially and other matters. The evaluation of the Committees was done based on the mandate, composition, effectiveness, structure and meetings, independence and contribution to the decisions of the Board.

The evaluation of the individual directors, including the independent directors was done taking into account their qualification, experience, competency, knowledge, understanding of their respective roles (as a Director, Independent Director and as a Member of the Committees of which they are Members/Chairpersons), adherence to Codes and ethics, conduct, attendance and participation in the meetings, etc. In compliance with the requirements of Schedule IV to the Act and the Regulations, a separate meeting of the Independent Directors was held during the year under review.

### **Directors' Responsibility Statement**

Pursuant to the requirement of sub-sections 3(c) and 5 of Section 134 of the Act it is hereby confirmed that:

- a. in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March 2025, the applicable Accounting Standards had been followed along with proper explanation relating to material departures.
- b. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review.
- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. the Directors had prepared the accounts for the financial year ended 31<sup>st</sup> March 2025 on a "going concern" basis.
- e. the Directors, had laid down internal financial controls to be followed by the company and that

such internal financial controls are adequate and were operating effectively and

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

### **Details of Unclaimed Share Certificates**

In accordance with the requirements of Clause 5A of the erstwhile Listing Agreement, during the year 2012-13 shares remaining unclaimed even after 3 reminders have been transferred and held in a separate demat account. As per the information provided by the Registrars and Share Transfer Agent, out of the 63,824 shares, which remained unclaimed by 261 shareholders at the beginning of the FY, 900 shares were released to 4 shareholders during the year. Further, 8,175 shares relating to 27 shareholders were transferred to the Investor Education and Protection Fund in compliance with the requirements of Section 126(6) of the Act. As at the end of the FY, 54,749 shares remained unclaimed by 230 shareholders. As specified under the Regulations, the voting right on the above shares remain frozen.

A separate suspense escrow demat account has been opened for moving the shares, if any, required to be transferred beyond 120 days from issuing of Letter of Confirmation by the Company as stipulated under SEBI Circular dated 30<sup>th</sup> December, 2022. As at 31<sup>st</sup> March, 2025, no shares have been transferred to the said account. Subsequently as on 11<sup>th</sup> August 2025, 1,200 Shares were transferred to the said account.

### **Auditors**

Brahmayya & Co., Chartered Accountants, Chennai were re-appointed as the Auditors of the Company for the second term at the 36<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September 2022 for a period of five years, viz. till the conclusion of 41<sup>st</sup> AGM.

### **Maintenance of Cost Records & Cost Audit**

The Company is required to maintain cost records as specified by the Central Government under Section 148(1) of the Act and is also covered under Cost Audit, which are duly complied with. M Krishnaswamy & Associates, Cost Accountants, Chennai were appointed as the Cost Auditors of the Company for the financial year 2024-25 on a remuneration of ₹ 3.00 lakh plus applicable taxes

and reimbursement of out-of-pocket expenses which was ratified by the Members at the AGM held on 18<sup>th</sup> September 2024.

Based on the recommendation of the Audit Committee, Board has appointed Mr. L Thriyambak as the Cost Auditor for the year 2025-26 to hold office till 30<sup>th</sup> September 2026 or submission of the report for the year 2025-26, whichever is earlier. The remuneration will be ₹3 lakh, plus applicable taxes and reimbursement of out-of-pocket expenses subject to ratification of the Members at the ensuing AGM.

### Adequacy of Internal Financial Controls

Your Company has in place adequate internal financial control systems combined with delegation of powers and periodical review of the process. The control system is also supported by Internal Audit and management review with documented policies and procedures. In the past the system was also reviewed by an external agency, and no major weaknesses were reported. To ensure effective operation of the system, periodical reviews are made by the Internal Auditors and their findings discussed by the Audit Committee and with the Statutory Auditors. The Statutory Auditors of the Company have also furnished certificates in this regard, which are attached to their Reports.

### Corporate Governance

Your Company has complied with the requirements of Corporate Governance stipulated under the Regulations. A Report on Corporate Governance is given in **Annexure A**. Declaration of the Managing Director & Chief Executive Officer - MPL Group on compliance with the Code of Conduct of the Board and Senior Management and compliance certificate from Practicing Company Secretary regarding compliance of conditions of Corporate Governance are given in **Annexure B**. Secretarial Audit Report as required under Section 204 of the Act, was issued by Ms. B Chandra, Company Secretary in Practice is annexed to this Report as **Annexure C**.

### Disclosures under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a. The ratio of remuneration of Managing Director/ Wholtime Director to the median remuneration of other employees of the Company was 39.83%.

b. The increase in remuneration of MD & CEO: 38%\*, CS:6.06%#, WTD: NA, CFO: NA.

*\*PLP not included for FY 2023-24 & 2024-25.*

*#(1) PLP Considered for FY 2024-25, (2) Salary Considered upto 06.02.2025*

c. The increase in the median remuneration of the employees was 15.65%.

d. As at the year end, there were 320 permanent employees, including MD, WTD and excluding trainees.

e. During the year, the average increase in the salaries other than managerial remuneration was 17.28% and the increase in managerial remuneration was 58.70%. Considering the performance of the Company and respective individuals during the year under review, the increase in managerial and other remuneration are deemed reasonable which have been determined based on the appraisal process adopted by the Company.

f. Information stipulated under Rule 5(2) are given in **Annexure D** to this Report.

g. The remuneration paid to the employees are as per the remuneration policy of the Company.

Note: Wages to workmen covered under the wage settlements have not been considered for (c) and (e) above.

### Other disclosures

a. Information on conservation of energy, technology absorption, foreign exchange earnings and outgo prescribed under Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, to the extent applicable are given in **Annexure E**.

b. Pursuant to Section 92(3) of the Act, the Annual Return filed during the year under review has been uploaded on the website of the Company under the link <https://www.manalipetro.com/investors/annual-return/>

c. The Company has not accepted any deposits from the public during the year under report.

d. The information under Section 186 of the Act relating to investments, loans, etc. as at the year-end has been furnished in Notes to the Financial Statements.

e. The annual report on CSR is given in **Annexure F**.

f. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. No cases were filed under the said Act.

**Following are the details:**

- i. No. of complaints of sexual harassment received in the year: **NIL**
- ii. No. of complaints disposed off during the year: **NA**
- iii. Number of cases pending for more than ninety days: **NA**
- g. The Company has complied with the provisions relating to the Maternity Benefit Act 1961.
- h. The Company has complied with the requirements of all the applicable Secretarial Standards.
- i. Significant changes in key financial ratios:

During the year under review, net margin decreased by 16%. The current ratio and inventory turnover ratio decreased by about 34% and 48% respectively. The Return on Net worth was at (0.92)% in 2024-25 as against (0.95)% in 2023-24. All these were because of reduction in price realizations during the year.

The complete details of Ratios along with Variance are provided in Note 52, clause xii of Standalone Financial Statements.

**Acknowledgement**

Your Directors express their sincere gratitude to the Government of India, the Government of Tamilnadu, the Promoters and the Banks for the assistance, co-operation and support extended to the Company. The Directors thank the Shareholders for their continued support. The Directors also place on record their appreciation of the consistent good work put in by all cadres of employees and especially for raising up to the occasion and ensuring sustained operations during the year.

**Disclaimer**

The Management Discussion and Analysis contained herein is based on the information available to the Company and assumptions based on experience in regard to domestic and global economy, on which the Company's performance is dependent. It may be materially influenced by changes in economy, government policies, environment and the like, on which the Company may not have any control, which could impact the views perceived or expressed herein.

**For and on behalf of the Board**

Ashwin C Muthiah

DIN: 00255679

**Chairman**

Place: Chennai

Date: 11.08.2025

## REPORT ON CORPORATE GOVERNANCE

### 1. Company's philosophy on Code of Corporate Governance:

The Board of Directors of your Company strongly supports the principles of Corporate Governance. Emphasis is laid on transparency, accountability and integrity in all operations and dealings with all the stakeholders. Your Company has been following the best practices in corporate governance much before the same was made mandatory by SEBI.

This report covers the corporate governance aspects in your Company relating to the year ended 31<sup>st</sup> March 2025.

### 2. Board of Directors:

#### i. Composition and membership in other Boards and Board Committees:

As on 31<sup>st</sup> March 2025, the Board comprised of twelve directors, as detailed below:

| Name                                            | Other Listed Companies of which he/she is a director and category                                                                                                                      | Membership   |                        |
|-------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------|
|                                                 |                                                                                                                                                                                        | Other Boards | Other Board Committees |
| Non-Executive, Non Independent (NENI)           |                                                                                                                                                                                        |              |                        |
| Mr. Ashwin C Muthiah, Chairman                  | Southern Petrochemical Industries Corporation Limited<br>Tamilnadu Petroproducts Limited<br>SICAGEN India Limited and<br>Tuticorin Alkali Chemicals and Fertilizers limited (All NENI) | 4(3)         | -                      |
| Ms. Devaki Muthiah Chardon                      | Southern Petrochemical Industries Corporation Limited<br>Tuticorin Alkali Chemicals and Fertilizers Limited<br>SICAGEN India Limited (All NENI)                                        | 4            | 1                      |
| Mr. Hugo Chardon                                | --                                                                                                                                                                                     | -            | -                      |
| Ms. R Bhuvaneswari                              | Saptarishi Agro Industries Limited (NENI)<br>Tamilnadu Telecommunications Limited                                                                                                      | 5            | 2                      |
| Non-Executive, Independent (NEID)               |                                                                                                                                                                                        |              |                        |
| Mr. Govindarajan Dattatreyan Sharma             | Tamilnadu Petroproducts Limited<br>Mercantile Ventures Limited<br>SICAGEN India Limited<br>Tuticorin Alkali Chemicals and Fertilizers Limited (ALL NEID)                               | 4            | 3                      |
| Lt. Col. (Retd.) Chatapuram Swaminathan Shankar | Tamilnadu Petroproducts Limited (NEID)                                                                                                                                                 | 1            | -                      |
| Dr. N. Sundaradevan, IAS (Retd.)                | Tamilnadu Petroproducts Limited,<br>Tamilnadu Newsprint and Papers Limited (ALL NEID)                                                                                                  | 2            | 3(1)                   |

| Name                                                                           | Other Listed Companies of which he/she is a director and category                                                                                   | Membership   |                        |
|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------|
|                                                                                |                                                                                                                                                     | Other Boards | Other Board Committees |
| Mr. Thanjavur Kanakaraj Arun                                                   | Southern Petrochemical Industries Corporation Limited<br>Tuticorin Alkali Chemicals and Fertilizers Limited (NEID)                                  | 3            | 4(2)                   |
| Ms. Latha Ramanathan                                                           | Southern Petrochemical Industries Corporation Limited (NEID)<br>Tamilnadu Petroproducts Limited (NEID)<br>Dr. Agarwal's Eye Hospital Limited (NEID) | 3            | 3(1)                   |
| Mr. Niranjhan Madras Srinivasan*                                               | Mercantile Ventures Limited (NEID)                                                                                                                  | 2            | 2                      |
| <b>Executive, Non Independent (ENI)</b>                                        |                                                                                                                                                     |              |                        |
| Mr. R Chandrasekar,<br>Managing Director & Chief Executive Officer – MPL Group | Sicagen India Limited                                                                                                                               | 1            | -                      |
| Mr. G R Sridhar,<br>Whole-time Director (Head of Plant Operations)             | -                                                                                                                                                   | -            | -                      |

\*Mr. Niranjhan Madras Srinivasan ceased to be Director of the Company from close of business hours on 11.08.2025 consequent to his resignation letter dated 11.08.2025.

During the financial year under review, the following changes took place in the composition of the Board:

- Mr. G Chellakrishna and Ms. Sashikala Srikanth ceased to be Directors of the Company from close of business hours on 12.08.2024 consequent to completion of their second tenure as Independent Directors of the Company.
- Ms. Latha Ramanathan was appointed as an Independent Director of the Company w.e.f. 05.08.2024.
- Mr. Hugo Chardon has been appointed as a Non-Executive Director of the Company w.e.f. 05.02.2025.
- Mr. R Chandrasekar has been elevated as the Managing Director & Chief Executive officer – MPL Group w.e.f. 01.02.2025.
- Mr. G R Sridhar was appointed as the Whole-time Director (Operations) w.e.f. 13.05.2024 and subsequently re-designated as Whole-time Director (Head of Plant Operations) w.e.f. 01.02.2025.

Regularization of Directors were completed as applicable within the stipulated timelines.

#### Notes:

- Other Directorships exclude foreign companies, private limited companies, Section 8 companies and alternate directorships as on 31<sup>st</sup> March 2025.
- Only Membership in Audit Committees and Stakeholders' Relationship Committee (other than in MPL) are reckoned for Other Board Committee Memberships in Companies other than (a) above.
- Figures in brackets denote the number of companies / committees of listed and unlisted public companies in which the Director is Chairperson.
- Except Mr. Ashwin C Muthiah, Chairman, who is holding 13,648 shares, none of the Directors hold any shares in the Company nor have any inter se relationship.

- e. The details of familiarization programmes conducted for the Independent Directors are disclosed on the website of the Company at <https://www.manalipetro.com/wp-content/uploads/2025/04/MPL-Familiarization-Programme-for-Independent-Directors-2024-25-1.pdf>

**ii. Board Meetings, Annual General Meeting (AGM) and attendance thereat**

The Board of Directors met five times during the year 2024-25 viz., on 13<sup>th</sup> May 2024, 05<sup>th</sup> August 2024, 04<sup>th</sup> November 2024, 05<sup>th</sup> February 2025 and 27<sup>th</sup> March 2025. The details of the attendance of the directors at the Board Meetings and the AGM are as follows:

| Name                                            | Period of Office held during the year | No. of meetings held during the period of office | No. of Meetings attended | Attendance at the Last AGM on 18.09.2024 |
|-------------------------------------------------|---------------------------------------|--------------------------------------------------|--------------------------|------------------------------------------|
| Mr. Ashwin C Muthiah                            | Full year                             | Five                                             | Five                     | Yes                                      |
| Ms. Devaki Muthiah Chardon                      | Full year                             | Five                                             | Five                     | Yes                                      |
| Mr. G Chellakrishna                             | Till 12.08.2024                       | Two                                              | One                      | NA                                       |
| Ms. Sashikala Srikanth                          | Till 12.08.2024                       | Two                                              | Two                      | NA                                       |
| Ms. Latha Ramanathan                            | From 05.08.2024                       | Three                                            | Three                    | Yes                                      |
| Mr. Govindarajan Dattatreya Sharma              | Full year                             | Five                                             | Five                     | Yes                                      |
| Lt. Col. (Retd.) Chatapuram Swaminathan Shankar | Full year                             | Five                                             | Five                     | Yes                                      |
| Dr. N. Sundaradevan, IAS (Retd.)                | Full year                             | Five                                             | Five                     | Yes                                      |
| Mr. Thanjavur Kanakaraj Arun                    | Full year                             | Five                                             | Five                     | Yes                                      |
| Ms. R Bhuvaneswari                              | Full year                             | Five                                             | Three                    | Yes                                      |
| Mr. Hugo Chardon                                | From 05.02.2025                       | Two                                              | Two                      | NA                                       |
| Mr. Niranjhan Madras Srinivasan                 | From 05.02.2025                       | One                                              | One                      | NA                                       |
| Mr. R Chandrasekar                              | Full year                             | Five                                             | Five                     | Yes                                      |
| Mr. G R Sridhar                                 | From 13.05.2024                       | Five                                             | Five                     | Yes                                      |

### iii. Skills / Expertise / Competence of the Board as on 31<sup>st</sup> March 2025:

The following are the details of the skills/competencies determined as required for the discharge of the obligations by the Board and of the Directors identified to be having specific skills/competency/expertise:

| Major Classification | Sub Classification | Remarks                                                                                                                                                                                    | Directors having the skills                                                                                                            |
|----------------------|--------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| Industry             | Specific Skills    | Good knowledge about the Petrochemicals business and industry and the issues specific to the Company.                                                                                      | Mr. Ashwin C Muthiah,<br>Ms. Devaki Muthiah Chardon<br>Mr. C S Shankar<br>Mr. R Chandrasekar<br>Mr. G R Sridhar                        |
|                      | Technical          | Technical/professional skills and specialist knowledge about the Company, its market, process, operations, etc. (For Executive Directors)                                                  | Mr. R Chandrasekar<br>Mr. G R Sridhar                                                                                                  |
| Strategy & Policy    | Strategy           | Ability to identify and critically assess strategic opportunities and threats to the business. Guiding development of strategies to achieve the overall goals                              | Mr. Ashwin C Muthiah,<br>Ms. Devaki Muthiah Chardon<br>Mr. Hugo Chardon<br>Mr. R Chandrasekar<br>Ms. R Bhuvaneswari<br>Mr. G R Sridhar |
|                      | Policies           | Guidance for development of policies and other parameters within which the Company should operate for better control and management                                                        | Ms. Devaki Muthiah Chardon<br>Ms. Latha Ramanathan<br>Mr. C S Shankar<br>Dr. N Sundaradevan IAS<br>Mr. T K Arun                        |
|                      | Crisis Management  | Ability to guide crisis management and provide leadership in hours of need.                                                                                                                | Mr. Ashwin C Muthiah,<br>Ms. Devaki Muthiah Chardon<br>Mr. Hugo Chardon<br>Mr. R Chandrasekar<br>Mr. G R Sridhar                       |
| Risk & Compliance    | Operational        | Identification of risks related to each area of operation                                                                                                                                  | Mr. R Chandrasekar<br>Mr. G R Sridhar                                                                                                  |
|                      | Legal              | Monitor the risks and compliances and knowledge of regulatory requirements                                                                                                                 | Mr. R Chandrasekar<br>Dr. N Sundaradevan IAS<br>Mr. G D Sharma<br>Mr. T K Arun<br>Ms. R Bhuvaneswari                                   |
|                      | Financial          | Experience in accounting and finance, ability to analyse the financial statements presented, assess the viability of various financial proposals, oversee funding arrangements and budgets | Ms. Latha Ramanathan<br>Mr. T K Arun<br>Ms. Devaki Muthiah Chardon<br>Mr. Hugo Chardon<br>Mr. R Chandrasekar                           |

| Major Classification    | Sub Classification      | Remarks                                                                                                                                                                            | Directors having the skills                                                                                                        |
|-------------------------|-------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|
| Management & Leadership | Executive Management    | Handling senior management and monitoring its performance, strategic human resources planning. Experience in industrial relations and organizational change management programmes. | Mr. Ashwin C Muthiah,<br>Ms. Devaki Muthiah Chardon<br>Mr. Hugo Chardon<br>Mr. G D Sharma<br>Mr. R Chandrasekar<br>Mr. G R Sridhar |
|                         | Leadership              | Make decisions and take necessary actions for implementation thereof in the best interest of the organization. Analyse issues and contribute at board level to solutions           |                                                                                                                                    |
| Board Conduct           | Contribution            | Participate actively in the matters discussed and contribute effectively at the meetings. Help in arriving at unanimous decisions in the event of difference of opinions.          | All the Directors of the Company                                                                                                   |
| Personal                | Qualification           | Having formal education and well qualified to possess the skills and competencies outlined above.                                                                                  | All the Directors of the Company                                                                                                   |
|                         | Experience              | Previous experience in Board or senior management positions in reputed companies/organizations/government.                                                                         |                                                                                                                                    |
|                         | Diversity               | Optimum combination - Gender, ethnic, age, etc. and presence adding value to the Board's stature.                                                                                  |                                                                                                                                    |
|                         | Interpersonal Skills    | Must work well in a group, listen well and communicate their point of view frankly but tactfully.                                                                                  |                                                                                                                                    |
|                         | Interest in the Company | Shall be sincere and evince genuine interest in the affairs of the Company                                                                                                         |                                                                                                                                    |
|                         | Instinct                | Shall have good business instincts and acumen, and ability to get to the crux of the issue quickly. A degree of intuition would also be good.                                      |                                                                                                                                    |
|                         | Ethics and integrity    | Be ethical and maintain integrity at any cost. Adhere to the Codes of Conduct in letter and spirit. In the event of conflict of interest, prioritize the Company                   |                                                                                                                                    |

- ✓ The Skills Matrix stated above are the broader skills, competencies and experience which, in the opinion of the Directors are required for the proper functioning of the Board of MPL.
- ✓ The above Skills Matrix sets out the mix of skills and diversity that the Board currently has or is looking to achieve.
- ✓ These skills are expected of the Directors as a Group and it is not a requirement that each Director should present all of the skills and experience listed. In other words it would be sufficient if the Board collectively present all of the skills and experience listed in the Board Skills Matrix.
- ✓ To ensure that the Directors for the time being as a Group provide the skills and experience required by the Board Skills Matrix, each Director's skills and experience will be assessed from time to time.
- ✓ Gaps, if any identified by such assessment would be considered when filling any vacancies or appointing any additional director to the Board.
- ✓ The Skills Matrix would be reviewed periodically and changes made as deemed appropriate by the Board arising out of regulatory changes or otherwise.

In the opinion of the Board all the above skills/competencies are actually available with the Board as indicated in the above table, which have been determined based on the qualification, experience and performance of the individual Director.

#### iv. Confirmation on Independent Directors

In the opinion of the Board, the Independent Directors fulfil the conditions specified in the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations), and are independent of the Management.

### 3. Audit Committee:

#### i. Terms of reference

The Audit Committee was constituted in August 1990, much earlier to being made mandatory under the Listing Agreement and the Company Law. The terms of reference were reviewed during the year 2005-06 and modified in line with the requirements of Clause 49 of the Listing Agreements with Stock Exchanges. At present, the terms of reference are aligned to the requirements of the Companies Act, 2013 (the Act) and the Regulations.

#### ii. Composition

As on 31<sup>st</sup> March 2025, the Committee comprised of Ms. Latha Ramanathan as Chairperson, Mr. Thanjavur Kanakaraj Arun, Mr. Govindarajan Dattatreyan Sharma and Ms. R Bhuvaneswari as the other Members. The Company Secretary is the Secretary to the Committee.

#### iii. Meetings and attendance

The Committee met five times during the year 2024-25 viz., on 13<sup>th</sup> May 2024, 05<sup>th</sup> August 2024, 04<sup>th</sup> November 2024, 05<sup>th</sup> February 2025 and 27<sup>th</sup> March 2025.

The details of the attendance of the directors at the Audit Committee Meetings are as follows:

| Name                                | Period of Office held during the year | No. of meetings held during the period of office | No. of Meetings attended |
|-------------------------------------|---------------------------------------|--------------------------------------------------|--------------------------|
| Ms. Latha Ramanathan                | From 13.08.2024                       | Three                                            | Three                    |
| Mr. Thanjavur Kanakaraj Arun        | From 13.08.2024                       | Three                                            | Three                    |
| Mr. Govindarajan Dattatreyan Sharma | Full year                             | Five                                             | Five                     |
| Ms. R Bhuvaneswari                  | Full year                             | Five                                             | Three                    |
| Mr. G Chellakrishna                 | Upto 12.08.2024                       | Two                                              | One                      |
| Ms. Sashikala Srikanth              | Upto 12.08.2024                       | Two                                              | Two                      |

#### 4. Nomination and Remuneration Committee:

##### i. Composition, terms of reference and meeting

As on 31<sup>st</sup> March 2025, the Committee comprised of Mr. Govindarajan Dattatreyan Sharma as the Chairperson, Ms. Latha Ramanathan, Ms. R Bhuvaneswari and Lt. Col. (Retd.) Chatapuram Swaminathan Shankar as the other Members.

The terms of reference include the following, viz., to identify persons who are qualified to become directors and who may be appointed in senior management, recommend to the Board appointment and removal of the directors, evaluate the performance of the directors, formulate criteria for determining qualifications, positive attributes and independence of a director, recommend to the Board a policy relating to the remuneration to the directors, key managerial personnel and other employees, devise policy on Board diversity and such other matter as may be prescribed under the Act, the Rules made thereunder and the Listing Regulations.

The Committee met three times during the year 2024-25 viz., on 13<sup>th</sup> May 2024, 05<sup>th</sup> August 2024 & 05<sup>th</sup> February 2025.

The details of the attendance of the directors at the Nomination and Remuneration Committee Meetings are as follows:

| Name                                            | Period of Office held during the year | No. of meetings held during the period of office | No. of Meetings attended |
|-------------------------------------------------|---------------------------------------|--------------------------------------------------|--------------------------|
| Mr. Govindarajan Dattatreyan Sharma             | Full year                             | Three                                            | Three                    |
| Mr. G Chellakrishna                             | Upto 12.08.2024                       | Two                                              | One                      |
| Lt. Col. (Retd.) Chatapuram Swaminathan Shankar | Full Year                             | Three                                            | Three                    |
| Ms. R Bhuvaneswari                              | Full year                             | Three                                            | One                      |
| Ms. Latha Ramanathan                            | From 13.08.2024                       | One                                              | One                      |

##### ii. Criteria for evaluation of the performance of the Independent Directors:

The criteria for evaluation of the performance of Independent Directors, include their qualification, experience, competency, knowledge, understanding of respective roles (as Independent Director and as a member of the Committee of which they are Members/Chairpersons), adherence to Codes and ethics, conduct, attendance and participation in the meetings, etc.

#### 5. Remuneration of Directors

##### i. Remuneration policy and criteria for making payments to Non-Executive Directors

The Remuneration Policy of the Company as approved by the Board inter alia, contains the criteria for appointment of Independent Directors, Executive Directors, Key Managerial Personnel and other employees, manner of appointment, remuneration policy for Executive and Non-Executive Directors, Guiding principles for fixing remuneration to employees who are not directors, etc. The following is the Remuneration Policy for Directors.

##### a. For Executive Directors

The remuneration of the Whole Time/Executive Directors shall comprise of a fixed component and a performance linked pay, as may be fixed by the Nomination and Remuneration Committee (NRC) and subsequently approved by the Board of Directors and Members. Performance Linked Pay shall be payable based on the performance of the individual and the Company during the year. Remuneration trend in the industry and in the region, academic

background, qualifications, experience and contribution of the individual are to be considered in fixing the remuneration. These Directors are not eligible to receive sitting fees for attending the meetings of the Board and Committees.

The performance linked pay is determined as per the appraisal system in vogue which takes into account the performance of the Company and also the individual, consistency in rating received and related matters. Based on the final rating, the PLP is varied every year, which may be higher or lower than the amount fixed and paid during the subsequent year. Therefore, the actual amount received may vary from the remuneration fixed.

#### **b. For Non-Executive Directors**

The Non-Executive Directors will be paid sitting fees for attending the Board and Committee Meetings as per the stipulations in the Act, and the Articles of Association of the Company and as recommended by the NRC. Different scales of sitting fee may be fixed for each category of the directors and type of meeting. However, the fees payable to the Independent Directors and Woman Directors shall not be lower than the fee payable to other categories of directors.

In addition to this, the travel and other expenses incurred for attending the meetings are to be met by the Company. Subject to the provisions of the Act and the Articles of Association, the Company in General Meeting may by special resolution sanction and pay to the Directors remuneration not exceeding 1% of the net profits of the Company computed in accordance with the relevant provisions of the Act. The Company shall have no other pecuniary relationship or transactions with any Non-Executive Directors.

- ii. None of the non-executive directors had any pecuniary relationship with the Company other than receipt of sitting fees.

#### **iii. Details of remuneration paid to the Directors**

##### **a. Executive Directors**

- ✓ Remuneration paid to Mr. G R Sridhar, Whole-Time Director (Operations) during the year was ₹ 51.75 lakh, comprising ₹ 41.77 lakh as Salary & Allowances, PLP of ₹ 5.89 lakh and Perquisites of ₹ 2.71 lakh.
- ✓ Remuneration paid to Mr. R Chandrasekar, Managing Director & Chief Executive Officer - MPL Group during the year was ₹ 120.52 lakh, comprising ₹ 94.66 lakh as Salary & Allowances, PLP of ₹ 25 lakh and Perquisites of ₹ 0.86 lakh.
- ✓ In addition to the above, contribution to Provident and Superannuation Funds were made to above said two directors as per applicable law/rules/terms of employment.
- ✓ The Executive Directors are under contracts of employment with the Company which stipulates a notice period of 3 months from either side for early separation and no severance fee is payable.

*Note: PLP paid is for FY 2023-24.*

##### **b. Non-Executive Directors**

During the year an aggregate amount of ₹42 lakh was paid to the Non-Executive Directors as Sitting Fees for attending the Board Meetings as stated below:

- Mr. Ashwin C Muthiah, Ms. Devaki Muthiah Chardon, Mr. Govindarajan Dattatreyan Sharma, Lt. Col (Retd.) Chatapuram Swaminathan Shankar, Dr. N. Sundaradevan, IAS (Retd.), and Mr. Thanjavur Kanakaraj Arun ₹5 Lakh each.
- Ms. Latha Ramanathan, Ms. R Bhuvaneswari ₹ 3 Lakh (paid to TIDCO)
- Mr. Hugo Chardon – ₹2 Lakh

- Mr. Madras Niranjhan Srinivasan – ₹1 Lakh
- Mr. G Chellakrishna and Ms. Sashikala Srikanth - ₹1 Lakh & ₹ 2 Lakh respectively.

In addition to the above pursuant to the approval of the Members by way of a special resolution through Postal Ballot on 09<sup>th</sup> August 2024, an equal amount of ₹45 Lakh was paid to the Non-Executive Directors as remuneration for FY 2023-24 out of the available profits. The payment was made during August 2024.

**c. No Employee Stock Option has been offered by the Company to any of the directors.**

## **6. Stakeholders' Relationship Committee**

### **i. Chairperson and Compliance Officer**

As on 31<sup>st</sup> March 2025, the Committee comprised of Mr. Thanjavur Kanakaraj Arun, Chairperson, Mr. Govindarajan Dattatreya Sharma, Ms. R Bhuvaneswari and Mr. R Chandrasekar as Members. Mr. R Swaminathan, Company Secretary was the Compliance Officer upto 06<sup>th</sup> February 2025 thereafter Mr. G Sri Vignesh was appointed as the Company Secretary and Compliance Officer w.e.f. 07<sup>th</sup> February 2025. During the year the Committee met on 25<sup>th</sup> March 2025, at which all the Members were present.

### **ii. Details of complaints received and pending**

As per the information provided by the RTA there were no pending complaints as at the beginning of the year. During the year 30 complaints were received. All the complaints were redressed by the Company/RTA to the satisfaction of the shareholders except 5 pending complaints as at the year-end which has been resolved during April 2025.

## **7. Risk Management Committee**

### **i. Terms of reference**

The Company has established a structured framework for addressing business risk management issues. A risk management plan has been framed, implemented and monitored by the Board through the Risk Management Committee (RMC). The terms of RMC are as prescribed under the Regulations and the role of the RMC have been explained in detail in the RM policy framed pursuant to the Regulations, as amended.

### **ii. Composition**

As on 31<sup>st</sup> March 2025, the Committee comprised of Mr. Thanjavur Kanakaraj Arun as Chairperson, Ms. Latha Ramanathan, Ms. R. Bhuvaneswari and Mr. R Chandrasekar, as other members.

### **iii. Meeting and Attendance**

The Committee met four times during the year 2024-25 viz., 09<sup>th</sup> May 2024, 30<sup>th</sup> July 2024, 04<sup>th</sup> November 2024 and 30<sup>th</sup> January 2025.

The details of the attendance of the directors at the Risk Management Committee Meetings are as follows:

| <b>Name</b>                  | <b>Period of Office held during the year</b> | <b>No. of meetings held during the period of office</b> | <b>No. of Meetings attended</b> |
|------------------------------|----------------------------------------------|---------------------------------------------------------|---------------------------------|
| Mr. Thanjavur Kanakaraj Arun | Full year                                    | Four                                                    | Four                            |
| Ms. Latha Ramanathan         | From 13.08.2024                              | Two                                                     | Two                             |
| Ms. R Bhuvaneswari           | Full Year                                    | Four                                                    | Three                           |

| Name                   | Period of Office held during the year | No. of meetings held during the period of office | No. of Meetings attended |
|------------------------|---------------------------------------|--------------------------------------------------|--------------------------|
| Mr. R Chandrasekar     | Full year                             | Four                                             | Four                     |
| Ms. Sashikala Srikanth | Upto 12.08.2024                       | Two                                              | Two                      |

## 8. General Body Meetings

### i. Annual General Meetings:

| AGM              | Year | Venue                                                 | Date       | Time             |
|------------------|------|-------------------------------------------------------|------------|------------------|
| 36 <sup>th</sup> | 2022 | Through Video conferencing / Other Audio-Visual Means | 28.09.2022 | 02.30 p.m. (IST) |
| 37 <sup>th</sup> | 2023 |                                                       | 25.09.2023 | 02.00 p.m. (IST) |
| 38 <sup>th</sup> | 2024 |                                                       | 18.09.2024 | 02.00 p.m. (IST) |

### ii. Special Resolutions:

During 38<sup>th</sup> AGM held on 18.09.2024, the following special resolution was passed:-

- Approval of appointment of Ms. Latha Ramanathan (DIN: 07099052) as an Independent Director of the Company.

No special resolutions were passed in the previous two Annual General Meetings except as stated above.

### iii. Passing of Special Resolution by Postal Ballot:

During the year 2024-25, the Company passed Special Resolutions through Postal Ballots for

- Appointment and fixing of remuneration of Mr. G R Sridhar (DIN: 10596912), as a Wholetime Director (Operations) of the Company.

Since the number of votes cast in favour exceeded three fourths of the number of votes cast against, the resolution was passed with requisite majority [assent of 99.5075%]

- Redesignation, appointment and fixing of remuneration of Mr. R Chandrasekar (DIN: 06374821) as Managing Director of the Company

Since the number of votes cast in favour exceeded three fourths of the number of votes cast against, the resolution was passed with requisite majority [assent of 99.9606%]

- Approval for payment of remuneration to the Non-Executive Directors for Financial Year 2023-24

Since the number of votes cast in favour exceeded three fourths of the number of votes cast against, the resolution was passed with requisite majority [assent of 99.9549%]

M/s. B. Chandra & Associates, Practicing Company Secretaries, Chennai were the scrutinizers for the Postal Ballots processes.

The processes were completed on 09<sup>th</sup> August 2024 and the result was announced on 12<sup>th</sup> August 2024.

At present there is no proposal to pass any special resolution through postal ballot except the one through Postal Ballot Notice dated 5<sup>th</sup> February 2025 sent Members/Shareholders in electronic form on 4<sup>th</sup> April 2025 for their approval bearing:

### Ordinary Resolution:

1. Appointment of Mr. Hugo Patrice Michel Chardon (Mr. Hugo Chardon) (DIN: 10919071), as a Director of the Company.

### Special Resolution:

2. Appointment of Mr. Niranjhan Madras Srinivasan (DIN: 01650785) as an Independent Director of the Company.
3. Re-designation and appointment of Mr. R Chandrasekar, Managing Director (DIN: 06374821) as Managing Director & CEO – MPL Group.
4. Re-designation of Mr. G R Sridhar, Wholetime Director (Operations) (DIN: 10596912) as Wholetime Director (Head of Plant Operations) and revision in remuneration.

The procedure to postal ballot would be as prescribed under the Act. Rules and other directions of MCA/SEBI.

### 9. Means of communication

As stipulated under Regulation 33 read with Regulation 47, the Quarterly Results are intimated to the Stock Exchanges and published in one English National Newspaper (Financial Express) and one Tamil Newspaper (Makkal Kural). The results are also displayed on the website of the Company viz., [www.manalipetro.com](http://www.manalipetro.com). The information stipulated under Regulation 46 of the Regulations are also available on the website of the Company. In addition, official press/news releases and several other details/information of interest to various stakeholders are submitted to the Stock Exchanges/made available on the website.

### 10. General Shareholder Information

#### i. Annual General Meeting

The thirty ninth AGM of the Company is scheduled to be held on 16<sup>th</sup> September 2025 at 2.00 P.M. [IST] through Video Conferencing (VC)/Other Audio Visual Means (OAVM). For further information please refer the Notice of AGM.

#### ii. Financial year

The financial year of the Company commences on 1<sup>st</sup> April and ends on 31<sup>st</sup> March.

#### iii. Dividend payment date

Subject to declaration at the ensuing AGM, the dividend for the year 2024-25 will be paid within the stipulated timelines, net of the applicable withholding taxes.

#### iv. Listing Details and Stock Code

| NAME AND ADDRESS OF EXCHANGE                                                                                                             | STOCK CODE |
|------------------------------------------------------------------------------------------------------------------------------------------|------------|
| BSE Limited (BSE)<br>Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001                                                             | 500268     |
| National Stock Exchange of India Limited (NSE)<br>Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East),<br>Mumbai- 400 051. | MANALIPETC |

Listing fees upto 2025-26 have been paid to the aforesaid exchanges.

#### v. Registrar and Share Transfer Agent:

All the share registry works in respect of both physical and demat segments are handled by a single common agency M/s Cameo Corporate Services Limited, Subramanian Building, No. 1, Club House Road, Chennai – 600 002, as the Registrar and Share Transfer Agent (RTA) of the Company for all aspects of investor servicing relating to shares.

#### vi. Share Transfer System:

Requests for share transfer, transmissions, transpositions etc., are processed by the RTA and returned within the stipulated time, if the documents are found to be in order. The routine requests from shareholders like transfer, transmission, transposition, change of name etc., were approved by the Managing Director / Whole-time Director / Company Secretary and the details are placed before the Stakeholders' Relationship Committee and the Board.

Pursuant to proviso to Regulation 40 (1) of the Regulations, effective from 1<sup>st</sup> April 2019 transfer of securities other than transmission or transposition of names is not processed by the Company in physical form. Except those permitted under the relevant circulars of SEBI.

Effective from 25<sup>th</sup> January 2022, pursuant to SEBI's Directives, issue of share certificates has been dispensed with and wherever relevant, only Letters of Confirmation (LoC) are provided for the shareholders to dematerialize the shares within the stipulated time.

#### vii. Distribution of shareholding as on March 31, 2025:

| Range of Shares |         | Holders |               | Shares              |               |
|-----------------|---------|---------|---------------|---------------------|---------------|
| From            | To      | No      | %             | No                  | %             |
| 1               | 100     | 79,271  | 48.27         | 29,01,497           | 1.69          |
| 101             | 500     | 63,583  | 38.72         | 1,52,23,134         | 8.85          |
| 501             | 1,000   | 11,299  | 6.88          | 88,32,540           | 5.13          |
| 1,001           | 2,000   | 5,157   | 3.14          | 77,04,924           | 4.48          |
| 2,001           | 3,000   | 1,655   | 1.00          | 42,68,490           | 2.48          |
| 3,001           | 4,000   | 736     | 0.45          | 26,42,855           | 1.54          |
| 4,001           | 5,000   | 721     | 0.44          | 34,40,277           | 2             |
| 5,001           | 10,000  | 1,032   | 0.63          | 77,96,442           | 4.53          |
| 10,001          | & above | 777     | 0.47          | 11,91,89,070        | 69.30         |
| <b>Total</b>    |         |         | <b>100.00</b> | <b>17,19,99,229</b> | <b>100.00</b> |

#### viii. Dematerialization of shares and liquidity

The shares, listed in BSE and NSE are to be traded only in dematerialized form. The ISIN of the shares is INE201A01024. As at March 31, 2025, 16,76,96,063 shares were held in dematerialized form, representing about 97.50% of the total shares. The shares are traded regularly on BSE and NSE.

ix. The Company has not issued any convertible instruments.

x. **Location of Plants:** Plant I : Ponneri High Road, Manali, Chennai – 600 068

Plant II: Sathangadu Village, Manali, Chennai – 600 068

#### xi. Address for correspondence

Investors may contact the Registrar and Transfer Agent for matters relating to shares, dividends, annual reports and related issues at the following address viz., **Cameo Corporate Services Ltd, Subramanian Building, V Floor, No: 1, Club House Road, Chennai – 600 002.** Phone: 044 - 28460390/28460394 & 28460718, Fax 044 - 28460129, Online Investor Portal: <https://wisdom.cameoindia.com/>

For other general matters or in case of any difficulties/grievances investors may contact: Mr. G. Sri Vignesh, Company Secretary and Compliance Officer, at the Registered Office of the Company, Phone/Fax: 044-22351098 E-mail [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com)

## 11. Other Disclosures

- i. There were no materially significant related party transactions that had potential conflict with the interests of the Company at large. Transactions with the related parties under Ind AS-24 are disclosed in the Notes to Financial Statements.
- ii. There have been no instances of non-compliance by the Company on any matters related to the capital markets nor have any penalty/strictures been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on such matters.
- iii. As stipulated under the Act and the Regulations a Whistle Blower Policy has been framed, the text of which has been uploaded on the website of the Company. No personnel have been denied access to the Audit Committee.
- iv. All the mandatory requirements of Corporate Governance under the Regulations have been complied with.
- v. Details of Material Subsidiary of the Company:

| Name of the Material Subsidiary             | Date of Incorporation | Place of Incorporation | Details of Statutory Auditor                                                                      |
|---------------------------------------------|-----------------------|------------------------|---------------------------------------------------------------------------------------------------|
| AMCHEM Speciality Chemicals Private Limited | 17.09.2015            | Singapore              | JBS Practice PAC Public Accountants and Chartered Accountants<br>05.04.2016 (date of appointment) |

The policy for determining material subsidiaries is disclosed on the website of the Company under the link <https://www.manalipetro.com/wp-content/uploads/2025/04/MATERIAL-SUBSIDIARY-2025-WEB.pdf>

- vi. The policy on dealing with related party transactions is disclosed on the website of the Company under the link [www.manalipetro.com/wp-content/uploads/2025/04/RPT-Policy-2025.pdf](http://www.manalipetro.com/wp-content/uploads/2025/04/RPT-Policy-2025.pdf)
  - vii. The Company mainly sources its materials domestically and the exports are not substantial and so there has been no major commodity price risk faced. Accordingly, there has been no commodity hedging activities undertaken by the Company. As regards the Foreign exchange risks, the Company takes forward contracts based on the exposure and extant market conditions and details of hedging are available in the financial statements.
  - viii. Mrs. B Chandra, Practicing Company Secretary has certified that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority.
  - ix. During the year no complaints were filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
  - x. There were no payments to the Statutory Auditor or other entities in the network firm/network entity of which the statutory auditor is a part by the Company or its subsidiaries, other than the audit fee and fee for other services as disclosed in the financial statements.
  - xi. There were no loans and advances given by the Company or its subsidiaries to firms / companies in which directors are interested.
12. All the requirements of corporate governance report specified in Sub-paras (2) to (10) of Para C of Schedule V to the Regulations have been complied with.
13. The details of adoption of discretionary requirements as stipulated in Part E of Schedule II are as follows:
- There have been no modified opinions on the financial statements and the Company is under a regime of unmodified audit opinions.

- The Company has appointed separate persons for the post of Chairman and Wholetime Director / Managing Director.
  - The Company has appointed a third-party firm as the internal Auditors which carries out the audit and the report is presented to the Audit Committee for review and further directions.
14. The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and Regulation 46 (2) (b) to (i) of the Regulations.
15. A Management Discussion and Analysis Report has been presented as part of the Directors' Report.
16. Details of SMP during the year under review as at 31<sup>st</sup> March 2025:
- a. Mr. Shivaram Narayanan, Chief Operating Officer
  - b. Ms. K Lalitha, CFO
  - c. Mr. G Sri Vignesh, CS
  - d. Dr. Sundar Saimani, Sr. GM (Sales & Marketing and R&D)
  - e. Mr. T Thangasagaran, AVP (Project & TS)
  - f. Mr. R Muthu, DGM (HR)
  - g. Mr. Govardhan Ravi, Sr. GM (Marketing) (upto 06.12.2024)
17. Details of Agreements under Regulation 30A of SEBI Listing Regulations, 2015:
- Number of subsisting agreements: 1
- Details of Agreements :
- [https://www.manalipetro.com/wp-content/uploads/2023/12/Reg\\_30A\\_14082023.pdf](https://www.manalipetro.com/wp-content/uploads/2023/12/Reg_30A_14082023.pdf)

## Annexure B

### Declaration by MD & CEO

(Pursuant to clause D of Schedule V to the Regulations)

This is to declare that the Members of the Board and Personnel have affirmed compliance with the respective Codes of Conduct as required under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Place: Chennai  
Date: 11.08.2025

R Chandrasekar  
DIN: 06374821  
**Managing Director & CEO – MPL Group**

## **CERTIFICATE ON CORPORATE GOVERNANCE COMPLIANCE**

**[Pursuant to Clause E of Schedule V to the SEBI (LODR) Regulations, 2015]**

### **COMPLIANCE CERTIFICATE FROM PRACTICING COMPANY SECRETARY REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

1. I have examined the compliance of conditions of Corporate Governance by Manali Petrochemicals Limited, for the year ended on 31<sup>st</sup> March, 2025, as stipulated under the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period 1<sup>st</sup> April 2024 to 31<sup>st</sup> March 2025, with the relevant records and documents maintained by the Company and furnished to us.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. My examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance as stipulated in the said Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. Based on the aforesaid examination and according to the information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Regulations.
4. I further state that, such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company

**Name of Company Secretary in Practice : B.CHANDRA**

ACS No.: 20879

C P No.: 7859

Place : Chennai

UDIN: A020879G000973151

Date : 11.08.2025

PEER REVIEW 6198/2024

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## Certificate on Non-Disqualification of Director

To  
 The Members,  
 Manali Petrochemicals Limited,  
 SPIC House 88, Old No. 97,  
 Mount Road, Guindy,  
 Chennai – 600 032

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of MANALI PETROCHEMICALS LIMITED having CIN L24294TN1986PLC013087 and having registered office at SPIC House 88, Old No. 97, Mount Road, Guindy, Chennai – 600 032 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below as at the end of the Financial Year 2024-25, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Chennai or any such other Statutory Authority.

My responsibility is limited to examination of the Secretarial records made available to me by the Company in more particular the declarations made by the Directors to the Company under Sections 184, 149 and 164 of the Companies Act, 2013 and the data available in the public domain in the G2B portal [www.mca.gov.in](http://www.mca.gov.in) Pursuant to the above, this is to certify:

1. The following were the Directors of the Company as on 31.03.2025.
2. No information or record has come to my notice that any of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority.

| Sl. No. | Name of the Director            | DIN      |
|---------|---------------------------------|----------|
| 1       | Ashwin Muthiah Chidambaram      | 00255679 |
| 2       | Thanjavur Kanakaraj Arun        | 02163427 |
| 3       | Sundaradevan Nanjiah            | 00223399 |
| 4       | Govindarajan Dattatreyan Sharma | 08060285 |
| 5       | Shankar Chatapuram Swaminathan  | 08397818 |
| 6       | Chandrasekar                    | 06374821 |
| 7       | Ramadoss Bhuvaneshwari          | 06360681 |
| 8       | Devaki Ashwin Muthiah           | 10073541 |
| 9       | Niranjhan Madras Srinivasan     | 01650785 |
| 10      | Hugo Patrice Michel Chardon     | 10919071 |
| 11      | Latha Ramanathan                | 07099052 |
| 12      | Gopala Rammohan Sridhar         | 10596912 |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. My responsibility is to express an opinion on these based on my

verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is being issued based on specific request made by M/s Manali Petrochemicals Limited (hereinafter referred to as “the Company”) pursuant to the requirement under Para C Sl. No. 10 (i) of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (LODR).

This certificate is issued for the limited purpose of making necessary disclosures in the Corporate Governance Report to be furnished in the Annual Report of the Company for the year 2024-25 pursuant to Para C of Sch V to the LODR and not to be used for any other purpose without prior approval of the undersigned

**B. CHANDRA**

Practising Company Secretary

Membership No. 20879

Certificate of Practice No. 7859

UDIN: A020879G000973061

Peer Review No. 6198/2024

Date : 11.08.2025

Place: Chennai

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31.03.2025**

To,  
The Members,  
Manali Petrochemicals Limited,  
SPIC House 88,  
Mount Road, Guindy,  
Chennai – 600 032

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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I 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.

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.

I further add due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

Name of Company Secretary in Practice : **B.CHANDRA**

Date : 11.08.2025

ACS No.: 20879

Place: Chennai

C P No.: 7859

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31.03.2025**

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

To

The Members,  
Manali Petrochemicals Limited,  
SPIC House 88, Old No.97,  
Mount Road, Guindy,  
Chennai – 600 032

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **Manali Petrochemicals Limited** bearing CIN L24294TN1986PLC013087 (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2025, 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2025, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - d. The Securities and Exchange Board of India (Listing obligations and Disclosure requirements) Regulations, 2015.

I was informed that the company, during the year, was not required to comply with the following regulations and consequently not required to maintain any books, papers, minute books or other records or file any forms/ returns under:

- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- b. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - c. The Securities and Exchange Board of India (Issue and Listing of Debt securities) Regulations, 2008; and
  - d. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018;
- (vi) In addition to the compliance with laws applicable to Factories and labour laws pertaining to the same, based on the study of the systems and processes in place and a review of the reports of (1) Occupier/ Manager of the factories plant 1 & 2 located in Manali which manufacture Petrochemicals (2) Internal Audit Reports (3) the compliance reports made by the functional heads of various departments which are submitted to the Board of Directors of the Company, I report that the Company has complied with the following industry specific statutes and the rules made there under to the extent it is applicable to them:
- Factories Act, 1948 and Manufacture, Storage and Import of Hazardous Chemical Rules, 1989
  - Drugs and Cosmetics Act, 1940
  - The Environmental Impact Assessment Notification, 2006
  - Explosives Act, 1884
  - The Environment (Protection) Act, 1986
  - The Water (Prevention and Control of Pollution) Act, 1974
  - The Air (Prevention and Control of Pollution) Act, 1981

In addition to the above the following acts with respect to establishing a factory and labour laws have also been complied with:

- Industrial Disputes Act, 1947
- The Payment of Wages Act, 1936
- The Minimum Wages Act, 1948
- Employees' State Insurance Act, 1948
- The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- The Payment of Bonus Act, 1965
- The Payment of Gratuity Act, 1972
- The Contract Labour (Regulation & Abolition) Act, 1970
- The Maternity Benefit Act, 1961
- The Child Labour (Prohibition & Regulation) Act, 1986
- The Industrial Employment (Standing Order) Act, 1946
- The Employees' Compensation Act, 1923
- Workmen's Compensation Act 1923
- The Apprentices Act, 1961
- The Employment Exchange (Compulsory Notification of Vacancies) Act, 1959
- Tamil Nadu Labour Welfare Fund Act, 1972
- Tamil Nadu Shops and Establishment Act, 1947
- National and Festival Holidays Act, 1958
- Conferment of Permanent Status Act, 1981
- The Tamil Nadu Panchayats Act, 1994
- The Legal Metrology Act, 2009
- Industries (Development & Regulation) Act, 1951
- Tamil Nadu Tax on Consumption or Sale of Electricity Act, 2003

- The Electricity Act, 2003
- The Energy Conservation Act, 2001
- The Public Liability Insurance Act, 1991
- The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

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

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

I further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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 subject to the above.
- Adequate notice is given to all the 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.
- Based on the minutes made available to me, I report that Majority decision is carried through and that there were no dissenting votes from any Board members that are required to be captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor, report deviations, if any, to the Board, take corrective actions and ensure compliance with applicable laws, rules, regulations and guidelines.

I further state that

1. Suo moto case filed by the National Green Tribunal Southern Zone against the industries located in Manali location, was disposed off with certain directions, inter alia, for creation of Manali Environment Relief Fund with a contribution 1% of the annual turnover to its corpus, which has now been quashed by the High Court of Madras vide order dated 14<sup>th</sup> March 2024.
2. In July 2019, the Principal Bench of the National Green Tribunal (NGT), New Delhi, initiated Suo moto proceedings including MPL. Following these orders, the TNPCB served demand notices requiring payment of Rs. 1 crore for each of its Plants 1 and 2. MPL disputed these allegations, providing supporting data and contesting the compensation demand. A meeting to address these concerns was scheduled for March 2020 but was postponed due to the COVID-19 pandemic. Subsequently, in September 2020, the Supreme Court stayed the enforcement of the NGT Principal Bench's order. In February 2022, the Supreme Court disposed of the case, directing individual industrial units to approach the relevant regional NGT Benches.

TNPCB's response to the reply submitted by MPL in February 2020 is still pending, impacting plans for further action.

Name of Company Secretary in Practice : **B.CHANDRA**

ACS No.: 20879

C P No.: 7859

Date: 11.08.2024

Place: Chennai

UDIN: A020879G000972940

Peer Review No: 6198/2024

**Annexure D**
**DISCLOSURE UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

Details of top 10 employees in terms of remuneration received during the year are as below:

| Name                          | Designation                        | Rem.<br>₹ lakh | Qualification                                               | Exp.<br>Yrs. | DOJ        | Age | Last Employment                                     |
|-------------------------------|------------------------------------|----------------|-------------------------------------------------------------|--------------|------------|-----|-----------------------------------------------------|
| Chandrasekar R                | MD & CEO – MPL Group               | 132.58         | ACA                                                         | 36           | 03.11.2022 | 61  | SICAGEN India Limited – Wholetime Director          |
| R Swaminathan <sup>@</sup>    | Company Secretary                  | 67.56          | ACS, ICMA, LLB                                              | 28           | 14.10.2022 | 48  | Va Tech Wabag Limited – Company Secretary           |
| Sridhar G R                   | Wholetime Director                 | 55.27          | B. E (Chem)                                                 | 34           | 17.01.2022 | 55  | Ultra Marine Pigments – AVP (Operations)            |
| Thangasagaran T               | GM – Projects & Technical Services | 46.39          | M. Tech (Chem)                                              | 33           | 04.11.1996 | 57  | Thirumalai Chemicals                                |
| K Murugan Kannan <sup>#</sup> | Senior Manager (Marketing)         | 36.83          | MBA (Marketing & Finance)                                   | 14           | 03.04.2017 | 37  | Tamilnadu Petroproducts Limited – Assistant Manager |
| Lalitha K                     | Chief Financial Officer            | 32.36          | B.Com, ICMA                                                 | 19           | 18.10.2006 | 40  | -                                                   |
| Swamydurai AR                 | DGM – Operations                   | 32.03          | DCT                                                         | 35           | 17.07.1989 | 54  | -                                                   |
| Kaleeswaran A                 | Manager – R&D                      | 28.74          | B.Sc (Chem), BGDPT, MBA (OMEM)                              | 20           | 01-03-2024 | 45  | BASF India                                          |
| R Raghuraman                  | Manager – Projects                 | 28.38          | B.Tech (Chem), M.Tech (Petroleum Refinery & Petrochemicals) | 14           | 22-09-2011 | 38  | -                                                   |
| Jyoti Prakash Pani            | Senior Manager – Finance           | 27.05          | ACA, ACS                                                    | 12           | 21-09-2022 | 40  | Tube Investments                                    |

**Notes:**

1. The above employments are contractual.
2. The remuneration shown above includes contributions to Provident and other Funds.
3. None of the above-mentioned employees neither hold shares in the Company nor related to directors of the Company

**Others:**
<sup>@</sup> Resigned and relieved from the services w.e.f. 06.02.2025

<sup>#</sup> Resigned and relieved from the services w.e.f. 28.03.2025

**PARTICULARS AS REQUIRED UNDER RULE 3 OF THE COMPANIES (ACCOUNTS) RULES, 2014  
FOR THE YEAR ENDED 31<sup>st</sup> MARCH 2025**

The Details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as prescribed under Section 134(3)(m) of the Companies Act, 2013, are furnished below for the year ended 31<sup>st</sup> March 2025, to the extent applicable:

**A. Conservation of Energy**

**i. Steps taken for utilizing alternate sources of energy:**

- ✓ Successful transition in both Plant-1 and Plant-2 to Regasified Liquefied Natural Gas (R-LNG) as the exclusive thermal energy source. This shift, facilitated by the introduction of Low NOx burners, significantly reduces greenhouse gas emissions and aligns with national and global climate goals.
- ✓ The Company had secured a power purchase agreement under a captive generation scheme with third parties, targeting approximately 68% of its annual electricity needs from renewable sources like solar and wind power. This initiative, designed to promote sustainability and reduce greenhouse gas emissions, experienced partial commencement of power supply.
- ✓ In Plant 1, steps have been taken for implementation of an in-house solar power system, integrating rooftop and floating arrays. The same is expected to increase the contribution of renewable energy sources.

**ii. Capital investment in conservation of energy:**

- ✓ Installation of Vapor Absorption Machine (VAM) in Plant 1 was successfully completed during the year. The same will benefit in reducing the annual power consumption by approximately 3,63,000 units.

**iii. Other Measures:**

- ✓ A comprehensive upgrade was undertaken by replacing all existing fan blades with FRP blades. This included an additional four fans, each demonstrating a power saving of 7.5 kW. Consequently, the initiative resulted in a total power consumption reduction of 30 units per hour. Furthermore, a fan-less cooling tower was successfully installed and is currently operational in the Plant 1 WWTP.
- ✓ For all new projects, the use of IE4 motors is mandated wherever possible. For existing IE1 and IE2 motors, replacements are being carried out in a phased manner. IE4 motors offer the highest energy efficiency available, leading to significant energy savings, lower operational costs, reduced carbon footprint, and enhanced long-term reliability.
- ✓ In Plant P2, replacing the reciprocating instrument air compressor with an oil free screw compressor has resulted in an average power saving of 50 units per hour. This translates to approximately a 41.36% reduction in the energy consumption associated with instrument air generation for the plant.
- ✓ The implementation of the Tail Gas Recovery System (APH system) in Boiler P1 flue gas path was completed. This project has achieved a savings of 19 mmBtu of R-LNG/day, resulting in a 2% improvement in boiler efficiency.
- ✓ In P2, a heat pump system was implemented to preheat the demineralized water which is used as make up water for boiler feedwater using the waste heat of effluent water going to ETP for treatment. This initiative have resulted in a R-LNG saving of 38 mmBtu/day.

- ✓ The implementation of a unique Instrument Air Dryer (IAD) system, combining refrigeration cum heat cycle technologies, has yielded significant performance enhancements. Preliminary data indicates a power reduction of 8.5 units per hour, representing a notable improvement over the previous system. Furthermore, the new IAD demonstrates enhanced dew point control, contributing to improved instrument air system.

## **B. Technology Absorption**

- i. Efforts made in technology absorption and benefits derived like product improvement, cost reduction, product development or import substitution:
  - ✓ Technology for manufacture has already been fully absorbed at the time of setting up the plant in the initial years for manufacture of Propylene Oxide, Propylene Glycol and Polyols. In the recent past, no new technology was imported by the Company for these operations.
  - ✓ As part of continual product improvement efforts, a large-scale 16,000-liter polyester polyol production plant was successfully commissioned on 21<sup>st</sup> January 2024. Procurement and erection activities for the second production train are currently in progress to further enhance capacity.
  - ✓ A new boiler equipped with a low-NOx emission burner, designed to operate exclusively on RLNG, has been ordered for the P2 plant. The boiler is currently under manufacturing and is expected to be commissioned by December 2025, contributing to reduced emissions and improved environmental compliance. New Boiler with low NOx emission burner using RLNG only as fuel for P2 has been ordered and under manufacturing. It is expected to be commissioned during FY 2025-26.
  - ✓ A new boiler equipped with a low-NOx emission burner, designed to operate exclusively on RLNG, has been ordered for the P2 plant. The boiler is currently under manufacturing and is expected to be commissioned by FY 2025-26, contributing to reduced emissions and improved environmental compliance.

## **C. Foreign Exchange Earnings and Outgo**

During the year under review, actual inflow of foreign exchange was ₹ 1,231.08 lakh and actual outflow was ₹ 11,444.24 lakh

**For and on behalf of the Board**

Ashwin C Muthiah

DIN: 00255679

**Chairman**

Place: Chennai

Date: 11.08.2025

**ANNUAL REPORT ON CSR ACTIVITIES FOR FY 2024-25**
**1. Brief outline of the Company's CSR Policy and related information**
The Policy

MPL appreciates that in any society inclusive growth of all the segments is of paramount importance. The Business Community owes its existence and growth to the other components of the Society at large. MPL is committed to contribute its mite for the sustained growth of the Society through various plans and programmes. MPL also believes that as a responsible organization, it can, together with similar such entities, transform the neglected sections of the Society through concerted efforts.

MPL also endeavors to ensure environmental sustainability by adopting best environmental practices and encourages conservation/judicious use of natural resources. MPL looks beyond mere financial resources and aims to undertake such of the activities, which will provide long term benefits to the weaker sections and make them competent to face off the challenges in life. The detailed CSR Policy is available in the website of the Company and the web link is <https://www.manalipetro.com/about-us/csr/>

**2. Composition of the CSR Committee as at 31<sup>st</sup> March 2025**

| S. No. | Name of the Director                | Designation/ Nature                        | Number of meetings of CSR Committee held during the year | Number of meeting of CSR Committee eligible to attend | Number of meetings of CSR Committee attended during the year |
|--------|-------------------------------------|--------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|--------------------------------------------------------------|
| 1      | Mr. Govindarajan Dattatreyan Sharma | Chairperson / Independent Director         | 2                                                        | 2                                                     | 2                                                            |
| 2      | Dr. N Sundaradevan IAS (Retd)       | Member / Independent Director              | 2                                                        | 1                                                     | 1                                                            |
| 3      | Ms. R Bhuvaneswari                  | Member / Non-Executive Director            | 2                                                        | 2                                                     | 2                                                            |
| 4      | Mr. R Chandrasekar                  | Member / Managing Director & CEO-MPL Group | 2                                                        | 2                                                     | 2                                                            |
| 5      | Ms. Sashikala Srikanth <sup>#</sup> | Member / Independent Director              | 2                                                        | 1                                                     | 1                                                            |

<sup>#</sup> Ms. Sashikala Srikanth ceased to be a Director of the Company from close of business hours on 12.08.2024 consequent to completion of her 2<sup>nd</sup> tenure as Independent Director.

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

- Composition of the Committee : <https://www.manalipetro.com/about-us/board-of-directors/>
- CSR Policy and CSR Projects approved by the Board : <https://www.manalipetro.com/about-us/csr/>

4. The 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: **Not applicable**
5.
  - a) Average net profit of the Company as per sub-section (5) of Section 135: ₹ **19,305 Lakh**
  - b) Two percent of the average net profit of the Company: ₹ **386.10 Lakh**
  - c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : **Nil**
  - d) Amount required to be set off for the financial year: **Nil**
  - e) Total CSR obligation for the financial year: ₹ **386.10 Lakh**
6.
  - a) Amount spent on CSR Projects (both Ongoing project and others): ₹ **630 Lakh\***
  - b) Amount spent in Administrative overheads : **Nil**
  - c) Amount spent on Impact Assessment, if applicable : **NA**
  - d) Total amount spent for the financial year : ₹ **168.86 Lakh**  
*(\* the said amount pertains to FY 2021-22 to FY 2024-25)*
  - e) CSR amount spent or unspent for the Financial Year:

|                                            | (₹ in Lakh)                                                           |                  |                                                                                                     |        |                  |
|--------------------------------------------|-----------------------------------------------------------------------|------------------|-----------------------------------------------------------------------------------------------------|--------|------------------|
| Total Amount Spent for the Financial Year. | Unspent Amount                                                        |                  |                                                                                                     |        |                  |
|                                            | 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 |
| 169                                        | 220                                                                   | 30-04-2025       | Not Applicable                                                                                      |        |                  |

f) Excess amount for set-off: NA

7. **Details of Unspent CSR amount for the preceding three Financial Year:** (₹ in Lakh)

| Sl. No. | Preceding Financial Year | Total Amount transferred to Unspent CSR Account as per Section 135(6) |            | Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹) | Amount spent in the Financial Year (in ₹) | Amount transferred to a fund as specified under Schedule VII as per section 135(5), if any. |                  | Amount remaining to be spent in succeeding financial years. (in ₹) |
|---------|--------------------------|-----------------------------------------------------------------------|------------|----------------------------------------------------------------------------------|-------------------------------------------|---------------------------------------------------------------------------------------------|------------------|--------------------------------------------------------------------|
|         |                          |                                                                       |            |                                                                                  |                                           | Amount (In. ₹)                                                                              | Date of Transfer |                                                                    |
| 1       | 2021-22                  | 250                                                                   | 29-04-2022 | 33                                                                               | 33                                        | NA                                                                                          | NA               | 0                                                                  |
| 2       | 2022-23                  | 470*                                                                  | 29-04-2023 | 309                                                                              | 232                                       | NA                                                                                          | NA               | 77                                                                 |
| 3       | 2023-24                  | 470*                                                                  | 29-04-2024 | 470                                                                              | 196                                       | NA                                                                                          | NA               | 274                                                                |

\* Amount transferred to unspent CSR account is in excess of amount required to be transferred under Section 135(6) of the Companies Act, 2013.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year – **No**

9. **Reasons for amount not spent :**

Against the total CSR obligation of ₹ 386.10 lakh for the year 2024-25, a sum of ₹ 168.86 lakh was spent and the balance of ₹ 220 lakh relating to ongoing projects identified by the Board as prescribed under the relevant provisions of the Act and the Rules made thereunder has been deposited in a special account with a scheduled bank and will be spent towards the said projects in accordance with the CSR Rules.

**For and on behalf of the Board of Directors**

Place: Chennai

Date: 11.08.2025

R Chandrasekar

DIN: 06374821

**Managing Director &  
CEO – MPL Group**

G D Sharma

DIN: 08060285

**Chairperson of CSR Committee**

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

(As on 31<sup>st</sup> March 2025)

### BRSR OVERVIEW

**SECTION A** – General disclosures

**SECTION B** – Management and process disclosures

**SECTION C** – Principle-wise performance disclosure

|             |                                                                                                                                     |
|-------------|-------------------------------------------------------------------------------------------------------------------------------------|
| Principle 1 | Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable         |
| Principle 2 | Businesses should provide goods and services in a manner that is sustainable and safe                                               |
| Principle 3 | Businesses should respect and promote the well-being of all employees, including those in their value chains                        |
| Principle 4 | Businesses should respect the interests of and be responsive to all its stakeholders                                                |
| Principle 5 | Businesses should respect and promote human rights                                                                                  |
| Principle 6 | Businesses should respect and make efforts to protect and restore the environment                                                   |
| Principle 7 | Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent |
| Principle 8 | Businesses should promote inclusive growth and equitable development                                                                |
| Principle 9 | Businesses should engage with and provide value to their consumers in a responsible manner                                          |

### SECTION A – GENERAL DISCLOSURES

#### I. Details of the listed entity: -

|    |                                                       |                                                                                        |
|----|-------------------------------------------------------|----------------------------------------------------------------------------------------|
| 1  | Corporate Identity Number (CIN) of the Listed Entity  | L24294TN1986PLC013087                                                                  |
| 2  | Name of the Company                                   | Manali Petrochemicals Limited                                                          |
| 3  | Date of Incorporation                                 | 11 <sup>th</sup> June 1986                                                             |
| 4  | Registered office address                             | SPIC House, No. 88, Mount Road, Guindy, Chennai - 600 032                              |
| 5  | Corporate address -                                   | SPIC House, No. 88, Mount Road, Guindy, Chennai - 600 032                              |
| 6  | E-mail                                                | <a href="mailto:companysecretary@manalipetro.com">companysecretary@manalipetro.com</a> |
| 7  | Telephone                                             | 044-22351098                                                                           |
| 8  | Website                                               | <a href="http://www.manalipetro.com">www.manalipetro.com</a>                           |
| 9  | Financial year for which reporting is being done      | 1 <sup>st</sup> April 2024 to 31 <sup>st</sup> March 2025                              |
| 10 | Name of the Stock Exchange(s) where shares are listed | a. National Stock Exchange of India Limited (NSE)<br>b. BSE Limited (BSE)              |
| 11 | Paid-up Capital (₹ in Lakh)                           | ₹ 8,603.47 lakh                                                                        |

12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report

| Sr. No. | Particulars   | Details                                       |
|---------|---------------|-----------------------------------------------|
| 1       | Name          | Mr. G. R. Sridhar                             |
| 2       | Designation   | Wholetime Director (Head of Plant Operations) |
| 3       | Telephone     | 044 22351098                                  |
| 4       | Email Address | brr@manalipetro.com                           |

13. Reporting boundary – Are the disclosure 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)

- Disclosures made in this report are on standalone basis and pertains to only Manali Petrochemicals Limited. The overseas subsidiaries are in compliance with the necessary laws applicable in Host Country. The wholly owned Indian subsidiary is yet to commence its operations.

14. Whether the company has undertaken assessment or assurance of the BRSR Core? **No**

15. Name of the Assurance Provider: **NA**

16. Type of the Assurance Provider: **NA**

## II. Products / Services

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

| S. No. | Description of Main Activity | Description of Business Activity                                                                                   | % of Turnover of the entity |
|--------|------------------------------|--------------------------------------------------------------------------------------------------------------------|-----------------------------|
| 1      | Manufacturing of Chemicals   | Manufacturing & Supply of Propylene Oxide, Propylene glycols, polyols and Propylene Glycol Mono Methyl Ether, etc. | 93%                         |

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

| S. No. | Product/Service                    | NIC Code | % of total Turnover contributed |
|--------|------------------------------------|----------|---------------------------------|
| 1      | Propylene Oxide                    | 20119    | 1.43%                           |
| 2      | Propylene glycols                  | 20119    | 45.80%                          |
| 3      | Polyols                            | 20119    | 41.91%                          |
| 4      | Propylene Glycol Mono Methyl Ether | 20119    | 3.70%                           |

Note: The above excludes sale of by-products.

## III. Operations

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

| Location      | Number of Plants | Number of offices | Total |
|---------------|------------------|-------------------|-------|
| National      | 2                | 1                 | 3     |
| International | -                | -                 | -     |

20. Markets served by the entity:

a. Number of locations

| A | Number of Locations                                                                  |                                                                                                                                                                                      |
|---|--------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|   | Locations                                                                            | Number                                                                                                                                                                               |
|   | National (No. of States)                                                             | All States in India                                                                                                                                                                  |
|   | International (No. of Countries)                                                     | 4                                                                                                                                                                                    |
| B | What is the contribution of exports as a percentage of total turnover of the entity? | 1.84%                                                                                                                                                                                |
| C | A brief on types of customers.                                                       | Type of customers include fragrance industry, pharmaceutical sector, Food industry, automotive, footwear industry, cold storage, building & construction and mattress manufacturers. |

#### IV. Employees

21. Details as at the end of Financial Year:

A. Employees and workers (including differently abled):

| S. No.    | Particulars              | Total (A) | Male    |         | Female  |         | Other   |         |
|-----------|--------------------------|-----------|---------|---------|---------|---------|---------|---------|
|           |                          |           | No. (B) | % (B/A) | No. (C) | % (C/A) | No. (H) | % (H/A) |
| EMPLOYEES |                          |           |         |         |         |         |         |         |
| 1.        | Permanent (D)            | 288       | 252     | 88%     | 36      | 13%     | -       | -       |
| 2.        | Other than Permanent (E) | 3         | 3       | 100%    | 0       | -       | -       | -       |
| 3.        | Total employees (D + E)  | 291       | 255     | 88%     | 36      | 12%     | -       | -       |
| WORKERS   |                          |           |         |         |         |         |         |         |
| 4.        | Permanent (F)            | 33        | 32      | 97%     | 1       | 3%      | -       | -       |
| 5.        | Other than Permanent (G) | 991       | 920     | 93%     | 71      | 7%      | -       | -       |
| 6.        | Total workers (F + G)    | 1,024     | 952     | 93%     | 72      | 7%      | -       | -       |

B. Differently abled Employees and workers:

| S. No.    | Particulars                               | Total (A) | Male    |         | Female  |         | Other   |         |
|-----------|-------------------------------------------|-----------|---------|---------|---------|---------|---------|---------|
|           |                                           |           | No. (B) | % (B/A) | No. (C) | % (C/A) | No. (H) | % (H/A) |
| EMPLOYEES |                                           |           |         |         |         |         |         |         |
| 1.        | Permanent (D)                             | 0         | 0       | -       | 0       | -       | -       | -       |
| 2.        | Other than Permanent (E)                  | 0         | 0       | -       | 0       | -       | -       | -       |
| 3.        | Total differently abled employees (D + E) | 0         | 0       | -       | 0       | -       | -       | -       |
| WORKERS   |                                           |           |         |         |         |         |         |         |
| 4.        | Permanent (F)                             | 1         | 0       | -       | 1       | 100%    | -       | -       |
| 5.        | Other than Permanent (G)                  | 0         | 0       | -       | 0       | -       | -       | -       |
| 6.        | Total differently abled workers (F + G)   | 1         | 0       | -       | 1       | 100%    | -       | -       |

## 22. Participation/Inclusion/Representation of women

|                          | Total (A) | No. and percentage of Females |           |
|--------------------------|-----------|-------------------------------|-----------|
|                          |           | No. (B)                       | % (B / A) |
| Board of Directors       | 12        | 3                             | 25%       |
| Key Management Personnel | 2         | 1                             | 50%       |

Note: Mr. R Chandrasekar being a Managing Director and CEO-MPL Group and Mr. G R Sridhar, Wholetime Director (Head of Plant Operations) were included in the Board and not included in KMP for the above purpose.

## 23. Turnover rate for permanent employees and workers – % wise data required

|                     | FY 2024-25 |        |       | FY 2023-24 |        |       | FY 2022-23 |        |       |
|---------------------|------------|--------|-------|------------|--------|-------|------------|--------|-------|
|                     | Male       | Female | Total | Male       | Female | Total | Male       | Female | Total |
| Permanent Employees | 18%        | 27%    | 20%   | 19%        | 39%    | 19%   | 16%        | 4%     | 13.7% |
| Permanent Workers   | 0          | 0      | 0     | 14%        | -      | 14%   | 14%        | 17%    | 14%   |

## V. Holding, subsidiary and associate companies (including joint ventures)

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

| S. No. | Name of the holding / subsidiary / associate companies / joint ventures (A) | Indicate whether Holding/ Subsidiary/ Associate/ Joint Venture | % of shares held by listed entity | Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No) |
|--------|-----------------------------------------------------------------------------|----------------------------------------------------------------|-----------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| 1.     | AMCHEM Speciality Chemicals Private Limited, Singapore                      | Wholly owned Subsidiary                                        | 100%                              | No                                                                                                                           |
| 2.     | Manali Speciality Private Limited, India <sup>#</sup>                       | Wholly owned Subsidiary                                        | 100%                              | No                                                                                                                           |
| 3.     | Notedome Limited, UK                                                        | Wholly owned Step-down Subsidiary                              | 100%                              | No                                                                                                                           |
| 4.     | Penn White Limited, UK                                                      | Wholly owned Step-down Subsidiary                              | 100%                              | No                                                                                                                           |
| 5.     | Notedome Europe GmbH, Germany <sup>#</sup>                                  | Wholly owned Step-down Subsidiary                              | 100%                              | No                                                                                                                           |
| 6.     | PennWhite India Private Limited, India                                      | Wholly owned Step-down Subsidiary                              | 100%                              | No                                                                                                                           |

<sup>#</sup> Yet to commence its Operations

## VI. CSR Details

|    |                                                                                   |        |
|----|-----------------------------------------------------------------------------------|--------|
| 25 | (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) | Yes    |
|    | (ii) Turnover (₹ in crores)                                                       | 647.51 |
|    | (iii) Net worth (₹ in crores)                                                     | 950.55 |

## VII. Transparency and Disclosure Compliances

26. 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/NA)/ (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                                                                                                                | -                                          | -                                                            | NA      | -                                          | -                                                            | NA      |
| Investors (Other than shareholders)               | Yes                                                                                                                | -                                          | -                                                            | NA      | -                                          | -                                                            | NA      |
| Shareholders                                      | Yes                                                                                                                | 30                                         | 5*                                                           | NA      | 22                                         | -                                                            | NA      |
| Employees & Workers                               | Yes                                                                                                                | -                                          | -                                                            | NA      | -                                          | -                                                            | NA      |
| Customers                                         | Yes                                                                                                                | -                                          | -                                                            | NA      | -                                          | -                                                            | NA      |
| Value Chain Partner                               | Yes                                                                                                                | -                                          | -                                                            | NA      | -                                          | -                                                            | NA      |
| Others (Pls Specify)                              | -                                                                                                                  | -                                          | -                                                            | -       | -                                          | -                                                            | -       |
| **Web link                                        | Policy is available on the website of the Company <a href="http://www.manalipetro.com">www.manalipetro.com</a>     |                                            |                                                              |         |                                            |                                                              |         |

Note: \*The pending complaints as on 31<sup>st</sup> March 2025 were resolved during April 2025.

27. 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.

Employee level Sub committee is formed to collate the risk on operations, business, cyber security & statutory. The committee meets once in a quarter and compile the findings, the same forwarded to APEX committee for taking necessary actions. Identification of risks along with suitable mitigation plans are deliberated and agreed at the Risk Management Committee and updated to the Board suitably for any further approval/action, if any.

| Sl. No. | Material identified issue              | 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.      | Corporate Governance & Business Ethics | Opportunity                                | <b>Opportunity</b><br>Strong corporate governance is essential for attaining the overall mission of the Company and reinforces stakeholder trust, company reputation and business growth. | Not a risk                                     | <b>Positive -</b><br>Effective Leadership steers business change and has the power to create industry-leading benchmarks |

| Sl. No. | Material identified issue | 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<br>(Indicate positive or negative implications)                                                                                                                                                                                                                                                                                                            |
|---------|---------------------------|--------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2.      | Wastewater Management     | Risk                                       | <b>Risk</b><br>Environment issues arising due to disposal of effluent to sea.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Full-fledged ETP system is in place to treat the Trade effluent with Biological Oxidation technology and the treated effluent discharges are meeting the prescribed norms of PCB for marine disposal.<br><br>All the disposal parameters like flow, COD, BOD, pH, TSS, Temperature are connected to online servers of TNPCB & CPCB.                                                                                                                                                                                                                           | <b>Positive -</b><br>CSIR-NEERI, Nagpur commenced their study to ascertain the feasibility of partial or complete re use of treated effluent and their interim report is expected during Q2 FY 2025-26. Based on the report, the techno commercial aspects will be studied and taken up for suitable implementation subject to necessary clearances as applicable.                                           |
| 3.      | GHG emissions             | Risk / Opportunity                         | <b>Risk</b><br>Company's manufacturing processes involve energy consumption which also results in GHG emissions. Increasing regulations and stakeholder expectation on reduction of GHG emissions requires adoption of renewable energy / new technology which may have financial impact on the company.<br><br><b>Opportunity</b><br>Reduction in energy consumption and in turn reduction in emission through improved management at factories/ offices has two-fold impact<br><br>- Lower energy cost and enhanced competitiveness through optimum utilisation of resources. Reduced impact on the environment and community in which we operate. | - Installation of energy-efficient machinery and equipment across our Plants<br><br>- Close monitoring and supervising of the energy consumption at our Plants and taking remedial action, wherever required<br><br>- Focussed approach on avoiding wasteful consumption. Conducting training and development programmes on energy-saving and emission reduction practices to all employees / workers.<br><br>- Carrying out periodical internal and external energy audits.<br><br>- Increasing renewable energy (RE) consumption to reduce Carbon emissions | <b>Positive</b><br>Company has planted 15 hectares of plantation which is 40% of total land extent to reduce the GHG emissions. Company is exploring the advanced technological machineries to improve the energy efficiency in the areas of utilities and boilers. Regulatory authority will be carrying out a study on pollution load carrying capacity covering all industries in Manali Industrial area. |

| Sl. No. | Material identified issue | 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<br>(Indicate positive or negative implications)                                                                                                                                                                                                                                                                                           |
|---------|---------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4.      | Energy management         | Opportunity                                | Adopting energy efficient solutions. Reducing the consumption of thermal energy and switching over to renewable energy.                                                                                                                                                                                                                                                       | Not a risk.                                                                                                                                                                                                                                                                                                                                                                      | <b>Positive -</b><br>Company has tied up with third parties for procurement of renewable power (Solar & Wind) as part of sustainable green initiative which will also reduce reduction in GHG emissions. Company is also exploring advanced technological machineries to improve the energy efficiency in the areas of utilities and boilers.                                               |
| 5.      | Supply Chain Management   | Risk / Opportunity                         | <b>Risk:</b><br>Inefficiencies in the supply chain and high dependency on limited suppliers / vendors can cause supply chain disruptions in case of external shocks.<br><br><b>Opportunity:</b><br>Maintaining strong and long-standing relationship with suppliers/ vendors through effective relationship management and drive responsible procurement/ sourcing practices. | Regular stakeholder interactions while adding value to their business relationships since the beginning have resulted in Company holding on to its decades-old supplier base.<br><br>Engaging in awareness, Communication, and interaction sessions with suppliers result in positive relationship bonding and enhancing responsible and sustainable operations in supply chain. | <b>Positive -</b><br>Company is considering alternate method/system in the production process subject to technical feasibility to mitigate the risk of non-availability of materials It is also in the process of evaluating suitable alternate arrangements for procurement of key raw materials wherever feasible.                                                                        |
| 6.      | Employees                 | Risk / Opportunity                         | <b>Risk</b><br>Health and safety of employees are critical aspect for ensuring employee welfare and overall productivity.<br><br><b>Opportunity</b><br>Participation of employees from diverse backgrounds creates an inclusive business ecosystem which will be conducive for talent retention.                                                                              | Company has established and implemented effective mechanisms to protect employees from workplace hazards / injuries<br><br>Recurrent training programs are conducted to all relevant stakeholders in order to mitigate health and safety risks from our business operations / activities.                                                                                        | <b>Positive</b><br>Workforce diversity fosters creativity, improves performance, and enables a healthy organisational culture by bringing fresh perspectives, experiences, and ideas.<br><br><b>Negative -</b><br>Any health & safety incident occurrence has the potential to result in loss of productive work time, delay in business response and eventually leading to financial loss. |

| Sl. No. | Material identified issue | 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<br>(Indicate positive or negative implications) |
|---------|---------------------------|--------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|---------------------------------------------------------------------------------------------------|
| 7.      | Community Development     | Opportunity                                | <b>Opportunity</b><br>Improving the infrastructure of the nearby schools, providing drinking water facilities and arranging medical camps and investing in holistic development of the community. | Not a risk                                     | <b>Positive -</b><br>Results in higher brand value as a socially conscious company.               |

## SECTION B – MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements. At MPL, we have a robust management framework in place which enables us to align with the NGRBC Principles with respect to structure and policies to ensure we continue to deliver our best in an ethical, and responsible way. This includes transparent and ethical business practices that hold us accountable, as well as protect the interests of our stakeholders, including customers and employees.

|             |                                                                                                                                     |
|-------------|-------------------------------------------------------------------------------------------------------------------------------------|
| Principle 1 | Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable        |
| Principle 2 | Businesses should provide goods and services in a manner that is sustainable and safe                                               |
| Principle 3 | Businesses should respect and promote the well-being of all employees, including those in their value chains                        |
| Principle 4 | Businesses should respect the interests of and be responsive to all its stakeholders                                                |
| Principle 5 | Businesses should respect and promote human rights                                                                                  |
| Principle 6 | Businesses should respect and make efforts to protect and restore the environment                                                   |
| Principle 7 | Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent |
| Principle 8 | Businesses should promote inclusive growth and equitable development                                                                |
| Principle 9 | Businesses should engage with and provide value to their consumers in a responsible manner                                          |

| Disclosure Questions                                                                                               | P1                                                           | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|--------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|----|----|----|----|----|----|----|----|
| <b>Policy and Management Processes</b>                                                                             |                                                              |    |    |    |    |    |    |    |    |
| 1. a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/ No/NA) | Yes                                                          |    |    |    |    |    |    |    |    |
| b) Has the policy been approved by the Board? (Yes/No/NA)                                                          | Yes                                                          |    |    |    |    |    |    |    |    |
| c) Web Link of the Policies, if available                                                                          | <a href="http://www.manalipetro.com">www.manalipetro.com</a> |    |    |    |    |    |    |    |    |
| 2. Whether the entity has translated the policy into procedures. (Yes/No/NA)                                       | Yes                                                          |    |    |    |    |    |    |    |    |

| Disclosure Questions                                                                                                                                                                                                                                                  | P1                                                                                                                             | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|----|----|----|----|----|----|----|----|
| <b>3. Do the enlisted policies extend to your value chain partners? (Yes/No)</b>                                                                                                                                                                                      | No                                                                                                                             |    |    |    |    |    |    |    |    |
| <b>4. Name of the national and international codes/ certifications/labels/ standards</b><br>(e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle. | ISO 9001:2015 and ISO 14001:2015                                                                                               |    |    |    |    |    |    |    |    |
| <b>5. Specific commitments, goals and targets set by the entity with defined timelines, if any.</b>                                                                                                                                                                   | The Company is in the process of evaluating and setting targets/goals across its key ESG focus areas with a definite timeline. |    |    |    |    |    |    |    |    |
| <b>6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.</b>                                                                                                                              | Performance against such targets/ goals to be assessed post finalization of targets and timelines determined.                  |    |    |    |    |    |    |    |    |

#### Governance Leadership and Oversight

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

Company is the largest Indian manufacturer of Propylene Oxide and Propylene Glycol. Company shall strive to be the most innovative, customer-centric and sustainable chemical manufacturing company. With this ambition comes responsibility and opportunity, Company has invested and initiated several steps to reduce GHG emissions such as adopting R-LNG as a primary fuel for manufacturing operations. From 1<sup>st</sup> February 2025 onwards, the Company has started using R-LNG as a fuel for both thier units to produce thermal energy. As part of green initiative, Company has planted 15 hectares of plantation which is 40% of total land extent in line with regulatory norms (increased from 33% as stipulated earlier) to reduce the GHG emissions. Further, Company also exploring advanced technological machineries to improve the energy efficiency in the areas of utilities and boilers.

During the year under review, the Company has also implemented advanced heat recovery systems including Flue Gas Heat Recovery for Combustion Air Preheating and Effluent Heat Recovery for Boiler Feed Water Preheating aimed at improving thermal efficiency and reducing fuel consumption and lowers greenhouse gas emissions across key utility operations.

MPLs emission levels are analyzed in-house and also through accredited lab continuously and the results are within the prescribed norms for both the Plants.

The Company has entered into power purchase arrangement under captive generation scheme with third parties to the extent of about 68% of its total annual electricity requirement from renewable energy sources such as Solar & Wind power. This arrangement has been made as part of sustainable green initiative which will also reduce reduction in GHG emissions. The power supply has commenced partially and expected to receive the remaining agreed quantum during FY 2025-26.

MPL's CSR programmes are focused on thrust areas of community development such as preventive health care, hygiene, water and sanitation, better education and other related activities. During the year FY 2024-25 there were several CSR initiatives which focused on community development along with embarking the journey of Sustainability.

MPL is in the process of developing a robust sustainability roadmap with specific goals and targets. Once they are in place, implementation of actions would be monitored for their progress and improvement. This BRSR is a testimony of MPL's journey towards sustainability in all its dimensions and MPL will constantly endeavour to strengthen this further.

|                                                                                                                                                                                     |                                                                                              |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| <b>8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).</b>                                                | Mr. G R Sridhar<br>Wholetime Director<br>(Head of Plant Operations)<br>DIN: 10596912         |
| <b>9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes/No/NA). If yes, provide details.</b> | Yes, the Board of Directors of the Company is responsible for sustainability related issues. |

| <b>10. Details of Review of NGRBCs by the Company</b>                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                     |        |        |        |        |        |        |        |        |                                                                               |        |        |        |        |        |        |        |        |  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|--------|--------|--------|--------|--------|--------|--------|-------------------------------------------------------------------------------|--------|--------|--------|--------|--------|--------|--------|--------|--|
| Subject for Review                                                                                                                                                                   | Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee                                                                                                                                                                                                                                                                                                                    |        |        |        |        |        |        |        |        | Frequency<br>(Annually/ Half - yearly/ Quarterly/ Any other – please specify) |        |        |        |        |        |        |        |        |  |
|                                                                                                                                                                                      | P<br>1                                                                                                                                                                                                                                                                                                                                                                                                              | P<br>2 | P<br>3 | P<br>4 | P<br>5 | P<br>6 | P<br>7 | P<br>8 | P<br>9 | P<br>1                                                                        | P<br>2 | P<br>3 | P<br>4 | P<br>5 | P<br>6 | P<br>7 | P<br>8 | P<br>9 |  |
| <b>Performance against above policies and follow up action</b>                                                                                                                       | All the policies of the Company are approved by the Board and reviewed periodically or on a need basis.<br><br>During the review, the effectiveness of the policies is evaluated and necessary amendments to policies and procedures are implemented.                                                                                                                                                               |        |        |        |        |        |        |        |        |                                                                               |        |        |        |        |        |        |        |        |  |
| Description of other committee for performance against above policies and follow up action                                                                                           | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                      |        |        |        |        |        |        |        |        |                                                                               |        |        |        |        |        |        |        |        |  |
| <b>Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances</b>                                                               | The Company complies with the existing regulations and principles as applicable.                                                                                                                                                                                                                                                                                                                                    |        |        |        |        |        |        |        |        |                                                                               |        |        |        |        |        |        |        |        |  |
| Description of other committee for compliance with statutory requirements of relevance to the principles and rectification                                                           | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                      |        |        |        |        |        |        |        |        |                                                                               |        |        |        |        |        |        |        |        |  |
| <b>11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No).<br/>If yes, provide the name of the agency.</b> | Yes. DNV India conducts audits on ISO 14001 and ISO 9001. During the external audit, working of the related policies of the Company is evaluated by assessing policy elements, procedures, action plan etc.<br><br>Company had initiated an action plan to obtain ISO 45001:2018 certification for Occupational Health and Safety Management during the financial year and the same was obtained during FY 2025-26. |        |        |        |        |        |        |        |        |                                                                               |        |        |        |        |        |        |        |        |  |

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

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

## SECTION C – PRINCIPLE WISE PERFORMANCE DISCLOSURE

### Principle 1 – Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent, and accountable

Ethics and integrity are imperative to build a sustainable business and to achieve continuous excellence in operations. At MPL, we promote a corporate governance structure that is robust in nature and respects the values of responsibility, transparency and honesty. As an accountable business entity, we share the commitment of effective governance, and we strive to provide the right culture and practises to actively manage risks while preserving the highest standards of business conduct throughout the organisation.



### SDG Linkage

### 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                                                                                                                                                                                                 | % of persons in respective category covered by the awareness programmes |
|-----------------------------------|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|
| Board of directors                | 2 Nos.                                                 | The Company ESG strategy, Risks and regulatory changes/ updates                                                                                                                                                                                             | 100%                                                                    |
| Key managerial personnel          | 2 Nos.                                                 |                                                                                                                                                                                                                                                             |                                                                         |
| Employees other than BoD and KMPs | 16                                                     | Business principles for responsible organization code of conduct, principles of corporate governance, business continuity plan, 5S awareness, awareness on health, policy, safety & DEI and Workshop on Prevention of Sexual Harassment at Workplace (POSH) | 100%                                                                    |
| Workers                           | 9 Nos.                                                 | EHS trainings.                                                                                                                                                                                                                                              | 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 agency / judicial institutions | Amount (In INR) | Brief of the Case | Has an appeal been preferred? (Yes/No) |
| Penalty/Fine    | Nil             | -                                                                   | -               | -                 | -                                      |
| Settlement      | Nil             | -                                                                   | -               | -                 | -                                      |
| Compounding fee | Nil             | -                                                                   | -               | -                 | -                                      |

| Non - Monetary |                 |                                                                     |                   |                                        |
|----------------|-----------------|---------------------------------------------------------------------|-------------------|----------------------------------------|
|                | NGRBC Principle | Name of the regulatory / enforcement agency / judicial institutions | Brief of the Case | Has an appeal been preferred? (Yes/No) |
| Imprisonment   | NA              | -                                                                   | -                 | -                                      |
| Punishment     | NA              | -                                                                   | -                 | -                                      |

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

| Case Details | Name of the regulatory/ enforcement agencies/ judicial institutions |
|--------------|---------------------------------------------------------------------|
|              | NA                                                                  |

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 zero tolerance of any practice that may be classified as corruption, bribery or giving or receipt of the bribes and the same has been mentioned in its code of conduct. The objective of this policy is to serve as a guide for all directors, executives and associated persons for ensuring compliance with applicable anti – bribery laws, rules and regulations.

The policy is available on the website of the Company [www.manalipetro.com](http://www.manalipetro.com)

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

|           | FY 2024-25 | FY 2023-24 |
|-----------|------------|------------|
| Directors | NA         | NA         |
| KMPs      | NA         | NA         |
| Employees | NA         | NA         |
| Workers   | NA         | NA         |

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

|                                                                                              | FY 2024-25 |        | FY 2023-24 |        |
|----------------------------------------------------------------------------------------------|------------|--------|------------|--------|
|                                                                                              | Number     | Remark | Number     | Remark |
| 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      | Nil        | NA     | Nil        | NA     |

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

Not Applicable

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

| Number of days of accounts payables      | FY 2024-25 | FY 2023-24 |
|------------------------------------------|------------|------------|
| i) Accounts payable x 365 days           | 28,00,280  | 14,60,000  |
| ii) Cost of goods/services procured      | 64,291     | 79,480     |
| iii) Number of days of accounts payables | 44         | 18         |

**9. Open-ness of Business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along - with loans and advances & investments, with related parties, in the following format:

(In ₹)

| Parameter                  | Metrics                                                                               | FY 2024-25    | FY 2023-24    |
|----------------------------|---------------------------------------------------------------------------------------|---------------|---------------|
| Concentration of Purchases | a. i) Purchases from trading houses                                                   | 67,09,91,342  | 73,52,73,564  |
|                            | ii) total purchases                                                                   | 602,53,00,000 | 600,58,35,000 |
|                            | iii) Purchases from trading houses as % of total purchases                            | 11.14%        | 12.24%        |
|                            | b. Number of trading houses where purchases are made from                             | 139           | 64            |
|                            | c. i) Purchases from top 10 trading houses                                            | 52,22,10,177  | 7,82,33,107   |
|                            | ii) Total purchases from trading houses                                               | 67,09,91,342  | 73,52,73,564  |
| Concentration of Sales     | iii) Purchases from top 10 trading houses as % of total purchases from trading houses | 77.83%        | 10.64%        |
|                            | a. i) Sales to dealers/distributors                                                   | 179,00,40,645 | 196,64,24,345 |
|                            | ii) Total Sales                                                                       | 647,51,48,000 | 796,73,44,000 |
|                            | iii) Sales to dealer / distributors as % of total sales                               | 27.64%        | 24.68%        |
|                            | b. Number of dealers/distributors to whom sales are made                              | 6             | 6             |
|                            | c. i) Sales of top 10 dealers/ distributors                                           | 179,00,40,645 | 196,64,24,345 |
|                            | ii) Total Sales to dealer / distributors                                              | 179,00,40,645 | 196,64,24,345 |

| Parameter        | Metrics                                                                                  | FY 2024-25     | FY 2023-24     |
|------------------|------------------------------------------------------------------------------------------|----------------|----------------|
|                  | iii) Sales to top 10 dealers / distributors as % of total sales to dealer / distributors | 100%           | 100%           |
| Share of RPTs in | a. i) Purchases (Purchases with related parties)                                         | 174,73,37,000  | 168,16,33,800  |
|                  | ii) Total Purchases                                                                      | 602,53,00,000  | 600,58,35,000  |
|                  | iii) Purchases (Purchases with related parties as % of Total Purchases)                  | 29%            | 28%            |
|                  | b. i). Sales (Sales to related parties)                                                  | 61,62,31,036   | 88,29,00,000   |
|                  | ii) Total Sales                                                                          | 647,51,48,000  | 796,73,44,000  |
|                  | iii) Sales (Sales to related parties as % of Total Sales)                                | 9.52%          | 11%            |
|                  | c. i) Loans & advances given to related parties                                          | -              | -              |
|                  | ii) Total loans & advances                                                               | -              | -              |
|                  | iii) Loans & advances given to related parties as % of Total loans & advances            | -              | -              |
|                  | d. i) Investments in related parties                                                     | 8,50,000       | 1,00,000       |
|                  | ii) Total Investments made                                                               | 4,13,64,57,000 | 4,02,12,79,000 |
|                  | iii) Investments in related parties as % of Total Investments made                       | 0.02%          | 0.00%          |

#### 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 | % of value chain partners covered (by value of business done with such partners) under the awareness programmes |
|-------------------------------------------|------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|
| 0                                         | Nil                                            | NA                                                                                                              |

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes. The Company has laid down a Code of Conduct for all Board Members and senior management of the Company. The Code of Conduct has necessary provisions to avoid / manage conflict of interests. Further, the Directors and Senior management are required to disclose to the Board, on an annual basis, whether they, directly or indirectly or on behalf of third parties, have material interest in any transaction or matter directly affecting the Company.

## Principle 2 – Businesses should provide goods and services in a manner that is sustainable and safe.

Company supports ethical and sustainable procurement of goods and services. We have a sustainable procurement policy in place that encourages responsible behaviour across the value chain. By doing so, we aim to reduce negative environmental impact and contribute to a better society in addition to generating overall value for our stakeholders.

### SDG Linkage



### Essential Indicators

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

|       | FY 25<br>(Current financial year) | FY 24<br>(Previous financial year) | Details of improvements in environmental and social impacts                                                                                                                                      |
|-------|-----------------------------------|------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| R&D   | 0                                 | 87%                                | Converted the boiler fuel from Furnace oil to R-LNG in Plant -2. Supply of R-LNG from IOCL commenced from February 2025. Floating Solar Project Commenced. Tail Gas Recovery system implemented. |
| Capex | 100%                              | 100%                               |                                                                                                                                                                                                  |

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

Yes

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

Around 80% of the inputs were sourced sustainably.

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.**

Propylene Oxide is captively consumed to produce Propylene Glycol & Polyols. Propylene Glycol is a consumable used in Pharma & Fragrance Industries as carrier and Polyol is used as one of the ingredients to manufacture foam for seating, mattress, refrigeration, automotive segment usage and also used in Building & Construction industry. Therefore, there is no scope for reusing / recycling products at the end of life. Further, there is no generation of plastic waste (including packaging), e-waste, hazardous waste through-out the product life.

|                                    |    |
|------------------------------------|----|
| (a) Plastics (including packaging) | NA |
| (b) E-waste                        | NA |
| (c) Hazardous waste and            | NA |
| (d) other waste                    | NA |

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 EPR plan submitted to Pollution Control Boards? If not, provide steps taken to address the same**

No. Not applicable

#### Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

| NIC Code | Name of Product / Service          | % of total Turnover contributed | Boundary for which the Life cycle Perspective / Assessment was conducted | Whether conducted by independent external agency | Results communicated in public domain (Yes/ No) If yes, provide the web-link. |
|----------|------------------------------------|---------------------------------|--------------------------------------------------------------------------|--------------------------------------------------|-------------------------------------------------------------------------------|
| 20119    | Propylene Glycol                   | 45.80%                          | Cradle – Cradle                                                          | No (in-house)                                    | No                                                                            |
| 20119    | Polyol                             | 20.48%                          | Cradle – Cradle                                                          | No (in-house)                                    | No                                                                            |
| 20119    | System Polyol                      | 21.43%                          | Cradle – Cradle                                                          | No (in-house)                                    | No                                                                            |
| 20119    | Propylene Glycol Mono Methyl Ether | 3.70%                           | Cradle – Cradle                                                          | No (in-house)                                    | No                                                                            |
| 20119    | Propylene Oxide                    | 1.43%                           | Cradle – Cradle                                                          | No (in-house)                                    | No                                                                            |

Note: The above excludes sale of by-products.

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 the Product           | Description of Risk / Concern                                                                                                                                                                                                                                                                      | Action Taken                                                                                                                                                               |
|-------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Propylene Oxide               | Effluent water generate from the process is treated to comply the norms of Marine discharge before discharging into the Sea.                                                                                                                                                                       | Full-fledged Bio treatment system is in place and the parameters are maintained and monitored through online instruments; the same were connected to CPCB & TNPCB portals. |
| Propylene Glycol              | Every batch must comply with the requirement of IP, USP & BP standards.                                                                                                                                                                                                                            | Each batch were tested as per the regulations of IP, USP & BP and then drummed with clear certification protocols                                                          |
| System Polyol/ blended polyol | Hydrofluorocarbons (HFCs) are one of the main raw materials for system polyol and Non-ODS (Ozone-Depleting Substances) but have high Global Warming Potential (GWP). Recognizing that the production and consumption of HFCs is growing exponentially that will have an adverse impact on climate. | Started consuming UNDP approved blowing agents. This will avoid impact on GWP.                                                                                             |

**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 Reused input material to Total Material |            |
|----------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|------------|
|                                                                                                                            | FY 2024-25                                          | FY 2023-24 |
| Recycle of DM unit regeneration effluent & Cooling tower blow down to the Milk of Lime unit in both Plant – 1 & Plant – 2. | 7.31%                                               | 8.66%      |

**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:**

Not applicable as Propylene Oxide is captively consumed to produce Propylene Glycol & Polyols. There is no product reclamation at the end of product life. However, the waste material generated at the manufacturing plant are disposed as per the applicable regulatory requirements.

|                                | FY 2024-25 |          |                 | FY 2023-24 |          |                 |
|--------------------------------|------------|----------|-----------------|------------|----------|-----------------|
|                                | Reused     | Recycled | Safely Disposed | Reused     | Recycled | Safely Disposed |
| Plastics (Including Packaging) | NA         |          |                 | NA         |          |                 |
| E-waste                        |            |          |                 |            |          |                 |
| Hazardous waste                |            |          |                 |            |          |                 |
| Other waste                    |            |          |                 |            |          |                 |

**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 |
|---------------------------|-----------------------------------------------------------------------------------------------------|
| Not Applicable *          | -                                                                                                   |

\* Not applicable as our products are consumables.

**Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains**

Cultivating a positive environment for employees is essential to achieve sustained growth. Our goal is to foster a workplace where everyone feels valued and hence, we consistently seek to enhance the well-being of our employees whilst upholding a safe and productive workplace. We have implemented measures to enhance employee diversity, equal opportunity, and non-discrimination throughout the organisation and we also extend benefits that ensure wellbeing for all.

**SDG Linkage**



## Essential Indicators

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

| Category                       | % of employees covered by |                  |            |                    |            |                    |            |                    |            |                     |            |
|--------------------------------|---------------------------|------------------|------------|--------------------|------------|--------------------|------------|--------------------|------------|---------------------|------------|
|                                | Total<br>(A)              | Health insurance |            | Accident insurance |            | Maternity benefits |            | Paternity benefits |            | Day care facilities |            |
|                                |                           | Number<br>(B)    | %<br>(B/A) | Number<br>(C)      | %<br>(C/A) | Number<br>(D)      | %<br>(D/A) | Number<br>(E)      | %<br>(E/A) | Number<br>(F)       | %<br>(F/A) |
| Permanent employees            |                           |                  |            |                    |            |                    |            |                    |            |                     |            |
| Male                           | 252                       | 252              | 100%       | 252                | 100%       | 0                  | -          | 0                  | 0          | 0                   | -          |
| Female                         | 36                        | 36               | 100%       | 36                 | 100%       | 36                 | 100%       | 0                  | 0          | 36                  | 100%       |
| Total                          | 288                       | 288              | 100%       | 288                | 100%       | 36                 | 13%        | 0                  | 0          | 36                  | 13%        |
| Other than Permanent employees |                           |                  |            |                    |            |                    |            |                    |            |                     |            |
| Male                           | 3                         | 0                | 0          | 3                  | 100%       | 0                  | 0          | 0                  | 0          | 0                   | 0          |
| Female                         | 0                         | 0                | 0          | 0                  | -          | 0                  | 0          | 0                  | 0          | 0                   | 0          |
| Total                          | 3                         | 0                | 0          | 3                  | 100%       | 0                  | 0          | 0                  | 0          | 0                   | 0          |

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

| Category                       | % of workers covered by |                  |            |                    |            |                    |            |                    |            |                     |            |
|--------------------------------|-------------------------|------------------|------------|--------------------|------------|--------------------|------------|--------------------|------------|---------------------|------------|
|                                | Total<br>(A)            | Health insurance |            | Accident insurance |            | Maternity benefits |            | Paternity benefits |            | Day care facilities |            |
|                                |                         | Number<br>(B)    | %<br>(B/A) | Number<br>(C)      | %<br>(C/A) | Number<br>(D)      | %<br>(D/A) | Number<br>(E)      | %<br>(E/A) | Number<br>(F)       | %<br>(F/A) |
| Permanent employees            |                         |                  |            |                    |            |                    |            |                    |            |                     |            |
| Male                           | 32                      | 32               | 100%       | 32                 | 100%       | 0                  | 0          | 0                  | 0          | 0                   | -          |
| Female                         | 1                       | 1                | 100%       | 1                  | 100%       | 1                  | 100%       | 0                  | 0          | 1                   | 100%       |
| Total                          | 33                      | 33               | 100%       | 33                 | 100%       | 1                  | 3%         | 0                  | 0          | 1                   | 3%         |
| Other than Permanent employees |                         |                  |            |                    |            |                    |            |                    |            |                     |            |
| Male                           | 920                     | 920              | 100%       | 920                | 100%       | 0                  | 0          | 0                  | 0          | 0                   | -          |
| Female                         | 71                      | 71               | 100%       | 71                 | 100%       | 71                 | 100%       | 0                  | 0          | 71                  | 100%       |
| Total                          | 991                     | 991              | 100%       | 991                | 100%       | 71                 | 7%         | 0                  | 0          | 71                  | 7%         |

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

|                                                                                                                                                                                                 | <b>FY 2024-25</b>    | <b>FY 2023-24</b> |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------|-------------------|
| i) Cost incurred on wellbeing measures (well-being measures means well-being of employees and workers (including male, female, permanent and other than permanent employees and workers) (in ₹) | <b>5,92,60,719</b>   | 5,68,87,000       |
| ii) Total revenue of the company (₹)                                                                                                                                                            | <b>647,51,48,000</b> | 7,97,63,44,000    |
| iii) Cost incurred on wellbeing measures as a % of total revenue of the company                                                                                                                 | <b>0.92%</b>         | 0.71%             |

## 2. Details of retirement benefits.

| Benefits                | FY 2024-25                                         |                                                |                                                      | FY 2023-24                                         |                                                |                                                      |
|-------------------------|----------------------------------------------------|------------------------------------------------|------------------------------------------------------|----------------------------------------------------|------------------------------------------------|------------------------------------------------------|
|                         | No. of employees covered as a % of total employees | No. of workers covered as a % of total workers | Deducted and deposited with the authority (Y/N/N.A.) | No. of employees covered as a % of total employees | No. of workers covered as a % of total workers | Deducted and deposited with the authority (Y/N/N.A.) |
| PF                      | 100%                                               | 100%                                           | Y                                                    | 100%                                               | 100%                                           | Y                                                    |
| Gratuity                | 100%                                               | 100%                                           | Y                                                    | 100%                                               | 100%                                           | Y                                                    |
| ESI                     | 25%                                                | 18%                                            | Y                                                    | 26%                                                | 93%                                            | Y                                                    |
| Others – please specify | -                                                  | -                                              | -                                                    | -                                                  | -                                              | -                                                    |

## 3. Accessibility of workplaces

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

We are continuously working towards improving infrastructure for eliminating barriers to accessibility.

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

Yes, the Company has equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016. Policy available - Diversity Equity and Inclusion (DEI). The policy can be accessed on company website [www.manalipetro.com](http://www.manalipetro.com)

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

| Gender       | Permanent employees |                | Permanent workers   |                |
|--------------|---------------------|----------------|---------------------|----------------|
|              | Return to work rate | Retention rate | Return to work rate | Retention rate |
| Male         | 100%                | 100%           | 100%                | 100%           |
| Female       | 100%                | 100%           | 100%                | 100%           |
| <b>Total</b> | <b>100%</b>         | <b>100%</b>    | <b>100%</b>         | <b>100%</b>    |

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

|                                | Yes / No | (If yes, then give details of the mechanism in brief)                                                                                       |
|--------------------------------|----------|---------------------------------------------------------------------------------------------------------------------------------------------|
| Permanent Workers              | Yes      | Yes, there are various committees like Safety Committee, Grievance Redressal mechanism, Canteen Committee, etc and a Trade Union at plants. |
| Other than permanent workers   | Yes      |                                                                                                                                             |
| Permanent Employees            | Yes      |                                                                                                                                             |
| Other than permanent employees | Yes      |                                                                                                                                             |

**7. Membership of employees and workers in association(s) or Unions recognized by the listed entity:**

| Category                         | FY 2024-25                                           |                                                                                                       |            | FY 2023-24                                           |                                                                                                       |             |
|----------------------------------|------------------------------------------------------|-------------------------------------------------------------------------------------------------------|------------|------------------------------------------------------|-------------------------------------------------------------------------------------------------------|-------------|
|                                  | Total employees / workers in respective category (A) | No. of employees/ workers in the respective category, who are part of the association(s) or Union (B) | % (B/A)    | Total employees / workers in respective category (A) | No. of employees/ workers in the respective category, who are part of the association(s) or Union (B) | % (D/C)     |
| <b>Total Permanent Employees</b> |                                                      |                                                                                                       |            |                                                      |                                                                                                       |             |
| Male                             | 252                                                  | 0                                                                                                     | -          | 291                                                  | 0                                                                                                     | -           |
| Female                           | 36                                                   | 0                                                                                                     | -          | 45                                                   | 0                                                                                                     | -           |
| <b>Total</b>                     | <b>288</b>                                           | <b>0</b>                                                                                              | <b>-</b>   | <b>336</b>                                           | <b>0</b>                                                                                              | <b>-</b>    |
| <b>Total Permanent Workers</b>   |                                                      |                                                                                                       |            |                                                      |                                                                                                       |             |
| Male                             | 32                                                   | 25                                                                                                    | 78%        | 46                                                   | 46                                                                                                    | 100%        |
| Female                           | 1                                                    | 0                                                                                                     | 0          | 1                                                    | 1                                                                                                     | 100%        |
| <b>Total</b>                     | <b>33</b>                                            | <b>25</b>                                                                                             | <b>76%</b> | <b>47</b>                                            | <b>47</b>                                                                                             | <b>100%</b> |

**8. Details of training given to employees and workers:**

| Category  | FY 2024-25 |               |         |                      |         | FY 2023-24 |                               |         |                      |         |
|-----------|------------|---------------|---------|----------------------|---------|------------|-------------------------------|---------|----------------------|---------|
|           | Total (A)  | On health and |         | On skill upgradation |         | Total (D)  | On health and safety measures |         | On skill upgradation |         |
|           |            | No. (B)       | % (B/A) | No. (C)              | % (C/A) |            | No. (E)                       | % (E/D) | No. (F)              | % (F/D) |
| Employees |            |               |         |                      |         |            |                               |         |                      |         |
| Male      | 252        | 252           | 100%    | 252                  | 100%    | 291        | 291                           | 100%    | 291                  | 100%    |
| Female    | 36         | 36            | 100%    | 36                   | 100%    | 45         | 45                            | 100%    | 45                   | 100%    |
| Total     | 288        | 288           | 100%    | 288                  | 100%    | 336        | 336                           | 100%    | 336                  | 100%    |
| Workers   |            |               |         |                      |         |            |                               |         |                      |         |
| Male      | 32         | 32            | 100%    | 32                   | 100%    | 46         | 46                            | 100%    | 46                   | 100%    |
| Female    | 1          | 1             | 100%    | 1                    | 100%    | 1          | 1                             | 100%    | 1                    | 100%    |
| Total     | 33         | 33            | 100%    | 33                   | 100%    | 47         | 47                            | 100%    | 47                   | 100%    |

**9. Details of performance and career development reviews of employees and workers:**

| Category         | FY 2024-25 |            |             | FY 2023-24 |            |             |
|------------------|------------|------------|-------------|------------|------------|-------------|
|                  | Total (A)  | No. (B)    | % (B / A)   | Total (C)  | No. (D)    | % (D / C)   |
| <b>Employees</b> |            |            |             |            |            |             |
| Male             | 252        | 214        | 85%         | 291        | 291        | 100%        |
| Female           | 36         | 29         | 81%         | 45         | 45         | 100%        |
| <b>Total</b>     | <b>288</b> | <b>243</b> | <b>84%</b>  | <b>336</b> | <b>336</b> | <b>100%</b> |
| <b>Workers</b>   |            |            |             |            |            |             |
| Male             | 32         | 32         | 100%        | 46         | 46         | 100%        |
| Female           | 1          | 1          | 100%        | 1          | 1          | 100%        |
| <b>Total</b>     | <b>33</b>  | <b>33</b>  | <b>100%</b> | <b>47</b>  | <b>47</b>  | <b>100%</b> |

## 10. Health and safety management system:

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

Yes. The Company has taken steps to obtain accreditation of ISO 45001 certificate during the reporting period, and the Certificate was received during FY 2025-26.

- b. **What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity? (Yes / No / NA)**

The Company has implemented a structured mechanism to identify work-related hazards through comprehensive hazard identification and risk mapping assessments. These assessments include impact evaluations and the implementation of necessary control measures where required. The process covers all routine and non-routine activities undertaken by employees, managerial staff, and workers with workplace access. A variety of risk assessment techniques are employed, including Hazard Identification and Risk Assessment (HIRA), Process Hazard Analysis (PHA), Hazard and Operability Study (HAZOP), Hazard Identification Studies (HAZID), Quantitative Risk Assessment (QRA), What-If Analysis, Pre-Start-Up Safety Review (PSSR), Chemical Risk Assessment (CRA), and Job Safety Analysis (JSA).

- c. **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes / No / NA)**

Yes, the Company has established dedicated Safety Committees for both Plant I and Plant II, comprising representatives from both the staff (field workers) and the management cadre. The committees convene monthly meetings to discuss safety-related concerns, develop appropriate action plans, and assign responsibilities to the relevant departments for implementation. Employees are actively encouraged to report health, safety, and environmental (HSE) concerns—such as unsafe acts or conditions, violations of safety procedures, imminent danger situations, and defective fire or safety equipment—through the submission of a “Near Miss Report.” These reports are promptly addressed by the respective department and the HSE team upon receipt.

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

Yes, the Company offers additional healthcare benefits, including medical insurance coverage for employees and their families, executive health check-ups, access to medical consultants, and wellness support. It has also partnered with a network of empanelled hospitals, diagnostic centers, and digital health platforms to provide timely medical assistance as needed.

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

| Safety incident / number                                                         | Category  | FY 2024-25 | FY 2023-24 |
|----------------------------------------------------------------------------------|-----------|------------|------------|
| Lost Time Injury Frequency Rate (LTIFR)<br>(per one-million-person hours worked) | Employees | 0          | 0          |
|                                                                                  | Workers   | 0          | 0.72       |
| Total recordable work-related injuries                                           | Employees | 0          | 0          |
|                                                                                  | Workers   | 0          | 1          |
| No. of fatalities                                                                | Employees | 0          | 0          |
|                                                                                  | Workers   | 0          | 0          |
| High consequence work-related injury or ill- health (excluding fatalities)       | Employees | 0          | 0          |
|                                                                                  | Workers   | 0          | 0          |

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

The Company has implemented a suggestion scheme focused on Health, Safety, and Environment (HSE), encouraging employees to share ideas for improving workplace safety and health. Employees are actively involved in the development and review of HSE policies and objectives through safety committee meetings, HSE training sessions, and review meetings. They also participate in hazard identification, risk assessment, and the determination of risk controls within their respective work areas. Workplace exposure monitoring, regular medical check-ups, and a robust system for accident and incident reporting are in place to ensure employee well-being. In addition, process safety practices—such as Safety, Health, and Environment (SHE) reviews and Pre-Start-Up Safety Reviews (PSSR)—are regularly conducted. The Company also maintains comprehensive emergency preparedness measures to effectively address unforeseen situations.

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

|                    | FY 2024-25            |                                       |                                                                      | FY 2023-24            |                                       |                                                                      |
|--------------------|-----------------------|---------------------------------------|----------------------------------------------------------------------|-----------------------|---------------------------------------|----------------------------------------------------------------------|
|                    | Filed during the year | Pending resolution at the end of year | Remarks                                                              | Filed during the year | Pending resolution at the end of year | Remarks                                                              |
| Working conditions | 112                   | 54                                    | Specifies the tasks to be undertaken only during the annual shutdown | 116                   | 30                                    | Specifies the tasks to be undertaken only during the annual shutdown |
| Health & safety    | 0                     | 0                                     |                                                                      | 0                     | 0                                     |                                                                      |

## 14. Assessments for the year

|                             | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|-----------------------------|-------------------------------------------------------------------------------------------------------|
| Health and safety practices | 100% have been assessed by the entity during the internal audit.                                      |
| Working conditions          |                                                                                                       |

## 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.

In all safety-related incidents, a detailed investigation is conducted by a technical committee to determine the root cause through Root Cause Analysis (RCA). The committee's recommendations are implemented to prevent recurrence. Additionally, to enhance workplace safety, employees are encouraged to report near-miss incidents, enabling timely corrective actions to mitigate potential risks.

## Leadership Indicators

### 1. Does the entity extend any life insurance or any compensatory package in the event of death of Employees & Workers (Yes / No)

Yes, the Company extends life insurance coverage for work related death to its employees and workers.

### 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 has implemented safeguards and checks and balances to ensure that value chain partners have deducted and deposited statutory dues, as applicable.

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                               | FY 2023-24 | FY 2024-25                                                                                                                                        | FY 2023-24 |
| Employees | 0                                        | 0          | 0                                                                                                                                                 | 0          |
| Workers   | 0                                        | 1          | 0                                                                                                                                                 | 0          |

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 / NA)

No, currently the Company does not provide any transition assistance programs to facilitate continued employability and the management of career ending resulting from retirement or termination of employment.

5. Details on assessment of value chain partners:

|                             | % of value chain partners (by value of business done with such partners) that were assessed |
|-----------------------------|---------------------------------------------------------------------------------------------|
| Health and safety practices | 100% have been assessed by the entity during internal audit                                 |
| Working Conditions          |                                                                                             |

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Not Applicable.

#### Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Value creation for stakeholders, including our employees, customers, investors, and communities is integral to our purpose. At MPL, we collaborate and engage with our stakeholders on a regular basis to understand their needs and expectations in order to address their concerns and incorporate their feedback. To establish enduring relationships that demonstrate a dedication to reciprocal respect and accountability, we maintain timely and efficient interactions with all stakeholder groups. All internal and external stakeholders have access to specific email channels where they may express any issues or problems.



#### SDG Linkage

#### Essential Indicators

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

The Company is responsive to the requirements of all its Stakeholders, and this is enshrined in our Corporate Values & Beliefs of Integrity, Passion, Quality, Respect and Responsibility. These values require that the Company acts as a responsible corporate citizen and change lives for the better and this is to be done in a manner that reflects humility. These values require us to provide everyone equal opportunities to progress and grow. The Company has mapped its internal and external stakeholders. The Company

considers its shareholders / investors, employees, customers, suppliers / partners, regulatory authorities and communities surrounding its operations as its key stakeholders. The identification is based on characteristics such as impact, influence, interest, legitimacy, urgency, and diversity perspective. The Company continues its engagement with them through various mechanisms such as consultations with local communities, vendor meets, customer / employee satisfaction surveys, investor forums, etc.

**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 | Channels of communication                                                                                                                                                                                                                                        | Details of Other Channels of communication | Frequency of engagement | Details of Other Frequency of engagement | Purpose and scope of engagement including key topics and concerns raised during such engagement                                                                                                                                                                                       |
|------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------|------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Employees</b>             | No                                                    | <ul style="list-style-type: none"> <li>Employee satisfaction surveys</li> <li>Face-to-face meetings</li> <li>Engagement sessions</li> <li>HR sessions</li> <li>Rewards and recognition</li> <li>Team building workshops</li> <li>Employee newsletters</li> </ul> |                                            | On a regular basis      |                                          | <ul style="list-style-type: none"> <li>Employees growth and benefits</li> <li>Compensation structure</li> <li>Health &amp; Safety</li> <li>Career growth</li> <li>opportunities</li> <li>Professional development</li> <li>Continuing education</li> <li>Skill development</li> </ul> |
| <b>Customers</b>             | No                                                    | <ul style="list-style-type: none"> <li>Customer engagement surveys</li> <li>Quality Business Review</li> </ul>                                                                                                                                                   |                                            | On a regular basis      |                                          | <ul style="list-style-type: none"> <li>Customer requirements</li> <li>Customer satisfaction and feedback</li> <li>Challenges</li> </ul>                                                                                                                                               |
| <b>Government</b>            | No                                                    | <ul style="list-style-type: none"> <li>Quarterly results, Annual reports</li> <li>Sustainability reports</li> <li>Stock exchange filings</li> </ul>                                                                                                              |                                            | As and when required    |                                          | <ul style="list-style-type: none"> <li>Reporting requirements</li> <li>Statutory compliance</li> <li>Support from authorities</li> </ul>                                                                                                                                              |
| <b>Suppliers and Vendors</b> | No                                                    | <ul style="list-style-type: none"> <li>One-to-one meetings</li> <li>Regular operational reviews</li> </ul>                                                                                                                                                       |                                            | On a regular basis      |                                          | <ul style="list-style-type: none"> <li>Regulatory compliance requirements</li> <li>Supply schedule</li> <li>Vendor needs and expectations</li> <li>Need for sustainability awareness and trainings</li> <li>Sustainability performance</li> </ul>                                     |

| Stakeholder Group        | Whether identified as Vulnerable & Marginalized Group | Channels of communication                                                                                                                                                                | Details of Other Channels of communication | Frequency of engagement | Details of Other Frequency of engagement | Purpose and scope of engagement including key topics and concerns raised during such engagement                                                                                                |
|--------------------------|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------|------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Shareholders / Investors | No                                                    | <ul style="list-style-type: none"> <li>Annual general shareholders meeting</li> <li>Financial information release</li> <li>Media release</li> <li>Investor calls and meetings</li> </ul> |                                            | On a regular basis      |                                          | <ul style="list-style-type: none"> <li>Financial performance</li> <li>Understanding their needs / expectations which is material to the Company</li> <li>Sustainability performance</li> </ul> |
| Community / NGO          | Yes                                                   | <ul style="list-style-type: none"> <li>Project meetings</li> <li>Community interactions with NGOs</li> <li>Grievance mechanisms</li> </ul>                                               |                                            | As and when required    |                                          | <ul style="list-style-type: none"> <li>Community expectations and feedback on impact / success of CSR project</li> </ul>                                                                       |

### Leadership Indicators

- 1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

The Company maintains strong and valuable relationship with all its stakeholder groups and continuously engages with its diverse stakeholders to keep them apprised about their business strategies, potential risks and opportunities, and future roadmap. As a business practice, departmental heads interact with their set of internal and external stakeholders on regular intervals, which is then consolidated and shared as stakeholder insight with top management and subsequently with Board Members to take appropriate steps and actions as required and plan sustainability strategies accordingly.

- 2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes. Outcome of the stakeholder consultation exercises are taken forward to identify material topic of concern on sustainability for the company. Based on these material topics of significance to the Company, further strategy development, policy setting and if required objectives and goal setting are developed and implemented.

- 3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

While we engage with vulnerable/ marginalised stakeholder groups regularly through our various initiatives around CSR, we actively seek concerns during the process. No concerns were recorded in the reporting period.

## Principle 5: Businesses should respect and promote human rights

The Company is dedicated to preserve the human rights of everyone and ensuring that there are no instances of violations in business operations. Our publicly available policy on Human Rights and Equal Opportunity prohibits transgressions of human rights. Company values human diversity, encourages fairness and justice, and advocates equal chances for everyone to work, learn and grow within the organisation, free from any form of discrimination or victimisation. We also adhere to the guidelines set out on the lines of International Labour Organization (ILO) conventions. We ensure that the conditions outlined in these policies and frameworks are communicated to everyone involved in our daily operations.



### SDG Linkage

### Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

| Category             | FY 2024-25 |                                        |         | FY 2023-24 |                                        |         |
|----------------------|------------|----------------------------------------|---------|------------|----------------------------------------|---------|
|                      | Total (A)  | No. of employees / workers covered (B) | % (B/A) | Total (C)  | No. of employees / workers covered (D) | % (D/C) |
| <b>Employees</b>     |            |                                        |         |            |                                        |         |
| Permanent            | 288        | 288                                    | 100%    | 336        | 336                                    | 100%    |
| Other than permanent | 3          | 3                                      | 100%    | 4          | 4                                      | 100%    |
| Total employees      | 291        | 291                                    | 100%    | 340        | 340                                    | 100%    |
| <b>Workers</b>       |            |                                        |         |            |                                        |         |
| Permanent            | 33         | 33                                     | 100%    | 47         | 47                                     | 100%    |
| Other than permanent | 991        | 991                                    | 100%    | 597        | 597                                    | 100%    |
| Total workers        | 1,024      | 1,024                                  | 100%    | 644        | 644                                    | 100%    |

2. Details of minimum wages paid to employees and workers

| Category             | FY 2024-25   |                          |            |                           |            | FY 2023-24   |                          |            |                           |              |
|----------------------|--------------|--------------------------|------------|---------------------------|------------|--------------|--------------------------|------------|---------------------------|--------------|
|                      | Total<br>(A) | Equal to<br>minimum wage |            | More than<br>minimum wage |            | Total<br>(D) | Equal to<br>minimum wage |            | More than<br>minimum wage |              |
|                      |              | No. (B)                  | %<br>(B/A) | No. (C)                   | %<br>(C/A) |              | % (E)                    | %<br>(E/D) | No. (F)                   | No.<br>(F/D) |
| Employees            |              |                          |            |                           |            |              |                          |            |                           |              |
| Permanent            | 288          | 64                       | 22%        | 224                       | 78%        | 336          | 96                       | 29%        | 240                       | 71%          |
| Male                 | 252          | 57                       | 23%        | 195                       | 77%        | 291          | 89                       | 31%        | 202                       | 69%          |
| Female               | 36           | 7                        | 19%        | 29                        | 81%        | 45           | 7                        | 16%        | 38                        | 84%          |
| Other than permanent | 3            | 0                        | 0          | 3                         | 100%       | 4            | 4                        | 100%       | -                         | -            |
| Male                 | 3            | 0                        | 0          | 3                         | 100%       | 4            | 4                        | 100%       | -                         | -            |
| Female               | -            | -                        | -          | -                         | -          | -            | -                        | -          | -                         | -            |

| Category             | FY 2024-25   |                          |            |                           |            | FY 2023-24   |                          |            |                           |              |
|----------------------|--------------|--------------------------|------------|---------------------------|------------|--------------|--------------------------|------------|---------------------------|--------------|
|                      | Total<br>(A) | Equal to<br>minimum wage |            | More than<br>minimum wage |            | Total<br>(D) | Equal to<br>minimum wage |            | More than<br>minimum wage |              |
|                      |              | No. (B)                  | %<br>(B/A) | No. (C)                   | %<br>(C/A) |              | % (E)                    | %<br>(E/D) | No. (F)                   | No.<br>(F/D) |
| Workers              |              |                          |            |                           |            |              |                          |            |                           |              |
| Permanent            | 33           | 0                        | -          | 33                        | 100%       | 47           | 8                        | 17%        | 39                        | 83%          |
| Male                 | 32           | 0                        | -          | 32                        | 100%       | 46           | 8                        | 17%        | 38                        | 83%          |
| Female               | 1            | 0                        | -          | 1                         | 100%       | 1            | 0                        | -          | 1                         | 100%         |
| Other than permanent | 991          | 991                      | 100%       | -                         | -          | 597          | 597                      | 100%       | -                         | -            |
| Male                 | 920          | 920                      | 100%       | -                         | -          | 556          | 556                      | 100%       | -                         | -            |
| Female               | 71           | 71                       | 100%       | -                         | -          | 41           | 41                       | 100%       | -                         | -            |

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

| <b>a. Median remuneration / wages:</b>                  |        |                                                                     |        |                                                                     |
|---------------------------------------------------------|--------|---------------------------------------------------------------------|--------|---------------------------------------------------------------------|
|                                                         | Male   |                                                                     | Female |                                                                     |
|                                                         | Number | Median remuneration/<br>salary/ wages of<br>respective category (₹) | Number | Median remuneration/<br>salary/ wages of<br>respective category (₹) |
| Board of Directors (BoD)* Excluding Executive Directors | 8      | 10,00,000                                                           | 4      | 7,50,000                                                            |
| Key managerial personnel includes Executive Director**  | 4      | 2,53,09,416                                                         | 1      | 29,33,595                                                           |
| Employees other than BoD and KMP#                       | 313    | 4,30,118                                                            | 46     | 3,74,604                                                            |
| Workers##                                               | 36     | 6,00,540                                                            | 1      | -                                                                   |

Notes:

\*Includes remuneration paid to Mr. G Chellakrishna & Ms. Sashikala Srikanth who ceased to be directors of the Company with effect from close of business hours of 12<sup>th</sup> August 2024 consequent to completion of their second tenure as Independent Directors.

\*\*Includes remuneration paid to Mr. R Swaminathan, who ceased to be the Company Secretary of the Company from the close of business hours on 6<sup>th</sup> February 2025 consequent to his resignation.

#Includes remuneration paid to employees who have left the organisation during the year under review.

##Refer note no. 27 to Standalone Financial Statements.

| <b>b. Gross wages paid to females:</b>                                           |                     |                   |
|----------------------------------------------------------------------------------|---------------------|-------------------|
|                                                                                  | <b>FY 2024-25</b>   | <b>FY 2023-24</b> |
| Gross wages paid to females                                                      | <b>2,18,01,355</b>  | 2,05,26,328       |
| Total wages                                                                      | <b>25,93,44,890</b> | 23,94,61,706      |
| Gross wages paid to females<br>(Gross wages paid to females as % of total wages) | <b>8.40%</b>        | 8.57%             |

**4. Do you have a focal point (individual/ committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes. POSH, Canteen, Safety & DEI Committee available.

**5. Describe the internal mechanisms in place to redress grievances related to human rights issues.**

POSH, Canteen, Safety & DEI Committees available to redress grievances.

**6. Number of complaints on the following made by employees and workers:**

|                                   | FY 2024-25            |                                       |         | FY 2023-24            |                                       |         |
|-----------------------------------|-----------------------|---------------------------------------|---------|-----------------------|---------------------------------------|---------|
|                                   | Filed during the year | Pending resolution at the end of year | Remarks | Filed During the year | Pending resolution at the end of year | Remarks |
| Sexual harassment                 | Nil                   | Nil                                   |         | Nil                   |                                       |         |
| Discrimination at workplace       |                       |                                       |         |                       |                                       |         |
| Child labour                      |                       |                                       |         |                       |                                       |         |
| Forced labour/ Involuntary labour |                       |                                       |         |                       |                                       |         |
| Wages                             |                       |                                       |         |                       |                                       |         |
| Other human rights-related issues |                       |                                       |         |                       |                                       |         |

**7. Complaints filed under the sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

|                                                                                                                                        | 2024-25 | 2023-24 |
|----------------------------------------------------------------------------------------------------------------------------------------|---------|---------|
| i) Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH) | NIL     | NIL     |
| ii) Average number of female employees/workers at the beginning of the year and as at end of the year                                  |         |         |
| iii) Complaints on POSH as a % of female employees / workers                                                                           |         |         |
| iv) Complaints on POSH upheld                                                                                                          |         |         |

**8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

Addressed as part of POSH & DEI policies

**9. Do human rights requirements form part of your business agreements and contracts? (Yes/No/NA)**

Yes

## 10. Assessments of the year

|                             | % of your plants and offices that were assessed<br>(by the entity or statutory authorities or third parties) |
|-----------------------------|--------------------------------------------------------------------------------------------------------------|
| Child labour                | 100% by the Company/statutory authorities as applicable                                                      |
| Forced/involuntary labour   |                                                                                                              |
| Sexual harassment           |                                                                                                              |
| Discrimination at workplace |                                                                                                              |
| Wages                       |                                                                                                              |
| Others – please specify     |                                                                                                              |

## 11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above.

Not Applicable. The Company maintains high standards of Human Rights compliance in business operations, which resulted in Zero instances of non-compliance on Human Rights elements. The Company has laid down strong policies, procedures, and internal controls to redress and take appropriate corrective actions, in case of complaint or non-compliance.

## Leadership Indicators

### 1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

The Company neither received any complaint or any case of grievance was recorded during FY 2024-25, further-more, the Company has comprehensive policies and internal controls in place.

### 2. Details of the scope and coverage of any Human rights due-diligence conducted.

As per the Factories Act, 1948, working hours, HSE requirements and fair wages forms the fundamental part of human rights. Coverage is 100%.

### 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?

We are continuously working towards improving infrastructure for eliminating barriers to accessibility.

### 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, the Company does not assess its value chain partners                             |
| 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

At MPL, we continuously make efforts to operate in a way that creates more positive impact for the society and the environment. We are an ISO 14001:2015 certified organisation and we strive to conduct business in a sustainable manner while minimising negative impact. The strategy outlined in our environmental policy emphasises prudent resource management and highlights key areas like energy efficiency, responsible waste management, water stewardship and measures for emission reduction.

### SDG Linkage



### Essential Indicators

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

| Whether total energy consumption and energy intensity is applicable to the company?                                                                         |              |                    | Yes            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|--------------------|----------------|
|                                                                                                                                                             |              | <b>FY 2024-25</b>  | PY 2023-24     |
| <b>Revenue from operations (in ₹)</b>                                                                                                                       |              | 6,47,51,48,000     | 7,97,63,44,000 |
| <b>Parameter</b>                                                                                                                                            | <b>Units</b> |                    |                |
| <b>From renewable sources</b>                                                                                                                               |              |                    |                |
| Total electricity consumption (A)                                                                                                                           | GJ           | <b>27,351.58</b>   | 54,866.80      |
| Total fuel consumption (B)                                                                                                                                  | GJ           | <b>0</b>           | 0              |
| Energy consumption through other sources (C)                                                                                                                | GJ           | <b>0</b>           | 0              |
| <b>Total energy consumed from renewable sources (A+B+C)</b>                                                                                                 |              | <b>27,351.58</b>   | 54,866.80      |
| <b>From non-renewable sources</b>                                                                                                                           |              |                    |                |
| Total electricity consumption (D)*                                                                                                                          | GJ           | <b>90,619.43</b>   | 81,279.53      |
| Total fuel consumption (E)                                                                                                                                  | GJ           | <b>5,18,300.31</b> | 5,50,716.09    |
| Total energy consumption through other sources (F)                                                                                                          | GJ           | <b>44,269.42</b>   | 49,089.34      |
| <b>Total energy consumed from non-renewable sources (D+E+F)</b>                                                                                             | GJ           | <b>6,53,189.16</b> | 6,81,084.95    |
| <b>Total energy consumed (A+B+C+D+E+F)*</b>                                                                                                                 | GJ           | <b>6,80,540.74</b> | 7,35,951.76    |
| <b>Energy intensity per rupee of turnover</b><br>(Total energy consumed / Revenue from operations)                                                          |              | <b>1,051 GJ/cr</b> | 923 GJ/Cr      |
| <b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed / Revenue from operations adjusted for PPP) |              | <b>21,713.57</b>   | 18,656.45      |
| <b>Energy intensity in terms of physical output</b>                                                                                                         |              | <b>29.09</b>       | 22.23          |
| <b>Energy intensity (optional) – the relevant metric may be selected by the entity</b>                                                                      |              |                    |                |

|                                                                                                                                                                            |                                           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|
| <b>Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)</b><br><b>If yes, name of the external agency.</b> | No assessment made by any external agency |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|

\* Includes electricity consumption of corporate office.

#### Note

- Total electricity consumption decreased in FY 2024–25 compared to FY 2023–24, primarily due to energy efficiency initiatives. At Plant II, the installation of a new screw air compressor resulted in an annual energy savings of 4,000 GJ. At Plant- I, the commissioning of four new FRP fan blades for the old and new cooling towers contributed to an additional annual savings of 1577 GJ.
  - Offgases from process unit is recovered and fired in boilers and the energy contributed by this off gas stream is accounted in energy consumption through other sources.
  - PPP factor of India is taken at 20.66. The said PPP factor is based on International Monetary Fund data given at <https://imf.org/external/datamapper/PPPEX@WEO/OEMDC>
- 2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the performance, achieve, and trade (PAT) Scheme of the Government of India? (Yes / No) 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.**

Not Applicable.

#### 3. Provide details of the following disclosures related to water, in the following format:

| Parameter                                                                                                                                               | FY 2024-25                                 | FY 2023-24   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|--------------|
| Water withdrawal by source (in kilolitres)                                                                                                              |                                            |              |
| (i) Surface water                                                                                                                                       | 0                                          | 0            |
| (ii) Groundwater                                                                                                                                        | 0                                          | 0            |
| (iii) Third-party water (Tanker water supply)                                                                                                           | 4,70,731.25                                | 2,97,332.70  |
| (iv) Seawater / desalinated water                                                                                                                       | 0                                          | 0            |
| (v) Others (Municipal water supply)                                                                                                                     | 12,06,741.04                               | 17,81,690.00 |
| Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)                                                                                | 16,77,472.29                               | 20,79,022.7  |
| #Total volume of water consumption (in kilolitres)                                                                                                      | 16,77,472.29                               | 20,79,022.7  |
| Water intensity per rupee of turnover (KL/Cr)<br>(Total water consumption / Revenue from operations)                                                    | 2,591                                      | 2,607        |
| Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)<br>(Total water consumption/ revenue from operations adjusted for PPP) | 53,522                                     | 52,703       |
| Water intensity in terms of Physical Output                                                                                                             | 71.69                                      | 62.79        |
| Water intensity (optional) – the relevant metric may be selected by the entity                                                                          |                                            |              |
| Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? If yes, name of the external agency.    | No assessment made by any external agency. |              |

# Water consumed at corporate office is not accounted as it is rented facility.

PPP factor of India is taken at 20.66. The said PPP factor is based on IMF data given at <https://imf.org/external/datamapper/PPPEX@WEO/OEMDC>

**4. Provide the following details related to water discharged:**

| Parameter                                                                                                                                                       | FY 2024-25                                 | FY 2023-24   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|--------------|
| <b>Water discharge by destination and level of treatment (in kilolitres)</b>                                                                                    |                                            |              |
| (i) To Surface water                                                                                                                                            |                                            |              |
| - No treatment                                                                                                                                                  | -                                          | -            |
| - With treatment – please specify level of treatment                                                                                                            | -                                          | -            |
| (ii) To Groundwater                                                                                                                                             |                                            |              |
| - No treatment                                                                                                                                                  | -                                          | -            |
| - With treatment – please specify level of treatment                                                                                                            | -                                          | -            |
| (iii) To Seawater                                                                                                                                               |                                            |              |
| - No treatment                                                                                                                                                  | -                                          | -            |
| - With treatment – please specify level of treatment (treatment in ETP) (KL)                                                                                    | <b>9,22,652.72</b>                         | 12,94,226.73 |
| (iv) Sent to third parties                                                                                                                                      |                                            |              |
| - No treatment                                                                                                                                                  | -                                          | -            |
| - With treatment – please specify level of treatment                                                                                                            | -                                          | -            |
| (v) Others                                                                                                                                                      |                                            |              |
| - No treatment                                                                                                                                                  | -                                          | -            |
| - With treatment – please specify level of treatment                                                                                                            | -                                          | -            |
| <b>Total water discharged (in kilolitres)</b>                                                                                                                   | <b>9,22,652.72</b>                         | 12,94,226.73 |
| <b>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.</b> | No assessment made by any external agency. |              |

**5. Has the entity implemented a mechanism for zero liquid discharge? If yes, provide details of its coverage and implementation.**

No. The entity has not implemented a mechanism for zero liquid discharge. However, National Environmental Engineering Research Institute (NEERI) has been identified to carry out a feasibility study for implementation of ZLD. During the year under review, CSIR-NEERI Nagpur commenced their study to ascertain the feasibility of partial of complete re-use of treated effluent, which would take upto two years. The Company has also explored other innovative technologies to implement ZLD process either partially or completely.

**6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

| <b>Whether air emissions (other than GHG emissions) by the entity is applicable to the Company?</b> |        |                      | Yes           |
|-----------------------------------------------------------------------------------------------------|--------|----------------------|---------------|
| Parameter                                                                                           | Unit   | FY 2024-25*          | FY 2023-24*   |
| NOx                                                                                                 | mg/nm3 | <b>Plant 1 – 48</b>  | Plant 1 – 35  |
|                                                                                                     |        | <b>Plant 2 – 114</b> | Plant 2 – 30  |
| SOx                                                                                                 | mg/nm3 | <b>Plant 1 – BDL</b> | Plant 1 – BDL |
|                                                                                                     |        | <b>Plant 2 - 396</b> | Plant 2 - 210 |
| Particulate matter (PM)                                                                             | mg/nm3 | <b>Plant 1 – 11</b>  | Plant 1 – 3   |
|                                                                                                     |        | <b>Plant 2 –34</b>   | Plant 2 –16   |

| Whether air emissions (other than GHG emissions) by the entity is applicable to the Company?                                                             |                                            |                                                | Yes                            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|------------------------------------------------|--------------------------------|
| Parameter                                                                                                                                                | Unit                                       | FY 2024-25*                                    | FY 2023-24*                    |
| Persistent organic pollutants (POP)                                                                                                                      | NA                                         | NA                                             | NA                             |
| Volatile organic compounds (VOC)                                                                                                                         | µg/m3                                      | <b>Plant 1 – 1108</b><br><b>Plant 2 – 1407</b> | Plant 1 – 723<br>Plant 2 – 772 |
| Hazardous air pollutants (HAP)                                                                                                                           | NA                                         | NA                                             | NA                             |
| Others – ozone-depleting substances (HCFC - 22 or R-22)                                                                                                  | NA                                         | 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 assessment made by any external agency. |                                                |                                |

**Note** - The air emissions from Plant 1 and Plant 2 are given individually (not consolidated) as both the plants have different operational conditions. The air emissions by both the plants are well below the permissible limits as stipulated by Tamil Nadu Pollution Control Board.

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity:**

| Whether greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity is applicable to the company?                                                                                        |                                             |                  | Yes        |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|------------------|------------|
| Parameter                                                                                                                                                                                             | Unit                                        | FY 2024-25       | PY 2023-24 |
| Total Scope 1 emissions<br>(Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)                              | Metric tonnes of CO <sub>2</sub> equivalent | <b>21,836.38</b> | 27,242.22  |
| Total Scope 2 emissions<br>(Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)**                            | Metric tonnes of CO <sub>2</sub> equivalent | <b>20,327.38</b> | 18,103.90  |
| Total Scope 1 and Scope 2 emission intensity per rupee of turnover<br>(Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)                                                             |                                             | <b>65.12</b>     | 56.85      |
| Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)<br>(Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP) |                                             | <b>2.08</b>      | 1.43       |
| Total Scope 1 and Scope 2 emission intensity in terms of physical output                                                                                                                              |                                             | <b>1.80</b>      | 1.36       |
| Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity                                                                                           |                                             |                  |            |
| Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.                                              | No assessment made by any external agency.  |                  |            |

\*\* Due to sourcing of less renewable energy power in the year FY 2024-25, the scope 2 emissions got increased compared to FY 2023-24.

**8. Does the entity have any project related to reducing greenhouse gas emission? If yes, then provide details.**

Yes – The Company has committed to meeting approximately 68% of its total annual electricity requirements through renewable energy sources, primarily solar and wind. This initiative reflects the Company's ongoing efforts to indirectly reduce greenhouse gas (GHG) emissions. During FY 2024–25, the group captive power sources, which commenced partial operations, contributed 27.17% of renewable energy to MPL's overall consumption. In addition, the Company is investing in the installation of floating and rooftop solar facilities with a capacity of 1 MW at Plant-I, which is expected to further augment the share of renewable energy in total consumption by approximately 4%.

**9. Provide details related to waste management by the entity, in the following format:**

| Parameter                                                                                                                                                    | FY 2024-25                                                             | FY 2023-24                                                |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------|
| Total waste generated (in metric tonnes)                                                                                                                     |                                                                        |                                                           |
| Plastic waste (A)                                                                                                                                            | 0                                                                      | 0                                                         |
| E-waste (B)                                                                                                                                                  | 0                                                                      | 0                                                         |
| Bio-medical waste (C)                                                                                                                                        | 12.3                                                                   | 7.67                                                      |
| Construction and demolition waste (D)                                                                                                                        | 7.55                                                                   | 0                                                         |
| Battery waste (E)                                                                                                                                            | 0                                                                      | 0                                                         |
| Radioactive waste (F)                                                                                                                                        | 0                                                                      | 0                                                         |
| Other Hazardous waste. Please specify, if any. (G)                                                                                                           | <b>Spent Oil – 2.277<br/>Chemical sludge<br/>from<br/>ETP – 168.99</b> | Spent Oil – 1.400<br>Chemical sludge<br>from ETP – 124.91 |
| Other Non-hazardous waste generated (H).                                                                                                                     | 11,477.30                                                              | 15,685                                                    |
| Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)                          | <b>Waste lime<br/>sludge</b>                                           | Waste lime sludge                                         |
| <b>Total (A+B + C + D + E + F + G + H)</b>                                                                                                                   | <b>11,668.41</b>                                                       | 15,818.98                                                 |
| Waste intensity per rupee of turnover<br>(Total waste generated / Revenue from operations)                                                                   | 18.02                                                                  | 19.83                                                     |
| Waste intensity per rupee of turnover adjusted for<br>Purchasing Power Parity (PPP)<br>(Total waste generated / Revenue from operations adjusted<br>for PPP) | 372.30                                                                 | 401.01                                                    |
| Waste Intensity in terms of Physical Output                                                                                                                  | 0.50                                                                   | 0.47                                                      |
| Waste intensity (optional) – the relevant metric may be<br>selected by the entity                                                                            |                                                                        |                                                           |

PPP factor of India is taken at 20.66. The said PPP factor is based on IMF data given at <https://imf.org/external/datamapper/PPPEX@WEO/OEMDC>

| For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes) |            |            |
|-----------------------------------------------------------------------------------------------------------------------------------------|------------|------------|
| Parameter                                                                                                                               | FY 2024-25 | FY 2023-24 |
| Category of waste                                                                                                                       | Nil        |            |
| (i) Recycled                                                                                                                            |            |            |
| (ii) Re-used                                                                                                                            |            |            |
| (iii) Other recovery operations                                                                                                         |            |            |
| <b>Total</b>                                                                                                                            |            |            |

**Note** – Canteen waste is not monitored by the Company as the canteen is operated by third party agency and the canteen waste is also managed by the same agency. However, the Company ensures that the canteen waste is disposed in a responsible manner.

| For each category of waste generated, total waste disposed of by nature of disposal method (in metric tonnes)                                                   |                                            |            |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|------------|
| Category of waste                                                                                                                                               | FY 2024-25                                 | FY 2023-24 |
| (i) Incineration                                                                                                                                                | 0                                          | 0          |
| (ii) Landfilling                                                                                                                                                | 191.44                                     | 145.81     |
| (iii) Other disposal operations (Spent Oil disposed to TNPCB authorized recyclers)                                                                              | 1.85                                       | 0.74       |
| <b>Total</b>                                                                                                                                                    | <b>193.29</b>                              | 146.55     |
| <b>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.</b> | No assessment made by any external agency. |            |

**10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce the usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

The Company has implemented the following Waste Management practices in compliance with environmental regulations and sustainability objectives:

- Spent oil is disposed of through Tamil Nadu Pollution Control Board (TNPCB) authorized recyclers.
- Effluent Treatment Plant (ETP) sludge is sent to Tamil Nadu Waste Management Limited (TNWML), Gummidipoondi, for proper disposal.
- E-waste is managed and disposed of through TNPCB authorized recyclers.
- Bio-medical waste generated from the Occupational Health Center is disposed of through a contracted hospital waste management agency (for FY 2024–25, through M/s. Kavery Hospitals).
- There is no generation of plastic waste, construction and demolition waste, or radioactive waste.
- Non-hazardous waste, primarily lime sludge, is disposed of for beneficial uses such as brick manufacturing and weathering course applications.

To further reduce the use of hazardous and toxic chemicals and effectively manage any resulting waste, the Company has adopted the following strategy:

- i. The use of hazardous and toxic chemicals is minimized by employing best practices and state-of-the-art technology. Chemical consumption remains within the norms specified by technology suppliers and is entirely utilized in the process, resulting in no residue or waste.
- ii. The by-products generated during manufacturing are saleable and are regularly sold to respective customers, ensuring no accumulation of hazardous by-products.

**11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones, etc.) where environmental approvals/clearances are required, please specify details in the following format:**

| Sr. No.                                                                                                                                                                                                                                                    | Location of operations/offices | Type of operations | Whether the conditions of environmental approval / clearance are being complied with? (Y/N). | If no, the reasons thereof and corrective action taken, if any. |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------|----------------------------------------------------------------------------------------------|-----------------------------------------------------------------|
| Not Applicable. There are no ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) in and around the Company's operations unit/offices. |                                |                    |                                                                                              |                                                                 |

**12. Details of Environmental Impact Assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

| Name and brief details of project | EIA Notification No. | Date | Whether conducted by independent external agency (Yes / No) | Results communicated in public domain (Yes/No) | Relevant Web link |
|-----------------------------------|----------------------|------|-------------------------------------------------------------|------------------------------------------------|-------------------|
| Not Applicable                    |                      |      |                                                             |                                                |                   |

**13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (prevention and control of pollution) Act, Air (prevention and control of pollution) Act, Environment Protection Act, and rules there under (Yes / No). If not, provide details of all such non-compliances:**

Yes

| Sr. 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 |
|---------|-----------------------------------------------------------------------|---------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|
| Nil     |                                                                       |                                       |                                                                                                           |                                |

**Leadership Indicators**

**1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

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

| Parameter (In Gigajoules)                                                             | FY 2024-25      | FY 2023-24 |
|---------------------------------------------------------------------------------------|-----------------|------------|
| <b>Water withdrawal by source (in kilolitres)</b>                                     |                 |            |
| (i) Surface water                                                                     | Not applicable. |            |
| (ii) Groundwater                                                                      |                 |            |
| (iii) Third party water                                                               |                 |            |
| (iv) Seawater / desalinated water                                                     |                 |            |
| (v) Others                                                                            |                 |            |
| <b>Total volume of water withdrawal (in kilolitres)</b>                               |                 |            |
| <b>Total volume of water consumption (in kilolitres)</b>                              |                 |            |
| <b>Water intensity per rupee of turnover</b><br>(Water consumed / turnover)           |                 |            |
| <b>Water intensity (optional)</b> – the relevant metric may be selected by the entity |                 |            |

| Parameter (In Gigajoules)                                                    | FY 2024-25      | FY 2023-24 |
|------------------------------------------------------------------------------|-----------------|------------|
| <b>Water discharge by destination and level of treatment (in kilolitres)</b> |                 |            |
| (i) Into Surface water                                                       | Not applicable. |            |
| - No treatment                                                               |                 |            |
| - With treatment – please specify level of treatment                         |                 |            |
| (ii) Into Groundwater                                                        |                 |            |
| - No treatment                                                               |                 |            |
| - With treatment – please specify level of treatment                         |                 |            |
| (iii) Into Seawater                                                          |                 |            |
| - No treatment                                                               |                 |            |
| - With treatment – please specify level of treatment                         |                 |            |
| (iv) Sent to third-parties                                                   |                 |            |
| - No treatment                                                               |                 |            |
| - With treatment – please specify level of treatment                         |                 |            |
| (v) Others                                                                   |                 |            |
| - No treatment                                                               |                 |            |
| - With treatment – please specify level of treatment                         |                 |            |
| <b>Total water discharged (in kilolitres)</b>                                |                 |            |

**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 assessment by external agency

**2. Please provide details of total Scope 3 emissions & their intensity, in the following format:**

| Whether total Scope 3 emissions & its intensity is applicable to the company?                                                                                         |                                             |                 | No         |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|-----------------|------------|
| Parameter                                                                                                                                                             | Unit                                        | FY 2024-25      | FY 2023-24 |
| Total Scope 3 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available) | Metric tonnes of CO <sub>2</sub> equivalent | Not applicable. |            |
| Total Scope 3 emissions per rupee of turnover                                                                                                                         | tCO <sub>2</sub> e/INR                      |                 |            |
| Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity                                                                       |                                             |                 |            |

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No assessment has been carried out by any external agency.

**3. 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.**

There are no ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) in and around the Company's operations unit/office.

**4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge/waste generated, please provide details of the same as well as the outcome of such initiatives, as per the following format:**

| S. No | Initiative undertaken                                                                        | Details of the initiative (Web-link, if any, may be provided along-with summary)                                                                                                                                                                                                                        | Outcome of the initiative                                                                                                                                     | Corrective action taken, if any |
|-------|----------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|
| 1     | Conversion of boiler fuel from Furnace Oil (FO) to Re-gasified Liquefied Natural Gas (R-LNG) | Furnace Oil was used in Boilers till 2019. From October-2019 onwards, R-LNG is being used as fuel in boilers for Plant -1. This led to reduction of impact due to emission since R-LNG is sulphur free gaseous fuel.<br><br>In Plant-2 also R-LNG is being used as fuel for boilers from February 2025. | <ul style="list-style-type: none"> <li>- Increase in efficiency of the boiler.</li> <li>- Reduction of SO<sub>2</sub> and PM in the air emissions.</li> </ul> | NA                              |

**5. Does the entity have a business continuity and disaster management plan?**

Yes. The Company has a well-defined Onsite Emergency plan. This defines organizational structures and provides guidance to the Management to enable the efficient management during emergency, with the objective of minimizing the overall negative impact of a given situation and enabling a return to normalcy in the shortest possible timeframe. Company in collaboration with Manali Industries Association (MIA) evaluating a strategy for off-site emergency plan through external agencies.

**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

Not applicable

**7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

Currently, value chain partners are not evaluated for environmental impacts.

**8. How many Green Credits have been generated or procured:**

a. By the listed entity: 0

b. By the top ten (in terms of value of purchases and sales, respectively) value chain partners : 0

During the year under review, the Company has not generated / procured Green Credits.

**Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

Being a member of several trade organisations and industry groups, Company actively participates in forums to voice concerns, share initiatives as well as support programs and public policies that work towards safeguarding the interest of all stakeholders and communities. We demonstrate complete support for moral business practices, sustainability, social stability and respect for human rights as we pursue our policy advocacy work in collaboration with various trade and industry associations, governmental bodies and other similar platforms.

**SDG Linkage**



**Essential Indicators**

**1. a. Number of affiliations with trade and industry chambers / associations: 5**

**b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such a body) the entity is a member of/ affiliated to.**

| Sl. No | Name of the trade and industry chambers/ associations | Reach of trade and industry chambers/ associations (State / National / International) |
|--------|-------------------------------------------------------|---------------------------------------------------------------------------------------|
| 1      | Confederation of Indian Industries (CII)              | National                                                                              |
| 2      | Southern India Chamber of Commerce & Industry (SICCI) | National                                                                              |
| 3      | Manali Industries Association (MIA)                   | State                                                                                 |
| 4      | Indian Polyurethane Association (IPUA)                | National                                                                              |
| 5      | Federation of Indian Export Organisation (FIEO)       | 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**

| S. No.                                                                     | Name of authority | Brief of the case | Corrective action taken |
|----------------------------------------------------------------------------|-------------------|-------------------|-------------------------|
| Not Applicable as there are no issues related to anti-competitive conduct. |                   |                   |                         |

## Leadership Indicators

### 1. Details of public policy positions advocated by the entity:

Company proactively engages with various stakeholders including industry chambers, associations & state government and provides its inputs on various areas such as sustainable manufacturing practices, renewable energy, health and safety amongst others. Over the years, Company has played a key role in helping public policy and been invited to several committees. Company is committed to engage in the public policy advocacy process in a responsible and ethical manner.

| Sl. No. | Public policy advocated | Method resorted for such advocacy | Whether information available in the public domain? (Yes/No) | Frequency of review by board (Annually/ half yearly/ quarterly / others – please specify) | Web-link, if available |
|---------|-------------------------|-----------------------------------|--------------------------------------------------------------|-------------------------------------------------------------------------------------------|------------------------|
| -       | -                       | -                                 | -                                                            | -                                                                                         | -                      |

### Principle 8: Businesses should promote inclusive growth and equitable development

Company is committed to upholding social and civic obligations by engaging in socioeconomic activities that help the less fortunate. We want to judiciously use our resources and position to improve the quality of life of local communities and marginalised groups in the society. Our CSR policy complies with Companies Act, 2013. Our CSR Vision is to be a leading and socially responsible organisation empowering life by providing access to sanitation facilities, education, skill development, livelihood opportunities to ensure inclusive growth for all.

#### SDG Linkage



#### Linkage



## Essential Indicators

### 1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

| S.No. | 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 |
|-------|-----------------------------------|----------------------|----------------------|-----------------------------------------------------------|------------------------------------------------|-------------------|
| NA    |                                   |                      |                      |                                                           |                                                |                   |

2. Provide information on the project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

| S No. | Name of project for which R&R is ongoing | State | District | No. of project affected families (PAFs) | % of PAFs covered by R&R | Amounts paid to PAFs in the FY (INR) |
|-------|------------------------------------------|-------|----------|-----------------------------------------|--------------------------|--------------------------------------|
| NIL   |                                          |       |          |                                         |                          |                                      |

3. Describe the mechanisms to receive and redress grievances of the community.

The complaints or grievances in case received from the community is addressed by the manufacturing plant involving the industrial relations and administration, as applicable.

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

|                                                                      | FY 2024-25                                                         | FY 2023-24                                              |
|----------------------------------------------------------------------|--------------------------------------------------------------------|---------------------------------------------------------|
| Directly sourced from MSMEs/ small producers                         | 5.82%                                                              | 1.48%                                                   |
| Sourced directly from within the district and neighbouring districts | <b>Within District: 71.22% &amp; Neighbouring Districts: 9.45%</b> | Within District: 73.54% & Neighbouring Districts: 4.53% |

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

| Location                                                                                                                                 | FY 2024-25   | PY 2023-24      |
|------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----------------|
| <b>1. Rural</b>                                                                                                                          |              |                 |
| i) Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) | 4,25,580     | 4,47,678        |
| ii) Total Wage Cost                                                                                                                      | 25,93,44,890 | 23,94,61,706    |
| iii) % of Job creation in Rural areas                                                                                                    | 0.16%        | 0.19%           |
| <b>2. Semi-urban</b>                                                                                                                     |              |                 |
| i) Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) | 2,84,77,840  | 1,85,46,831     |
| ii) Total Wage Cost                                                                                                                      | 25,93,44,890 | 23,94,61,706    |
| iii) % of Job creation in Semi-Urban areas                                                                                               | 10.98%       | 7.75%           |
| <b>3. Urban</b>                                                                                                                          |              |                 |
| i) Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) | 2,89,88,970  | 3,30,23,831     |
| ii) Total Wage Cost                                                                                                                      | 25,93,44,890 | 23,94,61,706    |
| iii) % of Job creation in Urban areas                                                                                                    | 11.18%       | 13.78%          |
| <b>4. Metropolitan</b>                                                                                                                   |              |                 |
| i) Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) | 20,14,52,500 | 18,74,43,366.00 |

| Location                                    | FY 2024-25   | PY 2023-24   |
|---------------------------------------------|--------------|--------------|
| ii) Total Wage Cost                         | 25,93,44,890 | 23,94,61,706 |
| iii) % of Job creation in Metropolitan area | 77.68%       | 78.28%       |

### 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):

| S.No.           | Details of negative social impact identified | Corrective action taken |
|-----------------|----------------------------------------------|-------------------------|
| Not Applicable- |                                              |                         |

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

| S.No.          | State | Aspirational District | Amount spent (In INR) |
|----------------|-------|-----------------------|-----------------------|
| Not Applicable |       |                       |                       |

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No/NA)

No. The company does not have a preferential procurement policy to purchase from suppliers comprising marginalized / vulnerable groups.

- (a) From which marginalised /vulnerable groups do you procure?

Not applicable

- (b) 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:

| Sr. 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.

| Sr.No.                                                                              | Name of authority | Brief of the Case | Corrective action taken |
|-------------------------------------------------------------------------------------|-------------------|-------------------|-------------------------|
| Not Applicable since no IPR related disputes have arisen in the last financial year |                   |                   |                         |

6. Details of beneficiaries of CSR projects:

| S. No. | CSR Projects                                                                             | No. of persons benefited from CSR Projects (FY 24-25) | % of expected beneficiaries from community |
|--------|------------------------------------------------------------------------------------------|-------------------------------------------------------|--------------------------------------------|
| 1.     | Preventive Healthcare (PHCC) (8 Centres) (Individual beneficiaries since inception 2019) | 16,925                                                | 85%                                        |
| 2.     | AMF Laboratory                                                                           | 1,955                                                 | 100%                                       |
| 3.     | Pediatric & General                                                                      | 599                                                   | 95%                                        |
| 4.     | Diabetic & General Camp                                                                  | 100                                                   | 90%                                        |

| S. No. | CSR Projects                                              | No. of persons benefited from CSR Projects (FY 24-25) | % of expected beneficiaries from community |
|--------|-----------------------------------------------------------|-------------------------------------------------------|--------------------------------------------|
| 5.     | Skin & General Camp                                       | 520                                                   | 86%                                        |
| 6.     | Gynaecology & General Camp                                | 173                                                   | 87%                                        |
| 7.     | Sanitation Block incl (IRCDS – Disability-friendly block) | 437                                                   | 100%                                       |
| 8.     | Happy Periods Program                                     | 71,876                                                | 100%                                       |
| 9.     | Nutri-mix Distribution                                    | 470                                                   | 70%                                        |
| 10.    | Reach                                                     | 17,619                                                | 100%                                       |
| 11.    | World Health Day                                          | 91                                                    | 80%                                        |
| 12.    | World Liver Day                                           | 80                                                    | 85% to 90%                                 |
| 13.    | World Malaria Day                                         | 62                                                    | 80%                                        |
| 14.    | World Asthma Day                                          | 51                                                    | 75%                                        |
| 15.    | World Hand Hygiene Day                                    | 80                                                    | 80%                                        |
| 16.    | World Hypertension Day                                    | 76                                                    | 85% to 90%                                 |
| 17.    | Menstrual Hygiene                                         | 34                                                    | 75%                                        |
| 18.    | No Tobacco Day                                            | 38                                                    | 75%                                        |
| 19.    | World Environmental Day                                   | 103                                                   | 85% to 90%                                 |
| 20.    | National Men's health day                                 | 176                                                   | 85% to 90%                                 |
| 21.    | World Blood Donation Day                                  | 90                                                    | 85% to 90%                                 |
| 22.    | International Yoga Day                                    | 80                                                    | 85% to 90%                                 |
| 23.    | International Drug Abuse                                  | 75                                                    | 80%                                        |
| 24.    | World Population Day                                      | 159                                                   | 90%                                        |
| 25.    | World Hepatitis Day                                       | 69                                                    | 85% to 90%                                 |
| 26.    | World ORS Day                                             | 13                                                    | 85% to 90%                                 |
| 27.    | World Breastfeeding Day                                   | 424                                                   | 95%                                        |
| 28.    | Nutrition Day                                             | 249                                                   | 90%                                        |
| 29.    | World Mental Day                                          | 132                                                   | 85% to 90%                                 |
| 30.    | International Girl Child Day                              | 144                                                   | 85%                                        |
| 31.    | Breast Cancer Awareness                                   | 244                                                   | 95%                                        |
| 32.    | World Polio Day                                           | 89                                                    | 85%                                        |
| 33.    | World Osteoporosis Day                                    | 215                                                   | 90%                                        |
| 34.    | World Diabetic Day                                        | 364                                                   | 98%                                        |
| 35.    | Flu and Pneumonia                                         | 135                                                   | 85% to 90%                                 |
| 36.    | Dengue Awareness                                          | 121                                                   | 85% to 90%                                 |
| 37.    | Thyroid Awareness                                         | 229                                                   | 90%                                        |
| 38.    | World Cancer Day                                          | 205                                                   | 90%                                        |
| 39.    | Nutri-mix Awareness                                       | 81                                                    | 85% to 90%                                 |
| 40.    | Personal Hygiene Awareness                                | 125                                                   | 85% to 90%                                 |
| 41.    | Tuberculosis Awareness                                    | 158                                                   | 85%                                        |
| 42.    | Cervical Cancer Awareness                                 | 461                                                   | 90%                                        |

| S. No. | CSR Projects  | No. of persons benefited from CSR Projects (FY 24-25) | % of expected beneficiaries from community |
|--------|---------------|-------------------------------------------------------|--------------------------------------------|
| 43.    | Anaemia Day   | 204                                                   | 85% to 90%                                 |
| 44.    | Happy Periods | 363                                                   | 85%                                        |

Overall, AMF initiatives with the funding & support of MPL have positively impacted the lives of thousands of individuals in the community through healthcare and sanitation improvements.

#### Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

The Company continually seeks to innovate and improve customer experience and the feedback from our clients and customers stand significant to us. We consider customer input as our top priority and we incorporate such feedback with ongoing efforts to strengthen our current position and boost the level of user satisfaction with the services we offer.

#### SDG Linkage



#### Essential Indicators

##### 1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Company adheres to ISO 9001 Quality Management System. The customer complaints are acknowledged within 24 hours of receipt of the complaint and necessary stakeholders are informed to address the customer concern. Based on the nature of the complaint, the timelines for corrective actions are mutually agreed and implemented. We have a process in place for receiving customer feedback covering scope of quality, delivery, etc. Feedback is assigned to concerned stakeholder for necessary action with agreed timelines. Customer complaints and feedback along with our counter-measure and corrective actions will be updated in CRM for internal tracking.

##### 2. Turnover of products and/or services as a percentage of turnover from all products/services 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%                              |

##### 3. Number of consumer complaints in respect of the following:

|                | FY 2024-25               |                                   |         | FY 2023-24               |                                   |         |
|----------------|--------------------------|-----------------------------------|---------|--------------------------|-----------------------------------|---------|
|                | Received during the year | Pending resolution at end of year | Remarks | Received during the year | Pending resolution at end of year | Remarks |
| Data privacy   | 0                        | 0                                 | NA      | 0                        | 0                                 | NA      |
| Advertising    | 0                        | 0                                 | NA      | 0                        | 0                                 | NA      |
| Cyber-security | 0                        | 0                                 | NA      | 0                        | 0                                 | NA      |

|                                | FY 2024-25               |                                   |         | FY 2023-24               |                                   |         |
|--------------------------------|--------------------------|-----------------------------------|---------|--------------------------|-----------------------------------|---------|
|                                | Received during the year | Pending resolution at end of year | Remarks | Received during the year | Pending resolution at end of year | Remarks |
| Delivery of essential services | 0                        | 0                                 | NA      | 0                        | 0                                 | NA      |
| Restrictive trade practices    | 0                        | 0                                 | NA      | 0                        | 0                                 | NA      |
| Unfair trade practices         | 0                        | 0                                 | NA      | 0                        | 0                                 | NA      |

|                 | FY 2024-25               |                                   |                                                                                                                                                                                                                                                                                                                                                                         | FY 2023-24               |                                   |                                                                                                                                                                                                                                                                                      |
|-----------------|--------------------------|-----------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|-----------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                 | Received during the year | Pending resolution at end of year | Remarks                                                                                                                                                                                                                                                                                                                                                                 | Received during the year | Pending resolution at end of year | Remarks                                                                                                                                                                                                                                                                              |
| Other (Quality) | 5                        | 0                                 | <b>Actions on complaints received during the were taken and all the complaints were resolved.</b><br><br><b>Complaints are relating to technical, batch or processing issues from customer side.</b><br><br><b>Depending upon the nature of issue, either issue is resolved through technical assistance or by issuing credit notes / replacement of product batch.</b> | 6                        | 6                                 | All the complaints were addressed and resolved.<br><br>Product complaints are majorly due to technical issues, batch issues or processing issues from customer side.<br><br>Generally, it is solved by technical assistance, or a credit note is issued / product batch is replaced. |

#### 4. Details of instances of product recalls on account of safety issues

|                          | Number | Reasons for Recall |
|--------------------------|--------|--------------------|
| <b>Voluntary Recalls</b> | 0      | Not Applicable     |
| <b>Forced Recalls</b>    | 5      | Quality issues     |

**5. Does the entity have a framework/policy on cyber security and risks related to data privacy? If available, provide a web link to the policy.**

The Company has established mechanisms to ensure cyber security. Policy is available on the website of the Company [www.manalipetro.com](http://www.manalipetro.com)

**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 the safety of products/services.**

Not Applicable

**7. Provide the following information relating to data breaches:**

|                                                                                                  |     |
|--------------------------------------------------------------------------------------------------|-----|
| <b>a.</b> Number of instances of data breaches along-with impact                                 | Nil |
| <b>b.</b> Percentage of data breaches involving personally identifiable information of customers | NA  |
| <b>c.</b> Impact, if any, of the data breaches                                                   | NA  |

**Leadership Indicators**

**1. Channels/platforms where information on products and services of the entity can be accessed. (Provide web link if available)**

Information related to our products are mentioned on the Company's website [www.manalipetro.com](http://www.manalipetro.com)

**2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

Company provides Material Safety Data Sheet (MSDS) during supply of Chemicals which contains information on the potential hazards (health, fire, reactivity and environmental) and how to work safely with the chemical product. All the risk related details are informed to the customers during business discussion over mail / in person. Periodic safety training programs are conducted at strategic customers in line with our Company's vision. Transport Emergency (TREM) Card is issued during transportation of products to customer's destination as a good industrial practice.

**3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

Yes. Necessary communications are sent at the earliest in case of emergencies/ outages.

**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?**

Company displays the product information in line with the applicable laws. Customer feedback is obtained with respect to the quality of the products and services through periodical circulation of curated questionnaires.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANALI PETROCHEMICALS LIMITED

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying Standalone Financial Statements of **Manali Petrochemicals Limited** ("the Company"), which comprise the Standalone Balance sheet as on 31<sup>st</sup> March 2025, the Standalone Statement of Profit and Loss (Including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 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 including Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS"), of the state of affairs of the Company as on 31<sup>st</sup> March 2025, and its loss (including other comprehensive loss), its changes in equity and its cash flows for the year ended on that date.

#### Basis for 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

#### Emphasis of Matter

Attention is invited to:

- (a) Note No.53 to the Standalone Financial Statements explains that the lease period for the leasehold land on which one of the Company's manufacturing units (Unit-II) operates expired on 30<sup>th</sup> June 2017. The Company has submitted requests for renewal with the Government of Tamil Nadu (the Lessor) and is currently awaiting an extension of the lease. Pending this renewal, no adjustments have been made in the Standalone Financial Statements for the year, as any potential impact of non-renewal cannot be determined at this time. Furthermore, management remains confident that the lease renewal will be granted in due course, based on this, the implementation of Ind AS 116 - Leases has been premised on a lease renewal period of 30 years, with current lease rent payments calculated according to the latest demand up to 30<sup>th</sup> June, 2025.
- (b) Note No. 54 to the Standalone Financial Statements outlines the impact of floods caused by Cyclone Michaung on the production plants. The Company's claim for damages to Inventories and Property, Plant, and Equipment is currently under assessment by the insurer. Pending this assessment, Property, Plant, and Equipment are carried at book values. Further a sum of Rs. 1,870 Lakhs (net of Rs. 300 lakhs on-account payment received from the insurer) incurred until 31<sup>st</sup> March 2025 for repairs and reinstatement of property, plant, and equipment, derecognition of affected assets, and differential value of inventories (net of salvage value) arising from disposal of inventories is treated as insurance claims receivable. Consequently, the overall implications that may arise upon the eventual approval of the Company's claim by the insurer are currently unascertainable; hence, no adjustments have been made in the Standalone Financial Statements.

Our opinion is not modified with respect to the above matters.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of the most significance in our audit of the Standalone Financial Statements for the financial year ended 31<sup>st</sup> March 2025. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the following matters as Key Audit Matters to be communicated in our Report:

**1) Revenue recognition and discounts:**

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Revenue is measured net of discounts given to the customers on the Company's sales. The estimation towards the measurement of discounts given to its customers corresponding to the sales made during the year is material and is considered to be complex and judgmental.</p> <p>This is an area of significant judgment and with varying complexity, depending on nature of arrangement which differs from customer to customer.</p> <p>Therefore, there is a risk of revenue being misstated as a result of faulty estimations relating to discounts to its customers</p> | <p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>(i) We have assessed the appropriateness of the Company's Revenue recognition accounting policies, including those relating to estimation of discounts given to its customers.</li> <li>(ii) We have tested the effectiveness of the entity's internal controls over calculation of discounts.</li> <li>(iii) We have evaluated the documentation associated with the transactions of sale including credit notes and appropriate approvals for discounts offered to customers from the samples selected, to determine whether revenue was recognised net of discounts in the relevant reporting period.</li> </ul> <p>The results of our tests are satisfactory and we considered the estimate of the accrual relating to discounts, and the amount of revenue recognised is found to be acceptable on comparing current year discounts accruals to the prior year and, where relevant, completing further inquiries and testing.</p> |

**2) Evaluation of Contingent Liabilities**

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>The Company has contingent liabilities comprising claims against the company not acknowledged as debts and demands from various statutory authorities which are inherent to the normal course of their business, filed by third parties, former employees, and statutory authorities.</p> <p>In general, the settlement of these proceedings takes a long time and involve not only discussions on the matter itself, but also complex process-related aspects, depending on the applicable legislation.</p> <p>Among other things, the aspects used to establish the likelihood of a loss attributed to each proceeding are subjective and the evolution of the jurisprudence over these disputes are not always uniform.</p> <p>In certain litigation and regulatory matters significant judgement is required by the Management to determine if there is a present obligation under relevant accounting standard.</p> <p>The complex nature of the Regulations and jurisprudence make this an ongoing area of judgement, and taking into consideration Management's judgement in assessing the likelihood that the pending claim will succeed, or a liability will arise, time period for resolution have been a matter of significance during the audit and the exposure of each case there is a risk that such cases may not be adequately provided for or disclosed in the Standalone Financial Statements and hence considered as a key audit matter.</p> | <p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>(i) We have evaluated and tested the procedures and controls relating to the identification, recognition and measurement of provisions for disputes and disclosures in relation to matters concerning the contingent liabilities;</li> <li>(ii) We have considered the list of various orders/notices/demands received with respect to various litigations from the management;</li> <li>(iii) Reviewed the confirmations obtained by the Company from their legal counsel / consultants on a sample basis and also discussed and analysed material legal cases with the Company's Legal department. We have also analysed the responses obtained from the Company's legal advisors who conduct the court cases, tax and administrative proceedings, in which the status of the cases and possible/expected manner of proceedings were described.</li> <li>(iv) We held discussions with the Management to understand their assessment of the quantification and likelihood of significant exposures and the provision required for specific cases;</li> <li>(v) Assessed the objectivity and competence of the Management and independence of the legal experts; and</li> <li>(vi) Evaluated the Management's assumptions and estimates relating to the recognition of the provisions for disputes and disclosures of contingent liabilities in the Standalone Financial Statements.</li> <li>(vii) Assessed the adequacy of the disclosures with regard to facts and circumstances of the legal and litigation matters.</li> </ul> <p>Based on the procedures stated above we found that the criteria and assumptions adopted by Management for determining the provision for contingent liabilities, as well as the information disclosed relating to contingent liabilities in the financial statements, are appropriate.</p> |

## Other Information

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report, but does not include the Standalone Financial Statements and our auditor's report thereon. The above reports are expected to be made available to us after the date of the auditor's report thus, our report does not deal with matters mentioned under other information in the Annual Report.

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 as identified above when made available and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the above reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

## Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and the estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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 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:

- a. Identify and assess the risks of material misstatement of the 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.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. 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.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the

disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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 utmost significance in the audit of the Standalone Financial Statements for the financial year ended 31<sup>st</sup> March 2025 and are therefore the Key Audit Matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Standalone Financial Statements.
  - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Standalone Financial Statements have been kept by the Company so far as it appears from our examination of those books.

- c. The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of accounts.
  - d. In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2025, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> 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 financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - a. The Company has disclosed the impact of pending litigations on its financial position in Note 41(i) to the Standalone Financial Statements.
    - b. The Company did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses.
    - c. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company
    - d. (i) The management has represented that, to the best of its knowledge and belief, other than those disclosed in note No 44 & 52(vii) no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner

- whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with the provisions of Section 123 of the Act.  
  
The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with Section 123 of the Act to the extent it applies to the declaration of dividend.
  - f. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.
4. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:  
  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197(16), which are required to be commented upon by us.

**For Brahmayya & Co.,**  
 Chartered Accountants  
 FRN: 000511S

**Lokesh Vasudevan**  
 Partner  
 Membership No: 222320  
 UDIN: 25222320BBIKUV5612

**Place:** Gurgaon  
**Date:** 13<sup>th</sup> May 2025

## ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

The “**Annexure A**” referred to in clause 1 of “**Report on Other Legal and Regulatory Requirements**” paragraph of the Independent Auditors' Report of even date to the members of **Manali Petrochemicals Limited** (“the **Company**”) on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2025.

- i. In respect of the company's Property, Plant and Equipment, Right of Use Assets and Intangible Assets:
- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of Right of Use Assets.
  - (B) The Company does not have any Intangible Assets for the year ended 31<sup>st</sup> March 2025.
  - b) We are informed that a test of physical verification of its Property, Plant and Equipment and Right of Use Assets was carried out by the Management at reasonable intervals and no material discrepancies were noticed. In our opinion, the frequency of verification of these assets is reasonable having regard to the size of the Company and the nature of its assets.
  - c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the Standalone Financial Statements are held in the name of the Company.
  - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets during the year ended 31<sup>st</sup> March 2025.
  - e) According to information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. a) The management has conducted physical verification of inventory at reasonable interval during the year, and no discrepancies were noticed for any class of inventory that were more than 10% in the aggregate of each class of inventory.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks and financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks and financial institutions are in agreement with the books of account of the Company.
- iii. a) (A) The Company has not granted any loans or provided advances in the nature of loans or stood guarantee or provided security to its subsidiaries and associates during the year. Therefore, the provisions of clause (iii)(a)(A) of paragraph 3 of the Order are not applicable to the Company.
- (B) The Company has granted unsecured staff advances as under:

| Particulars                                                                                                   | Amount (₹ in Lakhs) |
|---------------------------------------------------------------------------------------------------------------|---------------------|
| Loans to Employees (Staff Advances):                                                                          |                     |
| Aggregate amount granted during the year                                                                      | 4.36                |
| Balance outstanding as on 31 <sup>st</sup> March 2025 (includes balances of loans given in the earlier years) | 6.44                |

- b) According to information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, in our opinion, the investments made and the terms and conditions of the grant of staff advances , are not prima facie prejudicial to the interest of the Company.
- c) According to information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has granted staff advances to its employees during the year as per Company's policy, receipts are generally regular.
- d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India,, there is no overdue amount for more than ninety days in respect of staff advances given .
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, there are no staff advances granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to same parties.
- f) 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 granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- iv. According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013, as applicable to the extent applicable with respect of grant of loans, security, guarantees given and investments made.
- v. According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not accepted any deposits from the public and no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the same.
- vii. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, in our opinion, the Company is regular in depositing the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Goods and Services Tax, Cess and other dues with the appropriate authorities. There are no outstanding statutory dues on the last day of the financial year concerned for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the

particulars of dues of Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax, Cess and other dues which have not been deposited as on 31<sup>st</sup> March 2025 on account of disputes are as under:

[₹ in lakh]

| Name of the Statute                        | Nature of dues | Forum where the dispute is pending                 | Period to which the amount relates | Amount Involved | Amount unpaid |
|--------------------------------------------|----------------|----------------------------------------------------|------------------------------------|-----------------|---------------|
| Customs Tariff Act 1962                    | Customs Duty   | Customs, Excise and Service Tax Appellate Tribunal | Various Years                      | 383             | 354           |
| Tamil Nadu Goods and Service Tax Act, 2017 | GST            | Dy. Commissioner – Appeals, GST                    | 2018-19 & 2020-21                  | 30              | 30            |
| TNVAT & CST Acts                           | Sales Tax      | TN Sales Tax Appellate Tribunal                    | 2000-01                            | 11              | 11            |
|                                            |                | Appellate Deputy Commissioner (CT)                 | 2007-08                            | 6               | 6             |
|                                            |                | High Court of Madras                               | 2008-09                            | 11              | 11            |
| Income Tax Act,1961<br>Income Tax          |                | Commissioner of Income Tax (A) (NFAC)              | 2008-09                            | 518             | 488           |
|                                            |                |                                                    | 2009-10                            | 3               | -             |
|                                            |                | Commissioner of Income Tax (A) (NFAC)              | 2010-11                            | 177             | 107           |
|                                            |                | Commissioner of Income Tax (Appeals)               | 2010-11                            | 29              | 29            |
|                                            |                | Commissioner of Income Tax (Appeals)               | 2011-12                            | 345             | -             |
|                                            |                | Commissioner of Income Tax (Appeals)               | 2012-13                            | 477             | 381           |
|                                            |                | Income Tax Appellate Tribunal                      | 2013-14                            | 30              | 30            |
|                                            |                | Income Tax Appellate Tribunal                      | 2014-15                            | 78              | 66            |
|                                            |                | Income Tax Appellate Tribunal                      | 2015-16                            | 108             | 87            |
|                                            |                | Assistant Commissioner of Income Tax (LTU)         | 2015-16                            | 40              | 40            |
|                                            |                | Income Tax Appellate Tribunal                      | 2016-17                            | 232             | 232           |
|                                            |                | Commissioner of Income Tax (A) (NFAC)              | 2017-18                            | 42              | 42            |
|                                            |                | Commissioner of Income Tax (A) (NFAC)              | 2018-19                            | 254             | 254           |
|                                            |                | Commissioner of Income Tax (A) (NFAC)              | 2020-21                            | 35              | 35            |
|                                            |                | Total                                              |                                    |                 |               |

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix. (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the

Company has not defaulted in repayment of borrowings or in the payment of interest thereon to any lender during the year.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority or other lenders.
  - (c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not availed any term loans during the year.
  - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, in our opinion, funds raised on short-term basis have, prima facie, not been used for long-term purposes by the Company
  - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, in our opinion, that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act. The Company does not have any associates or joint ventures.
  - (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, in our opinion, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries. The Company does not have any associates or joint ventures.
- x. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year. Therefore, the provisions of clause (x)(a) of paragraph 3 of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, the provisions of clause 3(x)(b) of the Order are not applicable to the Company.
- xi. (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, we have not come across any instance of material fraud by the Company or any fraud on the Company, noticed or reported during the year, nor have we been informed of any such cases by the management during the course of our audit.
- (b) No report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not received any whistleblower during the year. Therefore, the provisions of clause (xi)(c) of paragraph 3 of the Order are not applicable to the Company.

- xii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed as related party transactions in the Standalone Financial Statements as required by the applicable Ind AS.
- xiv. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has an internal audit system that commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports for the year under audit, issued to the Company.
- xv. According to the information and explanations given to us and on the basis of our examination of the records of the Company, carried out in accordance with the generally accepted auditing practices in India, the Company has not entered into non-cash transactions with directors or persons connected with them. Therefore, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of clause (xvi)(a) of paragraph 3 of the Order are not applicable to the Company
- (b) The Company has not conducted any Non-banking Financial or Housing Finance activities during the year. Therefore, the provisions of clause (xvi)(b) of paragraph 3 of the Order are not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Therefore, the provisions of clause (xvi)(c) of paragraph 3 of the Order are not applicable to the Company.
- (d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC. Therefore, the provisions of clause (xvi)(d) of paragraph 3 of the Order are not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Therefore, the provisions of clause (xviii) of paragraph 3 of the Order are not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report, and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. (a) According to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to "other than ongoing projects". Therefore, the provisions of clause (xx) (a) of paragraph 3 of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has transferred unspent amount in respect of ongoing projects to a special account within a period of thirty days from the end of the financial year in compliance with section 135(6) of the Act.

**For Brahmayya & Co.,**  
Chartered Accountants  
FRN: 000511S

**Place:** Gurgaon  
**Date:** 13<sup>th</sup> May 2025

**Lokesh Vasudevan**  
Partner  
Membership No: 222320  
UDIN:25222320BBIKUV5612

## ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

The Annexure B referred to in Clause 2(f) of “**Reporting on Other Legal and Regulatory Requirements**” Paragraph of the Independent Auditor's Report of even date to the members of **Manali Petrochemicals Limited** on the Standalone Financial Statements of and for the year ended 31<sup>st</sup> March 2025,

### **Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013, as amended (“the Act”)**

We have audited the internal financial controls with reference to Standalone Financial Statements of Manali Petrochemicals Limited (“the Company”) as of 31<sup>st</sup> March, 2025 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

The 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 (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of 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.

### **Auditors' Responsibility for Internal Financial Controls**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial

controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Standalone Financial Statements.

### **Meaning of Internal Financial Controls with reference to Standalone Financial Statements**

A company's internal financial control with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Standalone Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of 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 with reference to Standalone Financial Statements**

Because of the inherent limitations of internal financial controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Standalone Financial Statements to future periods are subject to the risk that the internal financial control 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 with reference to Standalone Financial Statements and such internal financial controls were operating effectively as at 31<sup>st</sup> 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 issued by the ICAI.

**For Brahmayya & Co.,**  
Chartered Accountants  
FRN: 000511S

**Lokesh Vasudevan**  
Partner

**Place:** Gurgaon  
**Date:** 13<sup>th</sup> May 2025

Membership No: 222320  
UDIN: 25222320BBIKUV5612

## Standalone Balance Sheet as at March 31, 2025

|       |                                                                                          |          |                      | [₹ in lakh]          |
|-------|------------------------------------------------------------------------------------------|----------|----------------------|----------------------|
|       | Particulars                                                                              | Note No. | As at March 31, 2025 | As at March 31, 2024 |
| A.    | ASSETS                                                                                   |          |                      |                      |
| I     | Non Current Assets                                                                       |          |                      |                      |
| a)    | Property, Plant and Equipment                                                            | 3A       | 21,092               | 21,445               |
| b)    | Capital work-in-progress                                                                 | 3B       | 6,075                | 1,705                |
| c)    | Right of Use Assets                                                                      | 3C       | 7,305                | 5,247                |
| d)    | Financial Assets:                                                                        |          |                      |                      |
| i)    | Investments                                                                              | 4        | 41,365               | 40,213               |
| ii)   | Other Financial Assets                                                                   | 5        | 594                  | 676                  |
| e)    | Other Non-Current Assets                                                                 | 6        | 3,166                | 2,098                |
|       | TOTAL NON-CURRENT ASSETS                                                                 |          | 79,597               | 71,384               |
| II    | Current Assets                                                                           |          |                      |                      |
| a)    | Inventories                                                                              | 7        | 16,124               | 8,427                |
| b)    | Financial Assets:                                                                        |          |                      |                      |
| i)    | Current Investments                                                                      | 8        | -                    | 2,517                |
| ii)   | Trade Receivables                                                                        | 9        | 6,878                | 7,228                |
| iii)  | Cash and Cash Equivalents                                                                | 10       | 11,058               | 20,311               |
| iv)   | Bank balances other than ii) above                                                       | 11       | 3,822                | 5,857                |
| v)    | Loans                                                                                    | 12       | 33                   | 30                   |
| vi)   | Other Financial Assets                                                                   | 13       | 2,007                | 610                  |
| c)    | Other Current Assets                                                                     | 14       | 2,179                | 1,272                |
|       | TOTAL CURRENT ASSETS                                                                     |          | 42,101               | 46,252               |
|       | TOTAL ASSETS                                                                             |          | 121,698              | 117,636              |
| B.    | EQUITY AND LIABILITIES                                                                   |          |                      |                      |
| I     | Equity                                                                                   |          |                      |                      |
| a)    | Equity Share Capital                                                                     | 15       | 8,603                | 8,603                |
| b)    | Other Equity                                                                             |          | 86,452               | 88,628               |
|       | TOTAL-EQUITY                                                                             |          | 95,055               | 97,231               |
| II    | Liabilities                                                                              |          |                      |                      |
| II. A | Non-Current Liabilities                                                                  |          |                      |                      |
| a)    | Financial Liabilities                                                                    |          |                      |                      |
| i)    | Long-Term Lease Liabilities                                                              | 16       | 6,893                | 6,896                |
| ii)   | Long-Term Borrowings                                                                     | 17       | 1,900                | -                    |
| iii)  | Other Financial Liabilities                                                              | 18       | 57                   | 69                   |
| b)    | Provisions                                                                               | 19       | 79                   | 352                  |
| c)    | Deferred Tax Liabilities (net)                                                           | 20       | 33                   | 141                  |
| d)    | Other Non-Current Liabilities                                                            | 21       | 269                  | 289                  |
|       | TOTAL NON-CURRENT LIABILITIES                                                            |          | 9,231                | 7,747                |
| II. B | Current Liabilities                                                                      |          |                      |                      |
| a)    | Financial Liabilities                                                                    |          |                      |                      |
| i)    | Borrowings                                                                               | 22       | 2,643                | 2,229                |
| ii)   | Short-Term Lease Liabilities                                                             | 23       | 460                  | 399                  |
| iii)  | Trade Payables                                                                           | 24       |                      |                      |
|       | 1 Total outstanding dues of Micro Enterprises and Small Enterprises                      |          | 235                  | 197                  |
|       | 2 Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises |          | 7,437                | 3,803                |
| iv)   | Other Financial Liabilities                                                              | 25       | 2,043                | 1,743                |
| b)    | Other Current Liabilities                                                                | 26       | 2,073                | 2,133                |
| c)    | Provisions                                                                               | 27       | 2,522                | 2,154                |
|       | TOTAL CURRENT LIABILITIES                                                                |          | 17,413               | 12,658               |
|       | TOTAL LIABILITIES                                                                        |          | 26,644               | 20,405               |
|       | TOTAL EQUITY AND LIABILITIES                                                             |          | 121,698              | 117,636              |

See accompanying notes to Financial Statements

As per our report of even date attached

For **Brahmayya & Co.,**  
 Chartered Accountants  
 Firm Registration No. 000511S

**Lokesh Vasudevan**  
 Partner  
 Membership No. 222320

Place: Chennai/Gurgaon  
 Date : May 13, 2025

For and on behalf of the Board of Directors

**Ashwin C Muthiah**  
 Chairman  
 (DIN: 00255679)

**K Lalitha**  
 Chief Financial Officer

**R Chandrasekar**  
 Managing Director & CEO - MPL Group  
 (DIN: 06374821)

**G Sri Vignesh**  
 Company Secretary

## Standalone Statement of Profit and Loss for the year ended March 31, 2025

[₹ in lakh]

| Particulars                                                                   | Note No. | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|-------------------------------------------------------------------------------|----------|-----------------------------------|-----------------------------------|
| <b>1 Revenue from Operations</b>                                              | 28       | <b>64,751</b>                     | 79,763                            |
| <b>2 Other Income</b>                                                         | 29       | <b>2,176</b>                      | 2,443                             |
| <b>3 Total Income [1+2]</b>                                                   |          | <b>66,927</b>                     | 82,206                            |
| <b>4 Expenses</b>                                                             |          |                                   |                                   |
| a) Cost of materials consumed                                                 | 30       | <b>51,985</b>                     | 60,407                            |
| b) Changes in inventories of finished goods and work-in-progress.             | 31       | <b>(6,842)</b>                    | (1,072)                           |
| c) Employee benefits expense                                                  | 32       | <b>3,669</b>                      | 3,729                             |
| d) Finance costs                                                              | 33       | <b>933</b>                        | 803                               |
| e) Depreciation & Amortisation expense                                        | 34       | <b>2,359</b>                      | 2,127                             |
| f) Power, Fuel & Water expense                                                | 35       | <b>9,494</b>                      | 10,376                            |
| g) Other expenses                                                             | 36       | <b>5,985</b>                      | 6,040                             |
| <b>Total Expenses (4)</b>                                                     |          | <b>67,583</b>                     | 82,410                            |
| <b>5 Profit Before Exceptional items and Tax [3-4]</b>                        |          | <b>(656)</b>                      | (204)                             |
| <b>6 Exceptional Items</b>                                                    | 39       | <b>(321)</b>                      | (554)                             |
| <b>7 Profit / [Loss] Before Tax [5+6]</b>                                     |          | <b>(977)</b>                      | (758)                             |
| <b>8 Tax Expenses</b>                                                         | 37       |                                   |                                   |
| a) Current Tax                                                                |          | -                                 | 60                                |
| b) Short/(Excess) Provision for tax relating to prior years                   |          | <b>5</b>                          | 13                                |
| c) Deferred Tax                                                               |          | <b>(108)</b>                      | 94                                |
| <b>Total Tax Expenses [a+b+c]</b>                                             |          | <b>(103)</b>                      | 167                               |
| <b>9 Profit for the period [7-8]</b>                                          |          | <b>(874)</b>                      | (925)                             |
| <b>10 Other Comprehensive Income</b>                                          |          |                                   |                                   |
| <b>Items that will not be reclassified to profit or (loss)</b>                |          |                                   |                                   |
| Changes in Fair Value of Equity Investments                                   |          | <b>(1)</b>                        | 3                                 |
| Profit on sale of Investment                                                  |          | -                                 | 1                                 |
| Remeasurement Cost of net defined employee benefits                           | 32       | <b>(17)</b>                       | (34)                              |
| Income Tax relating to items that will not be re-classified to Profit or Loss |          | <b>5</b>                          | 8                                 |
| <b>11 Total Comprehensive Income for the period [9+10]</b>                    |          | <b>(887)</b>                      | (947)                             |
| <b>12 Earnings per equity share [Face value of ₹ 5 each]</b>                  | 38       |                                   |                                   |
| a) Basic (in ₹)                                                               |          | <b>(0.51)</b>                     | (0.54)                            |
| b) Diluted (in ₹)                                                             |          | <b>(0.51)</b>                     | (0.54)                            |

See accompanying notes to Financial Statements

As per our report of even date attached

 For **Brahmayya & Co.**,  
 Chartered Accountants  
 Firm Registration No. 000511S

**Lokesh Vasudevan**  
 Partner  
 Membership No. 222320

 Place: Chennai/Gurgaon  
 Date : May 13, 2025

For and on behalf of the Board of Directors

**Ashwin C Muthiah**  
 Chairman  
 (DIN: 00255679)

**K Lalitha**  
 Chief Financial Officer

**R Chandrasekar**  
 Managing Director & CEO - MPL Group  
 (DIN: 06374821)

**G Sri Vignesh**  
 Company Secretary

## Standalone Statement of Changes in Equity

### A. Equity Share Capital

[₹ in lakh]

| For the year ended 31 <sup>st</sup> March 2025 |                                                            |                                                     |                                                 |
|------------------------------------------------|------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------|
| Balance as at April 01, 2024                   | Changes in equity share capital due to prior period errors | Restated balance at the beginning of financial year | Changes in Equity Share Capital during the year |
| 8,603                                          | -                                                          | 8,603                                               | -                                               |
|                                                |                                                            |                                                     | Balance as at March 31, 2025                    |
|                                                |                                                            |                                                     | 8,603                                           |

| For the year ended 31 <sup>st</sup> March 2024 |                                                            |                                                     |                                                 |
|------------------------------------------------|------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------|
| Balance as at April 01, 2023                   | Changes in equity share capital due to prior period errors | Restated balance at the beginning of financial year | Changes in Equity Share Capital during the year |
| 8,603                                          | -                                                          | 8,603                                               | -                                               |
|                                                |                                                            |                                                     | Balance as at March 31, 2024                    |
|                                                |                                                            |                                                     | 8,603                                           |

### B. Other Equity

#### Statement of changes in Other Equity (2024-25)

| Particulars                                               | Reserves and Surplus |                            |                 |                   | Equity Instruments through Other Comprehensive Income | Other Items of Other Comprehensive Income * | Total   |
|-----------------------------------------------------------|----------------------|----------------------------|-----------------|-------------------|-------------------------------------------------------|---------------------------------------------|---------|
|                                                           | Capital Reserve      | Securities Premium Reserve | General Reserve | Retained Earnings |                                                       |                                             |         |
| Balance at the beginning of reporting Period (01.04.2024) | 84                   | 91                         | 109             | 88,374            | 4                                                     | (35)                                        | 88,628  |
| Profit for the year                                       | -                    | -                          | -               | (875)             | (1)                                                   | (12)                                        | (888)   |
| Dividend paid during the year                             | -                    | -                          | -               | (1,291)           | -                                                     | -                                           | (1,291) |
| Balance at the end of reporting Period (31.03.2025)       | 84                   | 91                         | 109             | 86,209            | 3                                                     | (47)                                        | 86,452  |

#### Statement of changes in Other Equity (2023-24)

| Particulars                                               | Reserves and Surplus |                            |                 |                   | Equity Instruments through Other Comprehensive Income | Other Items of Other Comprehensive Income * | Total   |
|-----------------------------------------------------------|----------------------|----------------------------|-----------------|-------------------|-------------------------------------------------------|---------------------------------------------|---------|
|                                                           | Capital Reserve      | Securities Premium Reserve | General Reserve | Retained Earnings |                                                       |                                             |         |
| Balance at the beginning of reporting Period (01.04.2023) | 84                   | 91                         | 109             | 90,590            | 1                                                     | (8)                                         | 90,867  |
| Profit for the year                                       | -                    | -                          | -               | (925)             | 3                                                     | (26)                                        | (949)   |
| Dividend paid during the year                             | -                    | -                          | -               | (1,291)           | -                                                     | -                                           | (1,291) |
| Balance at the end of reporting Period (31.03.2024)       | 84                   | 91                         | 109             | 88,374            | 4                                                     | (35)                                        | 88,628  |

\* It represents value of Remeasurement Cost of net defined employee benefits obligations net of Income Tax on the same

As per our report of even date attached

For **Brahmayya & Co.**,

Chartered Accountants

Firm Registration No. 000511S

**Lokesh Vasudevan**

Partner

Membership No. 222320

Place: Chennai/Gurgaon

Date : May 13, 2025

For and on behalf of the Board of Directors

**Ashwin C Muthiah**

Chairman

(DIN: 00255679)

**R Chandrasekar**

Managing Director & CEO - MPL Group

(DIN: 06374821)

**K Lalitha**

Chief Financial Officer

**G Sri Vignesh**

Company Secretary

## Standalone Statement of Cash Flows for the year ended March 31, 2025

[₹ in lakh]

| Particulars                                                                     | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|---------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                                   |                                      |                                      |
| Profit before Tax                                                               | (977)                                | (758)                                |
| <b>Adjustments for</b>                                                          |                                      |                                      |
| Depreciation                                                                    | 2,359                                | 2,127                                |
| Provisions for inventory                                                        | 279                                  | -                                    |
| Provisions no longer required written back                                      | -                                    | (238)                                |
| Dividend income                                                                 | (428)                                | (17)                                 |
| Finance costs                                                                   | 933                                  | 803                                  |
| Remeasurement Cost of net defined employee benefits                             | (17)                                 | (34)                                 |
| Interest income                                                                 | (1,460)                              | (2,032)                              |
| Provision for doubtful debts                                                    | -                                    | 2                                    |
| Profit on sale of investment                                                    | (18)                                 | (1)                                  |
| Net foreign exchange losses / (gains)                                           | 88                                   | 3                                    |
| Profit on sale of assets                                                        | (3)                                  | -                                    |
| Loss on sale / write-off of assets                                              | 18                                   | 8                                    |
| <b>Net Adjustments</b>                                                          | <b>1,752</b>                         | 621                                  |
| <b>Operating Profit</b>                                                         | <b>775</b>                           | (137)                                |
| <b>Changes in Working Capital</b>                                               |                                      |                                      |
| <b>Adjustments for (increase) / decrease in operating assets</b>                |                                      |                                      |
| Inventories                                                                     | (7,976)                              | (645)                                |
| Trade Receivables                                                               | 350                                  | 3,512                                |
| Other Financial Assets                                                          | (1,418)                              | (432)                                |
| Other Current Assets                                                            | (907)                                | 159                                  |
| Other Non-Current Assets                                                        | 74                                   | 95                                   |
| <b>Adjustments for increase / (decrease) in operating liabilities</b>           |                                      |                                      |
| Trade payables                                                                  | 3,584                                | 31                                   |
| Other financial liabilities                                                     | 300                                  | 735                                  |
| Other Current liabilities                                                       | (60)                                 | (45)                                 |
| Short-term provisions                                                           | 368                                  | 131                                  |
| Lease Liabilities                                                               | (81)                                 | (487)                                |
| Other Non Financial Liabilities                                                 | (32)                                 | (32)                                 |
| Long-term provisions                                                            | (273)                                | (158)                                |
| <b>Net Adjustments</b>                                                          | <b>(6,070)</b>                       | 2,864                                |
| Net income tax paid                                                             | (170)                                | (435)                                |
| <b>Net cash from / (used in) Operating activities [A]</b>                       | <b>(5,466)</b>                       | <b>2,293</b>                         |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                                   |                                      |                                      |
| Capital expenditure on Property, Plant & Equipments, including capital advances | (9,355)                              | (2,450)                              |
| Proceeds from sale of PPE                                                       | 3                                    | -                                    |
| Sale / (Investments) in Equity shares                                           | (1,154)                              | (312)                                |

[₹ in lakh]

| Particulars                                                                                 | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|---------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Interest income Received                                                                    | 1,629                                | 2,032                                |
| Dividend income Received                                                                    | 428                                  | -                                    |
| <b>(Investments) in Mutual Funds</b>                                                        | <b>2,535</b>                         | <b>(2,500)</b>                       |
| Bank balances not considered as cash and cash equivalents                                   | <u>2,035</u>                         | <u>(5,196)</u>                       |
| Net cash from / (used in) Investing activities [B]                                          | <u><b>(3,880)</b></u>                | <u><b>(8,426)</b></u>                |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                                               |                                      |                                      |
| (Repayment) / Proceeds from Short-term & Long-term borrowings                               | 2,314                                | 1,569                                |
| Interest paid                                                                               | (933)                                | (803)                                |
| Dividend paid                                                                               | <u>(1,291)</u>                       | <u>(1,291)</u>                       |
| <b>Net cash from / (used in) Financing Activities [C]</b>                                   | <u><b>90</b></u>                     | <u><b>(525)</b></u>                  |
| <b>Net (decrease) / increase in cash and cash equivalents = (A+B+C)</b>                     | <b>(9,255)</b>                       | <b>(6,659)</b>                       |
| <b>Cash and cash equivalents at the beginning of the period</b>                             | <b>20,311</b>                        | <b>26,970</b>                        |
| Effect of exchange differences on restatement of foreign currency Cash and cash equivalents | -                                    | -                                    |
| <b>Cash and cash equivalents at the end of the period</b>                                   | <u><b>11,058</b></u>                 | <u><b>20,311</b></u>                 |

**Components of Cash & Cash Equivalents:**

| Particulars                                                                | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Cash and Cash Equivalents (Note:9)</b>                                  |                                      |                                      |
| Cash on hand                                                               | 1                                    | 1                                    |
| Balance(s) In current accounts (including debit balance(s) in cash credit) | 57                                   | -                                    |
| Balances in Fixed deposit original maturity period less than 3 months      | 11,000                               | 20,310                               |
| <b>Total Cash and Cash Equivalents</b>                                     | <b>11,058</b>                        | <b>20,311</b>                        |

Reconciliation between opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities:

| Particulars                                        | As at<br>March 31, 2024 | Cash Flows | Fair Value<br>Changes | As at<br>March 31, 2025 |
|----------------------------------------------------|-------------------------|------------|-----------------------|-------------------------|
| Short term Borrowings                              | 2,229                   | 414        | -                     | 2,643                   |
| <b>Total Liabilities from Financing Activities</b> | <b>2,229</b>            | <b>414</b> | <b>-</b>              | <b>2,643</b>            |

As per our report of even date attached

For **Brahmayya & Co.**,  
Chartered Accountants  
Firm Registration No. 000511S

**Lokesh Vasudevan**  
Partner  
Membership No. 222320

Place: Chennai/Gurgaon  
Date : May 13, 2025

**For and on behalf of the Board of Directors**

**Ashwin C Muthiah**  
Chairman  
(DIN: 00255679)

**K Lalitha**  
Chief Financial Officer

**R Chandrasekar**  
Managing Director & CEO - MPL Group  
(DIN: 06374821)

**G Sri Vignesh**  
Company Secretary

## Notes to the Standalone Financial Statements for the year ended March 31, 2025

### 1. GENERAL INFORMATION

Manali Petrochemicals Limited (the 'Company') is a Public Company incorporated on June 11, 1986 in the State of Tamilnadu, India. The Company is engaged in the manufacture and sale of Propylene Oxide (PO), Propylene Glycol (PG) and Polyols (PY), which are used as industrial raw materials.

### 2. MATERIAL ACCOUNTING POLICIES

#### 2.1. Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015, as amended.

#### 2.2. Basis of Preparation and Presentation

The financial statements of the Company have been prepared on accrual basis under the historical cost convention except for certain financial instruments that are measured at fair values at the end of each reporting period and employee defined benefit plan as per actuarial valuation, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in the exchange of goods and services. Fair value is the price that would be received on sale of asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated in a reasonable and prudent manner. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or a liability if market participants would have those characteristics taken into account when pricing the asset or a liability at the measurement date. Fair value for measurement and/or disclosure purposes in these Standalone Financial Statements is determined on such or on the basis of and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or a liability.

The principal accounting policies are set out below:

#### 2.3. Revenue Recognition:

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the Company and the amount can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

##### 2.3. (a) Sale of goods

Sales are recognized net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to the customers.

##### 2.3. (b) Income from services

Revenues from contracts priced on a time and material basis are recognized when services are rendered and related costs are incurred.

##### 2.3. (c) Export Incentive

Export benefits in the nature of focus market scheme are accrued in the year of exports based on the eligibility taking into consideration the prevailing regulations/policies and when there is no uncertainty in receiving the same. Adjustments, if any, to the amounts recognized in accordance with this accounting policy, based on final determination by the authorities, would be dealt with appropriately in the year of final determination and acceptance.

### 2.3. (d) Other Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Dividend income is accounted for when the right to receive the income is established.

### 2.4. Leases:

The Company assesses at contract inception whether a contract is or contains, a lease, i.e., if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for its use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Plant and machinery
- Buildings
- Land

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

#### ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

#### iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

### **Company as a lessor**

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

### **2.5. Government Grants:**

Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the periods in which the Company recognises the related costs, which the grants are intended to compensate. Government grants that are receivable towards capital investments under State Investments Promotion Scheme are recognised in the Statement of Profit and Loss in the period in which they become receivable. Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

### **2.6. Functional and presentation currency:**

Items included in the financial statements of the Company financial are measured using the currency of the primary economic environment in which the entity operates. The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

### **2.7. Foreign currency transactions:**

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at that date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks.

### **2.8. Borrowing costs:**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

### **2.9. Employee benefits**

Employee benefits include Provident Fund, Superannuation scheme, Employees State Insurance Scheme, Gratuity Fund and compensated absences.

#### **2.9.1 Defined Contribution Plans**

The Company's contribution to Provident Fund and Employees State Insurance Scheme are considered as defined contribution plans and are recognized as an expense when employees have rendered service entitling them to the contributions.

Defined Contribution Plans for Superannuation Scheme of Officers of both the Plants and the Staff of the Plant II are administered by Life Insurance Corporation of India. Contributions are made monthly at a predetermined rate to the Trust and debited to the Statement of Profit & Loss on an accrual basis.

### 2.9.2 Defined benefit plans

For defined benefit plans in the form of Gratuity Fund, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out by an independent actuary at the end of each reporting period. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Re-measurement:

The Company presents defined benefit costs in the Statement of Profit and Loss in the line item 'Employee benefits expense'. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognized in Other Comprehensive Income in the period in which they occur. Re-measurement recognized in Other Comprehensive Income is reflected immediately in retained earnings and is not reclassified as profit or loss. Curtailment gains and losses are accounted for as past service costs. Past service cost is recognized as profit or loss in the period of a plan amendment.

The obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

### 2.9.3 Short-term Employee benefits:

Short term employee benefits including accumulated compensated absences as at the Balance Sheet date are recognised as an expense as per Company's schemes based on expected obligation on an undiscounted basis.

### 2.9.4 Other long-term employee benefits:

Other Long term employee benefit comprise of leave encashment which is provided for based on the actuarial valuation carried out as at the end of the year.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

## 2.10 Earnings per share:

Basic earnings per share is computed by dividing the net profit or loss after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit or loss after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

## 2.11 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

### Current tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961. The Company has exercised irrevocable option under section 115BAA.

### Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally

recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

#### **Current and deferred tax for the year**

Current and deferred tax are recognized in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

### **2.12. Property, Plant and Equipment**

Property, Plant and Equipment (PPE) are stated in the Balance Sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price, attributable expenditure incurred in bringing the asset to its working condition for the intended use and cost of borrowing till the date of capitalisation in the case of assets involving material investment and substantial lead time. Fixed assets individually costing ₹10,000 or less is depreciated in full in the year of addition.

#### **Componentization:**

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

#### **Expenditure during the Construction period:**

Expenditure/Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other Non-current Assets".

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of following categories of assets in whose case the life of certain assets has been assessed based on technical advice taking into account the nature of the asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement, maintenance support etc. Any Preliminary and Pre-operative expenditure incurred during the construction of properties is charged off to Profit and Loss Account.

|                                     |                  |
|-------------------------------------|------------------|
| i) Certain Plant and Machinery      | – 11 to 33 years |
| ii) Computer and Computer Software  | – 5 years        |
| iii) Certain Plant and Machinery    | – 1 to 10 years  |
| iv) Certain Buildings and Roads     | – 5 to 15 years  |
| v) Certain Vehicles                 | – 8 to 10 years  |
| vi) Certain office equipments       | – 1 to 10 years  |
| vii) Certain Furniture and Fixtures | – 1 to 10 years  |

An item of PPE is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

### **2.13. Impairment of tangible assets:**

The Company assesses at each reporting date whether there is an indication that an asset/cash generating unit, including assets that may no longer be useful that have to be impaired. If any indication exists the Company estimates the recoverable amount of such assets and if carrying amount exceeds the recoverable amount, impairment is recognised. The recoverable amount is the higher of the net selling price and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using an appropriate discount factor. When there is indication that previously recognised impairment loss no longer exists or may have decreased such reversal of impairment loss is recognised as the profit or loss.

### **2.14. Inventories:**

Stores and spares, packing materials, fuels, raw materials and other inventories are valued at lower of cost and net realizable value. Net realizable value represents the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale.

The method of determination of cost of various categories of inventories is as follows:

1. Raw material, Stores and spares and packing materials – Weighted average cost.
2. Finished goods and Work-in-process – Weighted average cost of production which comprises of direct material costs, direct wages and applicable overheads.
3. Stock-in-trade – Weighted average cost.

### **2.15. Provisions, Contingent Liabilities and Contingent Assets:**

Provisions are recognised only when there is a present obligation as a result of past events and when a reasonable estimate of the amount of obligation can be made. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). Contingent liabilities are disclosed for (i) possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

### **2.16. Financial instruments:**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of these instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as may be appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately as profit or loss.

### **2.17. Financial assets:**

All regular purchases or sales of financial assets are recognised and derecognized on a trade date basis. Regular purchases or sales of financial assets that require delivery of assets within the time frame established by regulations or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

### **2.18. Classification of financial assets:**

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in the Statement of Profit and Loss for FVTOCI debt instruments. For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognised as profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income and accumulated under the heading of 'Reserve for debt instruments through Other Comprehensive Income'. When the investment is disposed off, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss. All other financial assets are subsequently measured at fair value.

## **2.19. Effective interest method:**

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

## **2.20. Investments in subsidiaries:**

On initial recognition, these investments are recognized at cost plus any directly attributable transaction cost. Subsequently measured at cost and tested for impairment.

## **2.21. Investments in equity instruments at FVTOCI**

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

### **A financial asset is held for trading if:**

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Dividends on these investments in equity instruments are recognised in profit or loss when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognised as profit or loss are included in the 'Other income' line item.

## **2.22. Financial assets at fair value through profit or loss (FVTPL):**

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

### **2.23. Impairment of financial assets:**

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The Company recognizes a loss allowance for the expected credit losses on financial asset. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

### **2.24. De-recognition of financial assets:**

The Company de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

### **2.25. Foreign exchange gains and losses:**

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortized cost and FVTPL, the exchange differences are recognised as profit or loss except for those which are designated as hedging instruments in a hedging relationship.

- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.

For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognized as profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

## **2.26. Financial liabilities and equity instruments:**

### **Classification as debt or equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

### **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

### **Financial liabilities**

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL. However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

### **Financial Liabilities at FVTPL**

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised as profit or loss. The net gain or loss recognised profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item in these Statement of Profit and Loss.

However, for not-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in Other Comprehensive Income, unless the recognition of the effects of changes in the liability's credit risk in Other Comprehensive Income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss.

The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in Other Comprehensive Income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss. Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

Financial liabilities subsequently measured at amortized cost Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

#### **Foreign Exchange Gains and Losses**

For financial liabilities that are denominated in a foreign currency and are measured at amortized cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortized cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

#### **Derecognition of Financial Liabilities**

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognised in profit or loss.

### **2.27. Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies the Board of Directors of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

a. Useful lives of property, plant and equipment

The Company reviews the estimated useful lives of Property, Plant and Equipment at the end of each reporting period. During the current year, there has been no change in life considered for the assets except those specified in the exceptional items.

b. Provision for doubtful receivables

The Company makes provision for doubtful receivables based on a provision matrix which takes into account historical credit loss experience and adjusted for current estimates.

c. Estimation of net realisable value of inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories the Company makes an estimate of future selling prices and costs necessary to make the sale.

d. Provision for employee benefits

The Company uses actuarial assumptions to determine the obligations for employee benefits at each reporting period. These assumptions include the discount rate, expected long-term rate of return on plan assets, rate of increase in compensation levels and mortality rates.

e. Provision for taxes

Significant judgments are required in determining the provision for income taxes, including the amount expected to be paid/ recovered for uncertain tax positions.

f. Significant judgement in determining the lease term of contracts with renewal options

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

**3. Property, Plant and Equipment**  
**A. Tangible Assets\***

[₹ in lakh]

| Particulars                             | Land         | Development on Leasehold Land | Buildings    | Plant and Machinery | Furniture and Fixtures | Office Equipments | Computers  | Vehicles   | Total         |
|-----------------------------------------|--------------|-------------------------------|--------------|---------------------|------------------------|-------------------|------------|------------|---------------|
| <b>Deemed Cost</b>                      |              |                               |              |                     |                        |                   |            |            |               |
| <b>As at March 31, 2023</b>             | <b>2,931</b> | <b>1</b>                      | <b>2,763</b> | <b>19,431</b>       | <b>141</b>             | <b>215</b>        | <b>173</b> | <b>111</b> | <b>25,767</b> |
| Additions                               | -            | -                             | 418          | 2,636               | 2                      | 6                 | 42         | 12         | 3,117         |
| Disposals and Impairment                | -            | -                             | -            | -                   | -                      | -                 | (15)       | (26)       | (41)          |
| Reclassification of Investment property | -            | -                             | -            | -                   | -                      | -                 | -          | -          | -             |
| <b>As at March 31, 2024</b>             | <b>2,931</b> | <b>1</b>                      | <b>3,181</b> | <b>22,067</b>       | <b>143</b>             | <b>221</b>        | <b>201</b> | <b>98</b>  | <b>28,843</b> |
| Additions                               | -            | -                             | 449          | 1,130               | 0                      | 4                 | 16         | -          | 1,599         |
| Disposals and Impairment                | -            | -                             | -            | (157)               | -                      | -                 | -          | (5)        | (162)         |
| Reclassification of Investment property | -            | -                             | -            | -                   | -                      | -                 | -          | -          | -             |
| <b>As at March 31, 2025</b>             | <b>2,931</b> | <b>1</b>                      | <b>3,630</b> | <b>23,040</b>       | <b>143</b>             | <b>225</b>        | <b>218</b> | <b>93</b>  | <b>30,280</b> |
| <b>Depreciation and Amortization</b>    |              |                               |              |                     |                        |                   |            |            |               |
| <b>As at March 31, 2023</b>             | <b>-</b>     | <b>1</b>                      | <b>713</b>   | <b>4,784</b>        | <b>84</b>              | <b>68</b>         | <b>76</b>  | <b>32</b>  | <b>5,758</b>  |
| Charged during the year                 | -            | -                             | 220          | 1,376               | 13                     | 9                 | 37         | 10         | 1,666         |
| Disposals and Impairment                | -            | -                             | -            | -                   | -                      | -                 | (8)        | (18)       | (26)          |
| <b>As at March 31, 2024</b>             | <b>-</b>     | <b>1</b>                      | <b>932</b>   | <b>6,161</b>        | <b>97</b>              | <b>77</b>         | <b>105</b> | <b>25</b>  | <b>7,398</b>  |
| Charged during the year                 | -            | -                             | 256          | 1,528               | 14                     | 20                | 37         | 9          | 1,864         |
| Disposals and Impairment                | -            | -                             | -            | (69)                | -                      | -                 | -          | (5)        | (74)          |
| <b>As at March 31, 2025</b>             | <b>-</b>     | <b>1</b>                      | <b>1,188</b> | <b>7,620</b>        | <b>111</b>             | <b>97</b>         | <b>142</b> | <b>29</b>  | <b>9,188</b>  |
| <b>Net Book Value</b>                   |              |                               |              |                     |                        |                   |            |            |               |
| <b>As at March 31, 2024</b>             | <b>2,931</b> | <b>-</b>                      | <b>2,249</b> | <b>15,907</b>       | <b>46</b>              | <b>144</b>        | <b>96</b>  | <b>73</b>  | <b>21,445</b> |
| <b>As at March 31, 2025</b>             | <b>2,931</b> | <b>-</b>                      | <b>2,442</b> | <b>15,420</b>       | <b>32</b>              | <b>128</b>        | <b>76</b>  | <b>63</b>  | <b>21,092</b> |

The Addition during the year include those relating to R & D aggregating to ₹ NIL (Previous Year ₹ 28 lakhs)

\* Refer Note No. 54

**B. Capital Work-in-Progress**

[₹ in lakh]

| Particulars                                   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------|-------------------------|-------------------------|
| <b>Balance at the beginning of the period</b> | <b>1,705</b>            | 2,261                   |
| Additions during the year                     | <b>5,929</b>            | 2,561                   |
| Capitalisation during the year                | <b>(1,559)</b>          | (3,117)                 |
| <b>Balance at the end of the period</b>       | <b>6,075</b>            | 1,705                   |

**(i) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March, 2025:**
**CWIP ageing schedule:**

| Particulars                    | < 1 year     | 1-2 years  | 2-3 years  | > 3 years  | Total        |
|--------------------------------|--------------|------------|------------|------------|--------------|
| Projects in Progress           | <b>5,246</b> | <b>461</b> | <b>198</b> | <b>170</b> | <b>6,075</b> |
| Projects temporarily suspended | -            | -          | -          | -          | -            |

**(ii) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2025:**
**Details of proposed expenditure for outstanding projects:**

| Particulars                       | < 1 year     | 1-2 years | 2-3 years | > 3 years | Total        |
|-----------------------------------|--------------|-----------|-----------|-----------|--------------|
| New plant for one of the products | <b>6,340</b> |           |           |           | <b>6,340</b> |
| Storage tanks                     | <b>142</b>   |           |           |           | <b>142</b>   |
| Utility plant                     | <b>19</b>    |           |           |           | <b>19</b>    |
| Instrumentation Upgradation       | -            |           |           |           | -            |
| Electrical upgradation            | -            |           |           |           | -            |
| Pipelines, pumps                  | -            |           |           |           | -            |
| Misc. Projects                    | <b>156</b>   |           |           |           | <b>156</b>   |
| <b>Total</b>                      | <b>6,657</b> | -         | -         | -         | <b>6,657</b> |

**(i) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2024:**
**CWIP ageing schedule:**

| Particulars                    | < 1 year | 1-2 years | 2-3 years | > 3 years | Total |
|--------------------------------|----------|-----------|-----------|-----------|-------|
| Projects in Progress           | 946      | 462       | 246       | 51        | 1,705 |
| Projects temporarily suspended | -        | -         | -         | -         | -     |

**(ii) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2024:**
**Details of proposed expenditure for outstanding projects:**

| Particulars                       | < 1 year     | 1-2 years    | 2-3 years | > 3 years | Total         |
|-----------------------------------|--------------|--------------|-----------|-----------|---------------|
| New plant for one of the products | 3,198        | 9,389        |           |           | 12,587        |
| Storage tanks                     | 325          |              |           |           | 325           |
| Utility plant                     | 1,112        |              |           |           | 1,112         |
| Instrumentation Upgradation       | 105          |              |           |           | 105           |
| Pipelines, pumps                  | 34           |              |           |           | 34            |
| Misc Projects                     | 190          |              |           |           | 190           |
| <b>Total</b>                      | <b>4,964</b> | <b>9,389</b> | -         | -         | <b>14,353</b> |

**C. Right-of- Use Assets**

[₹ in lakh]

| Particulars                            | Land*        | Buildings  | Plant and Machinery | Total        |
|----------------------------------------|--------------|------------|---------------------|--------------|
| <b>Deemed Cost</b>                     |              |            |                     |              |
| <b>As at March 31, 2023</b>            | <b>3,323</b> | <b>185</b> | <b>2,717</b>        | <b>6,225</b> |
| Addition                               | 431          | 551        | -                   | 982          |
| Transition adjustments Ind AS 116      | -            | -          | -                   | -            |
| Disposal                               | -            | -          | -                   | -            |
| <b>As at March 31, 2024</b>            | <b>3,754</b> | <b>736</b> | <b>2,717</b>        | <b>7,207</b> |
| Additions                              | 2,553        |            | -                   | 2,553        |
| Disposals                              | -            | -          | -                   | -            |
| <b>As at March 31, 2025</b>            | <b>6,307</b> | <b>736</b> | <b>2,717</b>        | <b>9,760</b> |
| <b>Depreciation &amp; Amortization</b> |              |            |                     |              |
| <b>As at March 31, 2023</b>            | <b>253</b>   | <b>160</b> | <b>1,087</b>        | <b>1,500</b> |
| Charged during the year                | 140          | 49         | 272                 | 461          |
| Disposal                               | -            | -          | -                   | -            |
| <b>As at March 31, 2024</b>            | <b>393</b>   | <b>209</b> | <b>1,359</b>        | <b>1,961</b> |
| Charged during the year                | 162          | 61         | 272                 | 495          |
| Disposal                               | -            | -          | -                   | -            |
| <b>As at March 31, 2025</b>            | <b>555</b>   | <b>270</b> | <b>1,631</b>        | <b>2,456</b> |
| <b>Net Book Value</b>                  |              |            |                     |              |
| <b>As at March 31, 2024</b>            | <b>3,361</b> | <b>527</b> | <b>1,359</b>        | <b>5,247</b> |
| <b>As at March 31, 2025</b>            | <b>5,752</b> | <b>466</b> | <b>1,086</b>        | <b>7,305</b> |

\*Right-of-Use Asset - Land includes the lease hold land (Plant-II) in respect of which the company made payments during the previous year towards the arrears of lease ever since the lease is commenced. Pending receipt of the final assessment order ascertaining the lease obligations of the company, present addition is based on the accepted lease obligations.

The addition in the current year to the asset represents leased land acquired at Saykha Industrial Estate, Gujarat for setting up of additional manufacturing facilities for a period of 93 years.

**4. Non-Current Investments**

[₹ in lakh]

| Particulars                                                                                                                                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>a) Investments in equity instruments at FVTOCI</b>                                                                                              |                         |                         |
| <b>Quoted Investments</b>                                                                                                                          |                         |                         |
| Chennai Petroleum Corporation Limited<br>(500 Equity shares [500 in Previous Year] of ₹ 10 each fully paid)                                        | 2                       | 4                       |
| <b>Total of Quoted Investments</b>                                                                                                                 | 2                       | 4                       |
| <b>Unquoted Investments</b>                                                                                                                        |                         |                         |
| First Energy 6 Private Limited<br>[10,85,000 Equity shares [10,85,000 in Previous Year] of ₹10 each fully paid]                                    | 109                     | 109                     |
| First Energy 5 Private Limited<br>[24,79,000 Equity shares [24,79,000 in Previous Year] of ₹10 each fully paid]                                    | 248                     | 248                     |
| Amplus Iru Private Limited<br>(1,14,57,122 Equity shares of ₹ 10 each fully paid)                                                                  | 1,146                   | -                       |
| AM Foundation*<br>(1,700 Equity shares [1,700 in Previous Year] of ₹ 10 each fully paid ₹17,000)                                                   | 0                       | 0                       |
| <b>Total of unquoted Investments</b>                                                                                                               | 1,502                   | 357                     |
| <b>Total of Investments at FVTOCI (a)</b>                                                                                                          | 1,504                   | 361                     |
| <b>b) Investment in equity shares of wholly- owned subsidiary</b>                                                                                  |                         |                         |
| <b>Unquoted Investments - At Cost</b>                                                                                                              |                         |                         |
| M/s. AMCHEM Speciality Chemicals Private Limited, Singapore<br>(5,14,21,208 Equity Shares [5,14,21,208 in Previous Year] of USD 1 each fully paid) | 39,851                  | 39,851                  |
| M/s. Manali Speciality Private Limited<br>[95,000 Equity shares [10,000 in Previous Year] of ₹10 each fully paid]                                  | 10                      | 1                       |
| <b>Total of Investments in Wholly-Owned Subsidiary (b)</b>                                                                                         | 39,861                  | 39,852                  |
| <b>Total Non-Current Investments (a+b)</b>                                                                                                         | 41,365                  | 40,213                  |
| Aggregate book value of quoted investments                                                                                                         | 2                       | 4                       |
| Aggregate market value of quoted investments                                                                                                       | 2                       | 4                       |
| Aggregate carrying value of unquoted investments                                                                                                   | 41,365                  | 40,213                  |
| Aggregate amount of impairment in value of investments                                                                                             | -                       | -                       |

\* Less than a Lakh

\*Note: Investments in First Energy 5 Private Limited, First Energy 6 Private Limited and Amplus Iru Private Limited are made under Captive power agreements.

**5. Other Financial Assets**

|                                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------|-------------------------|-------------------------|
| <b>Non-Current</b>                  |                         |                         |
| Electricity deposits                | 508                     | 586                     |
| Rental deposits                     | 86                      | 90                      |
| <b>Total Other Financial Assets</b> | 594                     | 676                     |

**6. Other Non-Current Assets**

(₹ In Lakh)

| Particulars                             | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------|-------------------------|-------------------------|
| Capital advances                        | 1,276                   | 305                     |
| Advance tax (Net of provision for tax)* | 1,673                   | 1,502                   |
| Other Advances                          | 160                     | 291                     |
| Prepaid expenses                        | 57                      | -                       |
| <b>Total Other Non-Current Assets</b>   | <b>3,166</b>            | <b>2,098</b>            |

\*Includes ₹ 1,432 lakhs [Previous Year ₹ 1,272 lakhs] of refund due to the Company adjusted against disputed Income Tax demands by the Income Tax Department and the disputed demands are being contested by the Company before the appropriate forum. Based on the Legal advice received by the Company and merits of the cases, the Company is expecting favourable orders.

**7. Inventories**

| Particulars                                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------------------------------|-------------------------|-------------------------|
| <b>Inventories (lower of cost and net realisable value)</b> |                         |                         |
| Raw materials*                                              | 3,195                   | 2,392                   |
| Raw materials in transit                                    | 467                     | 413                     |
| Work-in-progress                                            | 218                     | 193                     |
| Finished goods*                                             | 12,003                  | 5,185                   |
| Stores and spares*                                          | 241                     | 244                     |
| <b>Total Inventories</b>                                    | <b>16,124</b>           | <b>8,427</b>            |

\* Refer Note no.: 54

**8. Current Investments - FVTPL**

| Particulars                                                                                                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Tata Arbitrage Fund - Direct</b><br>(In PY No. of units - 36,70,057.21, Cost - ₹ 500 lakhs, NAV - ₹ 13.7324)    | -                       | 504                     |
| <b>UTI Arbitrage Fund - Direct</b><br>(In PY No. of units - 14,85,760.61, Cost - ₹ 500 lakhs, NAV - ₹ 33.9267)     | -                       | 504                     |
| <b>HDFC Arbitrage Fund-WP - Direct</b><br>(In PY No. of units - 27,38,624.68, Cost - ₹ 500 lakhs, NAV - ₹ 18.3660) | -                       | 503                     |
| <b>Invesco Arbitrage Fund - Direct</b><br>(In PY No. of units - 16,03,181.25, Cost - ₹ 500 lakhs, NAV - ₹ 31.3711) | -                       | 503                     |
| <b>HSBC Arbitrage Fund</b><br>(In PY No. of units - 27,13,490.97, Cost - ₹ 500 lakhs, NAV - ₹ 18.5363)             | -                       | 503                     |
| <b>Quoted Investments - FVTPL</b>                                                                                  |                         |                         |
| Investment in Mutual Funds                                                                                         | -                       | 2,517                   |
| <b>Total Other Current Investments</b>                                                                             | -                       | 2,517                   |
| <b>Aggregate Book value of quoted Investments</b>                                                                  | -                       | 2,517                   |
| <b>Aggregate Market value of quoted Investments</b>                                                                | -                       | 2,517                   |

**9. Trade Receivables**

[₹ in lakh]

| Particulars                                    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------|-------------------------|-------------------------|
| <b>Current:</b>                                |                         |                         |
| Trade Receivables - Considered good, unsecured | 6,878                   | 7,228                   |
| Trade Receivables - Credit Impaired            | 28                      | 28                      |
| Allowance for doubtful debts                   | (28)                    | (28)                    |
| <b>Total Trade Receivables</b>                 | <b>6,878</b>            | <b>7,228</b>            |

Additional disclosure required under Schedule III to the Companies Act 2013

| Particulars                                             | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------------------|-------------------------|-------------------------|
| (i) Undisputed Trade receivables – considered good      |                         |                         |
| Not Due                                                 | 6,122                   | 6,605                   |
| Due for Less than 6 months                              | 746                     | 619                     |
| Due for More than 6 months but less than 1 year         | 9                       | 4                       |
| Due for More than 1 year but less than 2 year           | 1                       | -                       |
| (ii) Undisputed Trade Receivables – considered doubtful |                         |                         |
| Due for More than 2 year's but less than 3 year         | -                       | 21                      |
| Due for More than 3 years                               | 28                      | 7                       |
| Less: Provision for Doubtful Debts                      | (28)                    | (28)                    |
| <b>Total Trade Receivables</b>                          | <b>6,878</b>            | <b>7,228</b>            |

**10. Cash and Cash Equivalents**

| Particulars                                                          | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Balances with Banks:</b>                                          |                         |                         |
| In current accounts                                                  | 57                      | -                       |
| In Fixed deposit with original maturity period of less than 3 months | 11,000                  | 20,310                  |
| Cash on hand <sup>#</sup>                                            | 1                       | 1                       |
| <b>Cash and Cash Equivalents</b>                                     | <b>11,058</b>           | <b>20,311</b>           |

<sup>#</sup> Includes Foreign Currency holdings of equivalent NIL [Previous Year - ₹ 0.02 Lakhs] as at 31<sup>st</sup> March, 2025

**11. Bank balances other than Cash and Cash equivalents**

| Particulars                                                                            | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Fixed Deposit with original maturity period more than 3 months and less than 12 months | 3,000                   | 5,000                   |
| Margin money deposit Accounts                                                          | 88                      | 90                      |
| Unspent CSR Accounts                                                                   | 350                     | 351                     |
| Unpaid dividend accounts                                                               | 384                     | 415                     |
| <b>Total Bank balances</b>                                                             | <b>3,822</b>            | <b>5,857</b>            |

Margin Money deposits have an original maturity period of less than 12 months

**12. Loans**

[₹ in lakh]

| Particulars                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------|-------------------------|-------------------------|
| <b>Current</b>                  |                         |                         |
| Security deposits               |                         |                         |
| Considered Good - Unsecured     | 19                      | 18                      |
| <b>Other Loans:</b>             |                         |                         |
| Considered Good - Unsecured     |                         |                         |
| Loans and advances to employees | 14                      | 12                      |
| <b>Total Loans</b>              | <b>33</b>               | <b>30</b>               |

**13. Other Financial Assets**

| Particulars                                    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------|-------------------------|-------------------------|
| Interest Accrued on Bank Deposits              | 92                      | 258                     |
| Interest Accrued on Customer balances          | -                       | 3                       |
| Rental Deposits                                | 44                      | -                       |
| Insurance claims receivable (Refer Note No 54) | 1,871                   | 349                     |
| <b>Total Other Financial Assets</b>            | <b>2,007</b>            | <b>610</b>              |

**14. Other Current Assets**

| Particulars                                         | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------------|-------------------------|-------------------------|
| Advances given to vendors                           | 598                     | 346                     |
| Prepaid expenses                                    | 412                     | 568                     |
| Unamortised premium on forward contracts            | 6                       | 1                       |
| <b>Balances with Government authorities</b>         |                         |                         |
| GST / CENVAT / VAT / Customs duty Credit receivable | 1,163                   | 357                     |
| <b>Total Other Current Assets</b>                   | <b>2,179</b>            | <b>1,272</b>            |

**15. Equity share capital**

| Particulars                                                         | As at March 31, 2025 |        | As at March 31, 2024 |        |
|---------------------------------------------------------------------|----------------------|--------|----------------------|--------|
|                                                                     | No. of shares        | Amount | No. of shares        | Amount |
| <b>Authorised share capital</b>                                     |                      |        |                      |        |
| Share capital at the beginning of the year (Face Value of ₹ 5 each) | 24,00,00,000         | 12,000 | 24,00,00,000         | 12,000 |
| Movements during the year                                           | -                    | -      | -                    | -      |
| Share capital at the end of the year (Face Value of ₹ 5 each)       | 24,00,00,000         | 12,000 | 24,00,00,000         | 12,000 |

**Issued, Subscribed and paid-up shares**

| Particulars                                                 | As at March 31, 2025 |              | As at March 31, 2024 |              |
|-------------------------------------------------------------|----------------------|--------------|----------------------|--------------|
|                                                             | No. of shares        | Amount       | No. of shares        | Amount       |
| Fully paid-up Equity Share capital (Face Value of ₹ 5 each) | 17,19,99,229         | 8,600        | 17,19,99,229         | 8,600        |
| Forfeited Share capital (Face Value of ₹ 5 each)            |                      | 3            |                      | 3            |
| <b>Total Equity Share Capital</b>                           | <b>17,19,99,229</b>  | <b>8,603</b> | <b>17,19,99,229</b>  | <b>8,603</b> |

There has been no movement in the Share Capital during the year.

**a) Reconciliation of number of shares outstanding**

[₹ in lakh]

| Particulars                              | As at March 31, 2025 |        | As at March 31, 2024 |        |
|------------------------------------------|----------------------|--------|----------------------|--------|
|                                          | No. of shares        | Amount | No. of shares        | Amount |
| Outstanding at the beginning of the year | 17,19,99,229         | 8,603  | 17,19,99,229         | 8,603  |
| Issued / Forfeited during the year       | -                    | -      | -                    | -      |
| Outstanding at the end of the year       | 17,19,99,229         | 8,603  | 17,19,99,229         | 8,603  |

**b) Details of shareholders holding more than 5% shares in the company**

| Particulars                                               | As at March 31, 2025 |           | As at March 31, 2024 |           |
|-----------------------------------------------------------|----------------------|-----------|----------------------|-----------|
|                                                           | No. of shares        | Holding % | No. of shares        | Holding % |
| <b>Fully paid equity shares</b>                           |                      |           |                      |           |
| M/s. SIDD Life Sciences Private Limited                   | 6,58,46,053          | 38.28     | 6,58,46,053          | 38.28     |
| M/s. Tamilnadu Industrial Development Corporation Limited | 1,12,12,500          | 6.52      | 1,12,12,500          | 6.52      |

**c) Details of shareholders holding by Promoters**

| Particulars                                                 | As at March 31, 2025 |              | As at March 31, 2024 |              |
|-------------------------------------------------------------|----------------------|--------------|----------------------|--------------|
|                                                             | No. of shares        | Holding %    | No. of shares        | Holding %    |
| <b>Fully paid equity shares</b>                             |                      |              |                      |              |
| M/s. SIDD Life Sciences Private Limited                     | 6,58,46,053          | 38.28        | 6,58,46,053          | 38.28        |
| M/s. Tamilnadu Industrial Development Corporation Limited   | 1,12,12,500          | 6.52         | 1,12,12,500          | 6.52         |
| M/s. Ranford Investments Limited                            | 85,050               | 0.05         | 85,050               | 0.05         |
| Mr. Ashwin C Muthiah*                                       | 13,648               | 0.01         | 13,648               | 0.01         |
| M/s. Southern Petrochemical Industries Corporation Limited* | 10,000               | 0.01         | 10,000               | 0.01         |
| <b>Total</b>                                                | <b>7,71,67,251</b>   | <b>44.86</b> | <b>7,71,67,251</b>   | <b>44.86</b> |

There has been no change in the Promoters shareholding during the current and previous year.

\* Shareholding percentage is less than 0.01%.

**d) Terms / rights attached to equity shares**

The company has only one class of shares referred to as equity shares having a Face value of ₹ 5 fully paid-up. In the event of repayment of Share Capital, the same will be in proportion to the number of equity shares held. Each fully paid-up equity shareholder is entitled to one vote per share and carries rights to dividends as may be declared by the Company.

**16. Long-Term Lease Liabilities**

| Particulars                                    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------|-------------------------|-------------------------|
| Operating Lease Liabilities (Ind AS 116)*      | 6,893                   | 6,896                   |
| <b>Total Non-Current Financial Liabilities</b> | <b>6,893</b>            | <b>6,896</b>            |

\* Refer note no 53

**17. Long-Term Borrowings**

| Particulars                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------|-------------------------|-------------------------|
| <b>Secured - at amortised cost</b> |                         |                         |
| Term Loan                          | 1,900                   | -                       |
| <b>Total Long-Term Borrowings</b>  | <b>1,900</b>            | <b>-</b>                |

The Company has sanctioned with Term loan of ₹ 50 crores from bank and out of which the company has availed ₹ 20 crores in tranches during the financial year 2024-25. The term loan is repayable in 20 quarterly installments and first installment being due in March 2026. The term loan is secured by the way of first charge on movable fixed asset of plant (excluding vehicles) and second pari-passu charge on entire current assets (excluding current investments).

**18. Other Financial Liabilities**

[₹ in lakh]

| Particulars                                               | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------------------|-------------------------|-------------------------|
| <b>Deposits</b>                                           |                         |                         |
| Dues to Related Party - (Tamilnadu Petroproducts Limited) | 57                      | 69                      |
| <b>Total Other Financial Liabilities</b>                  | <b>57</b>               | <b>69</b>               |

**19. Non-Current Provisions**

|                                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------|-------------------------|-------------------------|
| <b>Employee Benefits</b>            |                         |                         |
| Post employment benefits            | 19                      | 237                     |
| Compensated absences                | 60                      | 115                     |
| <b>Total Non-Current Provisions</b> | <b>79</b>               | <b>352</b>              |

**20. Deferred Tax Liability (Net)**

|                                                                                  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Tax Effect of Items Constituting Liabilities</b>                              |                         |                         |
| Property, Plant & Equipment<br>(Difference between book balance and tax balance) | <b>1,390</b>            | 1,369                   |
| <b>Tax Effect of Items Constituting Assets</b>                                   |                         |                         |
| Provision for Lease Assets / (Liability) - Ind AS 116                            | <b>(620)</b>            | (515)                   |
| Provision for doubtful debts / advances                                          | <b>(7)</b>              | (7)                     |
| Provisions Disallowed u/s. 43B of Income Tax Act, 1961                           | <b>(627)</b>            | (596)                   |
| Mutual fund fair value income                                                    | <b>(42)</b>             | 3                       |
| Provisions for Compensated absences, Gratuity and Other employee benefits        | <b>(61)</b>             | (112)                   |
| <b>Net Deferred Tax Liabilities (Asset)</b>                                      | <b>33</b>               | 141                     |

**21. Other Non-Current Liabilities**

| Particulars                                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------|-------------------------|-------------------------|
| <b>Unsecured</b>                                   |                         |                         |
| Deposits                                           | <b>24</b>               | 38                      |
| Deferred Income                                    | <b>233</b>              | 251                     |
| Non- Current Liability - Ind AS 109                | <b>12</b>               | -                       |
| <b>Total Non-Current Liabilities</b>               | <b>269</b>              | 289                     |
| <b>The deposits have been classified as under:</b> |                         |                         |
| As Non-Current Liabilities                         | <b>24</b>               | 38                      |
| As Current Liabilities                             | <b>15</b>               | 15                      |
| <b>Total Deposits</b>                              | <b>39</b>               | 53                      |
| <b>Interest free deposit movement:</b>             |                         |                         |
| Opening Deposit Balance                            | <b>54</b>               | 69                      |
| Less: Deposit refunded during the year             | <b>15</b>               | 15                      |
| <b>Closing Balance</b>                             | <b>39</b>               | 54                      |

The above deposits include the amounts received from two entities towards use of treated effluent pipeline as per the agreement entered into with them. These deposits are interest free and are adjustable in fifteen equal annual installments commencing from October 2012.

[₹ in lakh]

| Particulars                                               | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------------------|-------------------------|-------------------------|
| <b>The Deferred Income have been classified as under:</b> |                         |                         |
| As Non-Current Deferred Income                            | 233                     | 250                     |
| As Current Deferred Income                                | 17                      | 17                      |
| <b>Total Deferred Income</b>                              | <b>250</b>              | <b>267</b>              |

The above Deferred Income was received as subsidy from Ozone Cell, Ministry of Environment and Forests, Government of India for phasing out of HCFC and the same has been considered for Deferred Income as per Ind AS 20: Accounting for Government Grants and Disclosure of Government Assistance. The current portion of the above said subsidy is shown under Other Current Liabilities in Note: 26.

## 22. Current Borrowings

| Particulars                                | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------|-------------------------|-------------------------|
| <b>Secured - at amortised cost</b>         |                         |                         |
| <b>From Banks:</b>                         |                         |                         |
| Current Maturities of Long-Term Borrowings | 100                     | -                       |
| Working Capital Loan                       | 100                     | -                       |
| Bills Discounted                           | 520                     | 648                     |
| Cash Credit                                | 1,923                   | 1,581                   |
| <b>Total Current Borrowings</b>            | <b>2,643</b>            | <b>2,229</b>            |

Cash Credit from working capital loans from banks, which is repayable on demand, is secured by hypothecation of inventories, book debts and other receivables, both present and future, and by way of a second charge on the Company's immovable properties.

## 23. Short-Term Lease Liabilities

| Particulars                                | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------|-------------------------|-------------------------|
| Operating Lease Liabilities (Ind AS 116) * | 460                     | 399                     |
| <b>Total Short-Term Lease Liabilities</b>  | <b>460</b>              | <b>399</b>              |

\* Refer note no. 53

## 24. Trade Payables

| Particulars                         | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------|-------------------------|-------------------------|
| <b>Trade Payables</b>               |                         |                         |
| Dues to Micro and Small enterprises | 235                     | 197                     |
| Dues to Related Parties             | 1,098                   | 1,350                   |
| Dues to Others                      | 6,339                   | 2,453                   |
| <b>Total Trade Payables</b>         | <b>7,672</b>            | <b>4,000</b>            |

Additional disclosure required under Schedule III to the Companies Act, 2013

[₹ in lakh]

| Particulars |                                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------|-------------------------------------------------|-------------------------|-------------------------|
| (i)         | Undisputed Dues to Micro and Small enterprises  |                         |                         |
|             | Not Due                                         | 236                     | 194                     |
|             | Due for Less than 6 months                      | 0                       | 3                       |
| (ii)        | Undisputed Dues to Others                       |                         |                         |
|             | Not Due                                         | 2,894                   | 3,139                   |
|             | Due for Less than 6 months                      | 4,540                   | 663                     |
|             | Due for More than 6 months but less than 1 year | 2                       | -                       |
|             | Due for More than 1 year but less than 2 year*  | 0                       | -                       |
|             | Due for More than 2 year but less than 3 year*  | 0                       | 1                       |
|             | <b>Total Trade Payables</b>                     | <b>7,672</b>            | <b>4,000</b>            |

\* Less Than 1 lakh

## 25. Other Financial Liabilities

| Particulars                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------|-------------------------|-------------------------|
| Unpaid dividend                          | 384                     | 415                     |
| Contractually reimbursable expenses      | 305                     | 318                     |
| Capital Creditors                        | 805                     | 209                     |
| Provisions for Unspent CSR               | 549                     | 801                     |
| <b>Total Other Financial Liabilities</b> | <b>2,043</b>            | <b>1,743</b>            |

## 26. Other Current Liabilities

| Particulars                                                                                             | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Statutory remittances (Contributions to PF and ESIC, Withholding taxes, GST, ED, VAT, Service Tax, etc) | 66                      | 75                      |
| Deposits                                                                                                | 15                      | 15                      |
| Deferred Income                                                                                         | 17                      | 17                      |
| Customer Advances                                                                                       | 264                     | 317                     |
| Other Current Liabilities *                                                                             | 1,711                   | 1,709                   |
| <b>Total Other Current Liabilities</b>                                                                  | <b>2,073</b>            | <b>2,133</b>            |

\* Other Current Liabilities include the following provision of

- ₹ 1,237 Lakh (Previous year ₹ 1,237 Lakh) relating to dispute in rate of customs duty for one of the imported raw materials, contested by the Company before the appropriate forum.
- ₹ 472 Lakh (Previous year ₹ 470 Lakh) has been provided for renewable power obligation as per the TNERC/CERC guidelines. Further, the Company has purchased REC certificates for a value of ₹ 6 lakhs in the previous year.

## 27. Current Provisions

| Particulars                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------|-------------------------|-------------------------|
| <b>Employee benefits</b>        |                         |                         |
| Gratuity                        | 152                     | 78                      |
| Compensated absences            | 10                      | 15                      |
| <b>Others</b>                   |                         |                         |
| Provision for wage arrears *    | 1,055                   | 935                     |
| Other Provisions #              | 1,305                   | 1,126                   |
| <b>Total Current Provisions</b> | <b>2,522</b>            | <b>2,154</b>            |

### \* Provision for wage arrears

In 2004, a claim was made against the Company by its workmen, demanding wage revision for the years from 2001 to 2004. This matter was adjudicated by the Industrial Tribunal on October 23, 2008, which was challenged by the Company in the Supreme Court. In October 2015, the employees' union filed an Interim Application (IA) No. 12 of 2015 in the Supreme court. Upon hearing both sides, the Supreme court gave directions to withdraw the

SLP and approach the High Court. Accordingly a fresh application has been filed in the Madras High Court which is pending.

In the meantime based on the Management's efforts most of the workmen have opted for out of court settlement to whom payments were made and adjusted against the earlier provisions. The provision carried is in respect of the remaining workmen, who have not yet come forward for out of court settlement and would be subject to the the final outcome of the case. The management is confident that the provision carried in the books of accounts would be adequate to meet the expected liabilities.

Subsequently, ₹ 34.51 lakhs [previous year ₹ 13 lakhs] has been paid to Joint Commissioner of Labour- II for appeal under Payment of Wages Act, 1936.

**The movement in the provision for wage arrears is given below:**

[₹ in lakh]

| Particulars                           | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------|-------------------------|-------------------------|
| Balance at the beginning of the year  | 936                     | 809                     |
| Charge for the year                   | 151                     | 140                     |
| Payments made during the year         | (32)                    | (13)                    |
| <b>Balance at the end of the year</b> | <b>1,055</b>            | <b>936</b>              |

# Other Provisions include ₹ 1,083 Lakh (Previous Year ₹ 1,083 Lakh) relating to claim by an erstwhile customer being contested by the Company in the City Civil Court, Mumbai.

**28. Revenue from Operations**

| Particulars                          | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|--------------------------------------|--------------------------------------|--------------------------------------|
| <b>Sale of Products</b>              |                                      |                                      |
| Finished Goods                       | 64,481                               | 79,662                               |
| <b>Other Operating Revenues</b>      |                                      |                                      |
| Scrap Sales                          | 270                                  | 101                                  |
| <b>Total Revenue from Operations</b> | <b>64,751</b>                        | <b>79,763</b>                        |
| <b>Details of Sales (Net):</b>       |                                      |                                      |
| <b>Manufactured Goods:</b>           |                                      |                                      |
| Propylene Oxide                      | 953                                  | 1,217                                |
| Propylene Glycol                     | 30,486                               | 28,181                               |
| Polyol                               | 21,014                               | 36,798                               |
| Others                               | 13,086                               | 14,459                               |
| <b>Total Manufactured Goods</b>      | <b>65,539</b>                        | <b>80,655</b>                        |
| Less: Trade Discounts                | 1,058                                | 993                                  |
| <b>Total Sale of Products</b>        | <b>64,481</b>                        | <b>79,662</b>                        |

**29. Other Income**

| Particulars                                            | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|--------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>a) Interest income</b>                              |                                      |                                      |
| On Bank deposits (at amortised cost)                   | 1,385                                | 1,868                                |
| From Customers and Others                              | 75                                   | 164                                  |
| <b>b) Dividend income</b>                              |                                      |                                      |
| Dividend income from subsidiary/ Mutual Fund           | 428                                  | 17                                   |
| <b>c) Profit on sale of Investments</b>                | <b>18</b>                            | <b>-</b>                             |
| <b>d) Other non-operating income</b>                   |                                      |                                      |
| (Net of expenses directly attributable to such income) |                                      |                                      |
| Insurance claims received                              | 1                                    | 23                                   |
| Provisions no longer required written back             | -                                    | 238                                  |
| Duty Drawback                                          | 13                                   | 20                                   |
| Profit on sale of Plant, Property and Equipment        | 3                                    | -                                    |
| Miscellaneous Income                                   | 253                                  | 113                                  |
| <b>Total Other Income</b>                              | <b>2,176</b>                         | <b>2,443</b>                         |

**30. Cost of materials consumed**

[₹ in lakh]

| Particulars                             | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------|-------------------------|-------------------------|
| Opening Stock                           | 2,805                   | 3,153                   |
| Add: Purchases                          | 52,842                  | 60,059                  |
| Less: Closing Stock                     | 3,662                   | 2,805                   |
| <b>Total Cost of materials consumed</b> | <b>51,985</b>           | <b>60,407</b>           |

**31. Changes in inventories of finished goods and work-in-progress.**

| Particulars                                     | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|-------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Inventories at the end of the year</b>       |                                      |                                      |
| Finished Goods                                  | 12,003                               | 5,185                                |
| Work-in-progress                                | 217                                  | 193                                  |
|                                                 | <b>12,220</b>                        | <b>5,378</b>                         |
| <b>Inventories at the beginning of the year</b> |                                      |                                      |
| Finished Goods                                  | 5,185                                | 3,948                                |
| Work-in-progress                                | 193                                  | 358                                  |
|                                                 | <b>5,378</b>                         | <b>4,306</b>                         |
| <b>Net Decrease / (Increase) in Inventories</b> | <b>(6,842)</b>                       | <b>(1,072)</b>                       |

**32. Employee Benefits Expenses**

| Particulars                                                       | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|-------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Salaries and Wages *                                              | 2,704                                | 2,800                                |
| Director remuneration                                             | 183                                  | 147                                  |
| Contribution to provident and other funds                         | 165                                  | 152                                  |
| Gratuity expense                                                  | 8                                    | 36                                   |
| Post-Employment benefits                                          | 1                                    | 59                                   |
| Staff welfare expenses                                            | 624                                  | 569                                  |
| <b>Employee Benefits Expenses (Gross)</b>                         | <b>3,685</b>                         | <b>3,763</b>                         |
| (Add) / Less: Remeasurement Cost of net defined employee benefits | 17                                   | 34                                   |
| <b>Total Employee Benefits Expenses</b>                           | <b>3,669</b>                         | <b>3,729</b>                         |

\* Salaries and Wages include ₹169 lakh (Previous Year ₹ 184 lakh) towards R &amp; D Expenses

**33. Finance Costs**

| Particulars                            | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------|--------------------------------------|--------------------------------------|
| Finance Cost on Lease under Ind AS 116 | 713                                  | 689                                  |
| Interest on working capital borrowings | 162                                  | 85                                   |
| Other Finance cost                     | 58                                   | 29                                   |
| <b>Total Finance Costs</b>             | <b>933</b>                           | <b>803</b>                           |

**34. Depreciation and Amortization Expenses**

| Particulars                                                                       | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|-----------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Depreciation of property, plant and equipment pertaining to continuing operations | 1,864                                | 1,666                                |
| Depreciation on Leased Assets under Ind AS 116                                    | 495                                  | 461                                  |
| <b>Total Depreciation Expenses</b>                                                | <b>2,359</b>                         | <b>2,127</b>                         |

**35. Power, Fuel & Water Expense**

[₹ in lakh]

| Particulars                                  | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------------|--------------------------------------|--------------------------------------|
| Power                                        | 2,509                                | 3,225                                |
| Fuel                                         | 6,048                                | 6,197                                |
| Water                                        | 937                                  | 954                                  |
| <b>Total Power, Fuel &amp; Water Expense</b> | <b>9,494</b>                         | <b>10,376</b>                        |

**36. Other Expenses**

| Particulars                                                        | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|--------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| a) Consumption of Stores and Spares                                | 426                                  | 430                                  |
| b) Repairs and Maintenance                                         |                                      |                                      |
| Building                                                           | 109                                  | 210                                  |
| Plant and machinery                                                | 1,556                                | 1,532                                |
| Information Technology                                             | 73                                   | 76                                   |
| Others                                                             | 333                                  | 225                                  |
| c) Legal and Professional                                          | 679                                  | 654                                  |
| d) Royalty Expense                                                 | 71                                   | 89                                   |
| e) Directors sitting fees                                          | 42                                   | 45                                   |
| f) Expenditure on Corporate Social responsibility                  | 386                                  | 574                                  |
| g) Loss on Property, Plant and Equipment sold/scrapped/written off | 18                                   | 8                                    |
| h) Provision for Bad and Doubtful Debts                            | -                                    | 2                                    |
| i) Payments to Statutory auditors:                                 |                                      |                                      |
| For Statutory Audit                                                | 15                                   | 15                                   |
| For Tax Audit                                                      | 3                                    | 3                                    |
| For Other services                                                 | 7                                    | 4                                    |
| Reimbursement of expenses                                          | 0                                    | 1                                    |
| j) Storage Charges                                                 | 110                                  | -                                    |
| k) Insurance                                                       | 439                                  | 369                                  |
| l) Rates & Taxes                                                   | 154                                  | 183                                  |
| m) Agency Commission                                               | 179                                  | 272                                  |
| n) Freight Outward                                                 | 635                                  | 673                                  |
| o) Security Expenses                                               | 219                                  | 227                                  |
| p) Net foreign exchange losses                                     | 88                                   | 3                                    |
| q) Miscellaneous Expenses                                          | 443                                  | 447                                  |
| <b>Total Other Expenses</b>                                        | <b>5,985</b>                         | <b>6,040</b>                         |

The above Other Expenses include R&D spent aggregating to ₹ 189 lakh (Previous Year ₹ 108 lakh) under various items comprised therein.

**37. Income Tax recognised in Statement of Profit and Loss**

| Particulars                | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------|--------------------------------------|--------------------------------------|
| <b>Current Tax</b>         |                                      |                                      |
| In respect of current year | -                                    | 60                                   |
| In respect of prior years  | 5                                    | 13                                   |
| <b>Deferred Tax</b>        |                                      |                                      |
| In respect of current year | (108)                                | 94                                   |
| <b>Total Tax Expenses</b>  | <b>(103)</b>                         | <b>167</b>                           |

**Reconciliation of Effective Tax Rate FY 2024-25:**

[₹ in lakh]

| Particulars                                        | Income       | Tax Amount   |
|----------------------------------------------------|--------------|--------------|
| <b>Income as per Profit and Loss</b>               | <b>(993)</b> | <b>(250)</b> |
| Expenditure not allowed in Income Tax              | <b>1,190</b> | 299          |
| Expenditure allowed- Temporary differences allowed | <b>(249)</b> | (63)         |
| Exempted Income                                    | <b>52</b>    | 13           |
| <b>Total Tax Expense</b>                           | <b>-</b>     | <b>0</b>     |

**Reconciliation of Effective Tax Rate FY 2023-24:**

|                                                    | Income       | Tax Amount   |
|----------------------------------------------------|--------------|--------------|
| <b>Income as per Profit and Loss</b>               | <b>(792)</b> | <b>(200)</b> |
| Expenditure not allowed in Income Tax              | <b>1,155</b> | 300          |
| Expenditure allowed- Temporary differences allowed | <b>(101)</b> | (30)         |
| Exempted Income                                    | <b>(37)</b>  | (10)         |
| <b>Total Tax Expense</b>                           | <b>225</b>   | <b>60</b>    |

**38. Earnings Per Share (EPS)**

| Particulars                                                                                          | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>The following reflects the profit and shares related data used in the Basic EPS computations:</b> |                                      |                                      |
| Profit for the period                                                                                | <b>(874)</b>                         | (925)                                |
| No. of Shares used in computing earnings per share                                                   | <b>17,19,99,229</b>                  | 17,19,99,229                         |
| Earnings Per Share - Basic and Diluted (in Rupees)                                                   | <b>(0.51)</b>                        | (0.54)                               |
| Face Value Per share (in Rupees)                                                                     | <b>5.00</b>                          | 5.00                                 |

**39. Exceptional Item**

- During the current financial year, the company has provided for an amount of ₹ 279 lakhs towards the diminution in the value of certain finished goods and ₹ 43 lakhs towards the anticipated deductions from the insurance claim for the damaged inventories and shown as exceptional items
- During the previous financial year, the company has provided for the Unspent Corporate Social Responsibility (CSR) obligations for the earlier years amounting to ₹ 554 lakh (already funded to the designated bank account as per CSR Rules) and the same has been shown as exceptional items for the previous year.

**40. Segment Reporting (IND AS 108)**

The Company is exclusively engaged in the business of Manufacture and sale of Petrochemical products primarily in India. As per Ind AS 108 "Operating Segments" specified under Section 133 of the Companies Act, 2013, there are no reportable operational or geographical segments applicable to the Company.

**41. Contingent Liabilities and Commitments (to the extent not provided for) (Ind AS 37)**
**i) Contingent Liabilities**
**a) Claims against the Company not acknowledged as debt**

| Nature of the Dues | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------|-------------------------|-------------------------|
| Claim from TNPCB   | <b>200</b>              | 200                     |

During the year 2019-20, the Company has received a demand from Tamilnadu Pollution Control Board (TNPCB) seeking payment of ₹ 200 lakh as interim environmental compensation for causing damages to the environment pursuant to order of National Green Tribunal (NGT). Further the NGT has directed to identify the industries that are causing pollution and collect the environmental compensation. In the opinion of the Company the PCB has made the demand without following the above direction. The company has filed its submissions denying liability mentioned in demand notice and is awaiting the response from TNPCB.

**b) Other money for which the Company is contingently liable:**

| Nature of the Dues    | Forum before which the dispute is pending       | Period to which it relates | As at March 31, 2025 | As at March 31, 2024 |
|-----------------------|-------------------------------------------------|----------------------------|----------------------|----------------------|
| Excise Duty           | High Court of Madras                            | 2007-08                    | -                    | 53                   |
| Goods and Service Tax | Dy. Commissioner - Appeals                      | 2018-19                    | 20                   | -                    |
|                       | Dy. Commissioner - Appeals                      | 2020-21                    | 10                   | -                    |
|                       | <b>Disputed Excise &amp; Service Tax Demand</b> |                            | <b>30</b>            | 53                   |
| Sales Tax             | Sales Tax Tribunal under Sales Tax Act          | 2000-01                    | 11                   | 11                   |
|                       | Appellate Deputy Commissioner (CT)              | 2008-09                    | 6                    | 6                    |
|                       | High Court of Madras                            | Various Years              | 11                   | 11                   |
|                       | <b>Disputed Sales Tax Demand</b>                |                            | <b>28</b>            | 28                   |

| Nature of the Dues | Forum before which the dispute is pending  | Assessment Year | As at March 31, 2025 | As at March 31, 2024 |
|--------------------|--------------------------------------------|-----------------|----------------------|----------------------|
| Income Tax         | Commissioner of Income Tax (A) (NFAC)      | 2008-09         | 518                  | 518                  |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2009-10         | 3                    | 3                    |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2010-11         | 177                  | 177                  |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2012-13         | 477                  | 477                  |
|                    | Income Tax Appellate Tribunal              | 2013-14         | 29                   | 29                   |
|                    | Income Tax Appellate Tribunal              | 2014-15         | 78                   | 78                   |
|                    | Income Tax Appellate Tribunal              | 2015-16         | 108                  | 108                  |
|                    | Assistant Commissioner of Income Tax (LTU) | 2015-16         | 40                   | 40                   |
|                    | Income Tax Appellate Tribunal              | 2016-17         | 232                  | 232                  |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2017-18         | 42                   | 42                   |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2018-19         | 254                  | 254                  |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2020-21         | 35                   | 35                   |
|                    | Assessing Officer *                        | 2022-23         | 4                    | 5,884                |
|                    | <b>Disputed Income Tax Demand **</b>       |                 | <b>1,997</b>         | 7,877                |
|                    | <b>Grand Total</b>                         |                 | <b>2,055</b>         | 7,958                |

\*Against the above demands, the Company has not paid any amount during the year. The demand liability pertaining to previous financial year has been rectified by the authority.

The above amounts are based on the notices of demand or the assessment orders or notifications by the relevant authorities, as the case may be, and the Company is contesting these claims with the respective authorities. Outflows, if any, arising out of these claims would depend on the outcome of the decisions of the appellate authorities and the Company's rights for future appeals before the Judiciary. No reimbursements are expected

\*\*Includes ₹ 1,432 lakhs [Previous year ₹ 1,272 lakhs] of refund due to the Company adjusted against disputed Income Tax demands by the Income Tax Department and the disputed demands are being contested by the Company before the appropriate forum. Based on the Legal advice received by the Company and merits of the cases, the Company is expecting favourable orders.

**ii) Capital & Other Commitments**

| Particulars                                                               | As at March 31, 2025 | As at March 31, 2024 |
|---------------------------------------------------------------------------|----------------------|----------------------|
| Estimated amount of contracts remaining to be executed (net of advances): | 21,474               | 14,353               |
| Investment Commitment - Group Captive Power                               | -                    | 276                  |
| Bank Guarantees                                                           | 776                  | 439                  |
| Letter of Credits                                                         | 1,474                | -                    |
| <b>Total Commitments</b>                                                  | <b>23,724</b>        | 15,068               |

**42. Dues to MSME**

|     | Particulars                                                                                                                                                                                                                                                                                                                  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| (a) | The principal amount remaining unpaid to any supplier at the end of each accounting year *                                                                                                                                                                                                                                   | 451                     | 293                     |
| (b) | The interest payable thereon on (a)                                                                                                                                                                                                                                                                                          | -                       | -                       |
| (c) | The amount of interest paid by the buyer along with the amount of the payment made to the supplier beyond the due date during each accounting year                                                                                                                                                                           | -                       | -                       |
| (d) | The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006                                                            | -                       | -                       |
| (e) | The amount of interest accrued and remaining unpaid at the end of each accounting year                                                                                                                                                                                                                                       | -                       | -                       |
| (f) | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006 | -                       | -                       |

\* includes amount payable to capital creditors (Micro and Small enterprises) which are not part of trade payables.

**43. Employee Benefits (Ind AS 19)**
**Defined contribution plans**

The Company makes Provident fund and Pension (Funded) contributions to defined contribution plans for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹ 152 lakhs (year ended 31 March, 2024 - ₹ 146 lakh) for Provident Fund contributions and ₹ 1 lakh (year ended 31 March, 2024 - ₹ 59 lakh) for Pension (Funded) Fund contributions in the Statement of Profit and Loss. The contributions payable by the Company to these plans are at the rates specified in the rules of the schemes.

**Defined benefit plans**

The Company offers the following employee benefit schemes to its employees:

- Gratuity (included as part of gratuity expense as per Note 32 : Employee benefits expense).
- Post-employment benefits (included as part of Post-employment benefits as per Note 32 : Employee benefits expense)
- Compensated absences (included as a part of contribution to Provident & other funds as per Note 32 : Employee benefits) expense).

**Gratuity- Plant 1:**

Gratuity payable to employees is based on the employees' service and last drawn salary at the time of leaving the services of the Company and is in accordance with the rules applicable for payment of Gratuity.

**Inherent Risk:**

The Plan is Defined Benefit in nature, administered by a Trust which is sponsored by the Company and hence it underwrites all the risks pertaining to the Plan. In particular, this exposes the Company to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying Plan assets. This may result in an increase in cost of providing these benefits to its employees in future. Since these benefits are lumpsum in nature, the Plan is not subject to any longevity risk.

**Gratuity- Plant 2:**

The Gratuity Fund relating to Plant -II is being maintained with Life Insurance Corporation of India and the Company contributes to the fund based on the valuation by LIC.

## Pension

The Company considers Pension for its employees at Plant 1, in accordance with the Rules of the Company.

**Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:**

[₹ in lakh]

| Assumptions                                                     | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|-----------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Discount Rate (%)                                               | <b>6.84%</b>            | 7.20%                   | <b>6.84%</b>            | 7.15%                   |
| Expected rate of salary increase (%)                            | <b>5.00%</b>            | 5.00%                   | <b>5.00%</b>            | 5.00%                   |
| Attrition Rate (%)                                              | <b>3.00%</b>            | 3.00%                   | <b>3.00%</b>            | 3.00%                   |
| Weighted Average Duration of Defined Benefit Obligation (Years) | <b>2.38</b>             | 6.00                    | <b>10.00</b>            | 6.00                    |

## Net Employee benefit expense recognized in the employee cost in Total Comprehensive Income

| Particulars                                                    | Pension (Funded)                          |                                           | Gratuity (Funded)                         |                                           |
|----------------------------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                                                | For the Period<br>Ended<br>March 31, 2025 | For the Period<br>Ended<br>March 31, 2024 | For the Period<br>Ended<br>March 31, 2025 | For the Period<br>Ended<br>March 31, 2024 |
| <b>Expense recognised in Statement of Profit or Loss</b>       |                                           |                                           |                                           |                                           |
| Current service cost                                           | <b>1</b>                                  | 1                                         | <b>38</b>                                 | 39                                        |
| Past service cost                                              | -                                         | -                                         | -                                         | -                                         |
| Interest cost on benefit obligation                            | <b>12</b>                                 | 12                                        | <b>40</b>                                 | 43                                        |
| <b>Expected return on plan assets</b>                          | <b>(12)</b>                               | (13)                                      | <b>(42)</b>                               | (48)                                      |
| <b>Sub Total</b>                                               | <b>1</b>                                  | (0)                                       | <b>36</b>                                 | 34                                        |
| <b>Recognised in Other Comprehensive Income</b>                |                                           |                                           |                                           |                                           |
| Net actuarial (gain)/loss recognized in the year               |                                           |                                           |                                           |                                           |
| i. Demographic Assumptions on obligation                       | -                                         | -                                         | -                                         | -                                         |
| ii. Financial Assumptions on obligation                        | <b>3</b>                                  | 3                                         | <b>11</b>                                 | 10                                        |
| iii. Experience Adjustments on obligation                      | <b>(33)</b>                               | (8)                                       | <b>58</b>                                 | 70                                        |
| iv. Actual Return on Plan Assets Less Interest on Plan Assets" | <b>7</b>                                  | 11                                        | <b>(69)</b>                               | (63)                                      |
| <b>Sub Total</b>                                               | <b>(23)</b>                               | 6                                         |                                           | 16                                        |
| <b>Net benefit expense</b>                                     | <b>(22)</b>                               | 6                                         | <b>36</b>                                 | 50                                        |

**Balance Sheet**

[₹ in lakh]

| Particulars                                                          | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|----------------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                                                      | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| <b>Benefit asset / liability</b>                                     |                         |                         |                         |                         |
| Present value of defined benefit obligation                          | 90                      | 167                     | 645                     | 629                     |
| Fair value of plan assets                                            | 130                     | 198                     | 573                     | 646                     |
| <b>Assets / (Liability) recognized in the balance sheet</b>          | <b>40</b>               | <b>31</b>               | <b>(72)</b>             | <b>17</b>               |
| <b>Change in the present value of the defined benefit obligation</b> |                         |                         |                         |                         |
| Opening defined benefit obligation                                   | 168                     | 162                     | 629                     | 583                     |
| Benefits paid                                                        | (84)                    | (3)                     | (131)                   | (115)                   |
| <b>Expenses Recognised in Statement of Profit and Loss Account</b>   |                         |                         |                         |                         |
| Current service cost                                                 | 1                       | 1                       | 38                      | 39                      |
| Interest cost on benefit obligation                                  | 12                      | 12                      | 40                      | 43                      |
| Recognised in Other Comprehensive Income                             |                         | 6                       |                         | 16                      |
| Actuarial (gain)/loss on obligation                                  | (7)                     | (11)                    | 69                      | 63                      |
| <b>Closing defined benefit obligation</b>                            | <b>90</b>               | <b>167</b>              | <b>645</b>              | <b>629</b>              |

**Movement in the fair value of plan assets**

| Particulars                                           | Pension (Funded)                          |                                           | Gratuity (Funded)                         |                                           |
|-------------------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                                       | For the Period<br>Ended<br>March 31, 2025 | For the Period<br>Ended<br>March 31, 2024 | For the Period<br>Ended<br>March 31, 2025 | For the Period<br>Ended<br>March 31, 2024 |
| <b>Opening fair value of plan assets</b>              | <b>198</b>                                | <b>179</b>                                | <b>646</b>                                | <b>650</b>                                |
| Contributions by employer                             | 11                                        | 20                                        | 17                                        | -                                         |
| Contributions transfer in                             | -                                         | -                                         | -                                         | -                                         |
| Benefits paid                                         | (84)                                      | (3)                                       | (131)                                     | (115)                                     |
| <b>Expenses Recognised in Profit and Loss Account</b> |                                           |                                           |                                           |                                           |
| Expected return                                       | 12                                        | 13                                        | 42                                        | 48                                        |
| <b>Recognised in Other Comprehensive Income</b>       |                                           |                                           |                                           |                                           |
| Actuarial (gain) / loss on plan assets                | (7)                                       | (11)                                      | (1)                                       | 63                                        |
| <b>Closing fair value of plan assets</b>              | <b>130</b>                                | <b>198</b>                                | <b>573</b>                                | <b>646</b>                                |

**Percentage allocation of plan assets by category:**

| Particulars                  | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| High quality corporate bonds | -                       | -                       | 79%                     | 94%                     |
| Bank Balance                 | 68%                     | 56%                     | 21%                     | 6%                      |
| Funds managed by Insurer     | -                       | -                       | -                       | -                       |
| Other Investments            | 32%                     | 44%                     | -                       | -                       |
| <b>Total</b>                 | <b>100%</b>             | <b>100%</b>             | <b>100%</b>             | <b>100%</b>             |

**Maturity Profile of the DBO and Expected Cash flows in the following period:**

| Particulars           | Pension (Funded) |            | Gratuity (Funded) |            |
|-----------------------|------------------|------------|-------------------|------------|
|                       | 31-03-2025       | 31-03-2024 | 31-03-2025        | 31-03-2024 |
| Within next 12 Months | 2                | 88         | 76                | 68         |
| Between 1 and 5 years | 122              | 22         | 329               | 406        |
| 5 years and above     | 62               | 216        | 243               | 639        |

### Sensitivity Analysis

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

#### Pension (Funded)

| Particulars                                  | Increase   |            | Decrease   |            |
|----------------------------------------------|------------|------------|------------|------------|
|                                              | FY 2024-25 | FY 2023-24 | FY 2024-25 | FY 2023-24 |
| Impact of the change in discount rate - 5%   | (2)        | 9          | 3          | (11)       |
| Impact of the change in salary increase - 1% | 0          | (1)        | 0          | 1          |
| Impact of the change in Mortality - 5%       | -          | 0          | 0          | (0)        |

#### Gratuity

| Particulars                                    | Increase   |            | Decrease   |            |
|------------------------------------------------|------------|------------|------------|------------|
|                                                | FY 2024-25 | FY 2023-24 | FY 2024-25 | FY 2023-24 |
| Impact of the change in discount rate - 0.5%   | 36         | 18         | 37         | (19)       |
| Impact of the change in salary increase - 0.5% | 38         | (20)       | (34)       | 19         |
| Impact of the change in Mortality - 5%         | 1          | 0          | (2)        | (0)        |

The composition of investments in the fair value of plan assets relating to gratuity as given above is relating to employees of Plant -I only. The Gratuity fund relating to Plant - II is being maintained with Life Insurance Corporation of India (LIC) and as per the information provided by LIC the total fair value of plan assets and present value of obligations as on March 31, 2025 were ₹ 43 lakh and ₹130 lakh respectively. [March 31, 2024- ₹ 45 lakh and ₹ 123 lakh].

#### 44. Related Party Disclosures (Ind AS 24)

##### a) List of Related Parties where control exists

| Name of the Related Party |                                                                                                      | Principal Place of Business | Shareholding and Voting Power |                      |
|---------------------------|------------------------------------------------------------------------------------------------------|-----------------------------|-------------------------------|----------------------|
|                           |                                                                                                      |                             | As at March 31, 2025          | As at March 31, 2024 |
| Subsidiary Companies      |                                                                                                      |                             |                               |                      |
| a)                        | AMCHEM Speciality Chemicals Private Limited (w.e.f. 1 <sup>st</sup> March, 2016) (AMCHEM, Singapore) | Singapore                   | 100.00%                       | 100.00%              |
| b)                        | Notedome Limited (w.e.f. 1 <sup>st</sup> October, 2016) *                                            | UK                          | 100.00%                       | 100.00%              |
| c)                        | Notedome GmbH (w.e.f. 30 <sup>th</sup> July, 2023) **                                                | UK                          | 100.00%                       | 100.00%              |
| d)                        | Penn-White Limited (w.e.f. 30 <sup>th</sup> November, 2022) *                                        | UK                          | 100.00%                       | 100.00%              |
| e)                        | Manali Speciality Private Limited (w.e.f. 23 <sup>rd</sup> June, 2023)                               | India                       | 100.00%                       | 100.00%              |
| f)                        | Penn White India Private Limited (w.e.f. 8 <sup>th</sup> February, 2024) ^                           | India                       | 100.00%                       | 100.00%              |

\* 100% Subsidiary Company of AMCHEM, Singapore

\*\* 100% Subsidiary Company of Notedome Limited, UK

^ 100% Subsidiary Company of Penn White Limited, UK

##### b) Other Related Parties with whom there were transactions during the year:

| Name of the Related Party                             | Relationship                                                        |
|-------------------------------------------------------|---------------------------------------------------------------------|
| SIDD Life Sciences Private Limited                    | Investment Company / Venturer Company                               |
| Southern Petrochemical Industries Corporation Limited | Associate Company having significant Influence                      |
| Tamilnadu Industrial Development Corporation Limited  | Associate Company having significant Influence                      |
| Tamilnadu Petroproducts Limited                       | Joint Venture of the entity to which the company is an Associate    |
| CNGSN & ASSOCIATES LLP                                | Firm in which a relative of director is a partner (till 12.08.2024) |

| Name of the Related Party                       | Relationship                                                                                                       |
|-------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
| MPL Employees Superannuation Trust              | Post Employment Benefit Plan Entity                                                                                |
| MPL Employees Gratuity Fund Trust               | Post Employment Benefit Plan Entity                                                                                |
| Wilson International Trading Pte Limited        | Related Party of Subsidiary Company                                                                                |
| AM Foundation                                   | Private Company in which a relative of director is having significant influence - w.e.f. 01.04.2022                |
| Mr. Ashwin C Muthiah                            | Non-Executive, Non Independent Director of the Company                                                             |
| Ms. Sashikala Srikanth                          | Non-Executive, Independent Director of the Company upto 12.08.2024                                                 |
| Mr. G Chellakrishna                             | Non-Executive, Independent Director of the Company upto 12.08.2024                                                 |
| Lt. Col. (Retd.) Chatapuram Swaminathan Shankar | Non-Executive, Independent Director of the Company                                                                 |
| Mr. Govindarajan Dattatreya Sharma              | Non-Executive, Independent Director of the Company                                                                 |
| Mr. Thanjavur Kanakaraj Arun                    | Non-Executive, Independent Director of the Company                                                                 |
| Mr. N Sundaradevan, IAS (Retd.)                 | Non-Executive, Independent Director of the Company                                                                 |
| Ms. Devaki Muthiah Chardon                      | Non-Executive, Non Independent Director of the Company                                                             |
| Mr. Hugo Patrice Michel Chardon                 | Non-Executive, Non Independent Director of the Company w.e.f 05.02.2025                                            |
| Mrs. Latha Ramanathan                           | Non-Executive, Independent Director of the Company w.e.f.05.08.2024                                                |
| Mr. Gopala Rammohan Sridhar                     | Whole-Time Director (Operations) w.e.f. 13.05.2024, from 01.02.2025-Whole-Time Director (Head of Plant Operations) |
| Mr. Muthukrishnan Ravi                          | Director of Subsidiary Company                                                                                     |
| Mr. M Karthikeyan                               | Whole-Time Director up to 27.05.2023                                                                               |
| Mr. Niranjhan Madras Srinivasan                 | Non-Executive, Independent Director of the Company w.e.f. 05.02.2025                                               |
| Mr. R Chandrasekar                              | Managing Director & CEO-MPL Group - w.e.f. 01.02.2025, till 31.01.2025, Managing Director                          |
| Mr. R Swaminathan                               | Company Secretary - up to 06.02.2025                                                                               |
| Mrs K Lalitha                                   | Chief Financial Officer - w.e.f 13.05.2024                                                                         |
| Mr. G Sri Vignesh                               | Company Secretary - w.e.f. 07.02.2025                                                                              |

**c) Transactions with Investing Company, Associate Companies and Other Related parties during the Year:**

[₹ in lakh]

| Sl. No.  | Particulars                                           | 2024-25 | 2023-24 |
|----------|-------------------------------------------------------|---------|---------|
| <b>1</b> | <b>Dividend paid</b>                                  |         |         |
|          | SIDD Life Sciences Private Limited                    | 494     | 494     |
|          | Tamilnadu Industrial Development Corporation Limited  | 84      | 84      |
|          | Southern Petrochemical Industries Corporation Limited | 0       | 0       |
| <b>2</b> | <b>Purchase of Goods</b>                              |         |         |
|          | Tamilnadu Petroproducts Limited                       | 11,747  | 17,197  |
|          | Wilson International Trading Pte Limited              | 3,349   | -       |
| <b>3</b> | <b>Purchase of Services</b>                           |         |         |
|          | Tamilnadu Petroproducts Limited                       | 1       | -       |
|          | CNGSN & Associates LLP                                | 3       | 6       |
|          | Southern Petrochemical Industries Corporation Limited | 0       | 3       |
|          | AMCHEM Speciality Chemicals Private Limited           | 404     | 397     |
|          | AM Foundation                                         | 6       | 6       |

[₹ in lakh]

| Sl. No.   | Particulars                                                              | 2024-25 | 2023-24 |
|-----------|--------------------------------------------------------------------------|---------|---------|
| <b>4</b>  | <b>Donations</b>                                                         |         |         |
|           | AM Foundation                                                            | 7       | 13      |
| <b>5</b>  | <b>Royalty paid</b>                                                      |         |         |
|           | Notedome Limited                                                         | 71      | 88      |
| <b>6</b>  | <b>Rendering of services</b>                                             |         |         |
|           | Tamilnadu Petroproducts Limited                                          | 78      | 38      |
| <b>7</b>  | <b>Sale of Goods/Assets:</b>                                             |         |         |
|           | Tamilnadu Petroproducts Limited                                          | 6,053   | 8,742   |
|           | Notedome Limited                                                         | 30      | 44      |
|           | Southern Petrochemicals Industries Corporation Limited                   | 1       | 2       |
|           | Penn White Limited                                                       | 0       | 3       |
|           | Mr. Muthukrishnan Ravi                                                   | 3       | -       |
| <b>8</b>  | <b>Investment in Wholly Owned Subsidiary</b>                             |         |         |
|           | Manali Speciality Private Limited                                        | 9       | 1       |
| <b>9</b>  | <b>Remuneration to Directors and KMPs - Short-term employee benefits</b> | 327     | 211     |
| <b>10</b> | <b>Sitting Fees Paid to Director(s)</b>                                  | 39      | 45      |
| <b>11</b> | <b>Contributions to Post employment benefit plan trust:</b>              |         |         |
|           | MPL Employees Superannuation Trust                                       | 35      | 20      |
| <b>12</b> | <b>Reimbursement of expenses</b>                                         |         |         |
|           | Mr. Muthukrishnan Ravi                                                   | -       | 5       |

**d) Outstanding Balances:**

| Sl No    | Particulars                     | As at March 31, 2025 | As at March 31, 2024 |
|----------|---------------------------------|----------------------|----------------------|
| <b>1</b> | <b>Trade Payables</b>           |                      |                      |
|          | Tamilnadu Petroproducts Limited | 992                  | 1,350                |
|          | Notedome Limited                | 15                   | 31                   |
| <b>2</b> | <b>Other Payables</b>           |                      |                      |
|          | Tamilnadu Petroproducts Limited | 77                   | 102                  |
| <b>3</b> | <b>Trade Receivables</b>        |                      |                      |
|          | Tamilnadu Petroproducts Limited | 30                   | 70                   |
|          | Notedome Limited                | -                    | 31                   |

Note: During the previous year, Mr. Muthukrishnan Ravi, erstwhile Managing Director is not in receipt of any remuneration from this company but in respect of his service would be eligible for post retirement benefits as per the applicable law and service rules of the Company and accrued. The above details of remunerations to Whole Time Director, Chief Financial Officer, Company Secretary and sitting fees to other Non-Executive Directors does not include Post Retirement Benefits.

e) Others:

The details of date and amount of fund invested in intermediary during the year ended March 31, 2023 are as follows:

| Name and Registered Address of the intermediary                                                                  | Relationship with intermediary | Date of investment | Amount of Investment* |
|------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------|-----------------------|
| AMCHEM Speciality Chemicals Private Limited,<br>8, Temasek Boulevard, #22-03 Suntec Tower 3,<br>Singapore 038988 | Wholly Owned<br>Subsidiary     | 14.11.2022         | 28,819                |

\*During the year ended March 31, 2023, the Company has invested in equity share in AMCHEM Speciality Chemicals Private Limited for funding the acquisition of Penn Globe Limited, UK.

The details of date and amount of fund further invested by intermediary to ultimate beneficiaries during the year ended, are as follows:

| Name and Registered Address of the Ultimate Beneficiary                                                                    | Relationship with Beneficiary | Date of investment | Amount of Investment |
|----------------------------------------------------------------------------------------------------------------------------|-------------------------------|--------------------|----------------------|
| Penn Globe Limited / Penn-White Limited,<br>Unit 6, Aston Way, Midpoint 18 Business Park,<br>Middlewich, Cheshire CW10 0HS | Step-Down Subsidiary          | 30.11.2022         | 23,194               |
|                                                                                                                            |                               | 31.07.2024         | 391                  |

#### 45. Operating Leases (Ind AS 116)

##### Bulk storage facility at Ennore Port

The lease is for a period of 15 years from 1<sup>st</sup> April, 2014 . In the event of premature termination of this agreement prior to the expiry of fifteen year firm period, the Company is liable to make payment of termination compensation as per terms of agreement. The lease agreement provides for an increase in the lease payments by 3% every year.

##### Corporate Office premises

The lease has been renewed for a period of 9 years from 1<sup>st</sup> November 2024. The lease agreement provides for an increase in the lease payments by 15% every 3 years. During the year the lease agreement has been renewed for further period of 9 years at same terms and conditions.

##### Plant-2 premises

The revised lease rent has been considered as basis for adopting Ind AS 116 “Leases” with effective from 01.04.2021. Accordingly, the Right of Use Asset value and corresponding lease liability are based on the above have been arrived at 3,323 Lakhs and recognised in the books of accounts, Adjustments, if any necessitated by the actual terms of the renewal would be made to these in due course, on receipt of the same from the Government. (Refer Note No. 53)

##### Lease of Land (GIDC)

During the year, the Company has entered in to a long term lease agreement for a period of 93 years, for a plot of land at Saykha village(Gujarat) and IND AS 116 has been adopted for the lease from the date of acquisition.

[₹ in lakh]

| Sl. No. | Particulars                                          | 2024-25 | 2023-24 |
|---------|------------------------------------------------------|---------|---------|
| (a)     | Weighted average lessee's incremental borrowing rate | 10.00%  | 10.00%  |
| (b)     | Depreciation charge for the year                     |         |         |
|         | - Land                                               | 162     | 140     |
|         | - Buildings                                          | 61      | 49      |
|         | - Plant and Machinery                                | 272     | 272     |
| (c)     | Interest expense on lease liabilities                | 713     | 689     |
| (d)     | Total cash outflow for Operating leases              | 931     | 643     |
| (e)     | Additions to right-of-use assets                     | 2,553   | 431     |

| Sl. No. | Particulars                                                                                            | 2024-25 | 2023-24 |
|---------|--------------------------------------------------------------------------------------------------------|---------|---------|
| (f)     | Carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset |         |         |
|         | - Land                                                                                                 | 5,752   | 3,361   |
|         | - Buildings                                                                                            | 466     | 527     |
|         | - Plant and Machinery                                                                                  | 1,086   | 1,359   |
| (g)     | Payments towards short-term lease expenses                                                             | 110     | -       |

#### 46. Corporate Social Responsibility

As per Section 135 of the Companies Act 2013, the Company needs to spend 2% of its average net profits of the immediately preceding three financial years on corporate social responsibility (CSR) activities. The Company has incurred CSR expenditure on activities specified in Schedule VII of the Companies Act, 2013 as below:

Details of the CSR spent / unspent for the financial year

[₹ in lakh]

| Sl. No. | Particulars                                                            | FY 2024-25 | FY 2023-24 |
|---------|------------------------------------------------------------------------|------------|------------|
| 1       | Gross amount required to be spent                                      | 386        | 574        |
| 2       | Total Amount Spent for the Financial Year from FY 2021-22 shortfall    | 32         | 61         |
| 3       | Total Amount Spent for the Financial Year from FY 2022-23 shortfall    | 241        | 151        |
| 4       | Total Amount Spent for the Financial Year from FY 2023-24 shortfall    | 197        | -          |
| 5       | Total Amount Spent for the Financial Year from current year obligation | 169        | 114        |
| 6       | Total Amount unspent for the financial year 2024-25                    | 217        | NA         |
| 7       | Total Amount unspent for the financial year 2023-24                    | 263        | 460        |
| 8       | Total Amount unspent for the financial year 2022-23                    | 68         | 309        |
| 9       | Total Amount unspent for the financial year 2021-22                    | 0          | 32         |

Amount spent during the year on

| Sl. No. | Particulars                                | FY 2024-25 | FY 2023-24 |
|---------|--------------------------------------------|------------|------------|
| 1       | Construction / acquisition of any property | 68         | 79         |
| 2       | On purpose other than above                | 373        | 248        |

The total CSR spent during the year was ₹ 638 Lakhs out of which ₹ 470 Lakhs has been used from the unspent accounts of the previous years and ₹ 169 Lakhs has been spent from the current year's CSR account. The total CSR obligation for the year is ₹ 386 Lakhs and the unspent CSR for the year is ₹ 549 Lakhs. The Unspent amount is pertaining to the pending projects which has been transferred to designated account. The Expenditure during the year was towards Primary Health care centre, Drinking water and Sanitation in schools, Plantation of trees and Samplings.

#### 47. Research and Development expenditure incurred during the year is given below

| Sl. No. | Particulars                                              | 2024-25 | 2023-24 |
|---------|----------------------------------------------------------|---------|---------|
| 1       | Revenue Expenditure                                      | 358     | 292     |
| 2       | Capital Expenditure (including capital work-in-progress) | -       | 28      |

**48. Distribution Made and Proposed (Ind AS 1)**

[₹ in lakh]

| Particulars                                                                                               | 2024-25      | 2023-24 |
|-----------------------------------------------------------------------------------------------------------|--------------|---------|
| <b>Cash dividends on equity shares declared and paid:</b>                                                 |              |         |
| Final dividend for the year ended on March 31, 2024: ₹ 0.75 per share (March 31 2023: ₹0.75 per share)    | <b>1,290</b> | 1,290   |
| <b>Total Distribution made</b>                                                                            | <b>1,290</b> | 1,290   |
| <b>Proposed Dividend on Equity Shares</b>                                                                 |              |         |
| Proposed dividend for the year ended on March 31, 2025: ₹ 0.50 per share (March 31 2024: ₹0.75 per share) | <b>860</b>   | 1,290   |
| <b>Total Dividend Proposed</b>                                                                            | <b>860</b>   | 1,290   |

Proposed dividend on equity shares is subject to approval at the ensuing annual general meeting and not recognised as a liability as at March 31, 2025.

**49. Capital Management (Ind AS 1)**

The objective of the Company's capital management structure is to ensure sufficient liquidity to support its business and provide adequate return to shareholders. Management monitors the long term cash flow requirements including externally imposed capital requirements of the business in order to assess the requirement for changes to the capital structure to meet the said objective. As part of this monitoring, the management considers the cost of capital and the risks associated with each class of capital and makes adjustments to the capital structure, where appropriate, in light of changes in economic conditions and the risk characteristics of the underlying assets. The funding requirement is met through a combination of equity, internal accruals, borrowings or undertake other restructuring activities as appropriate.

No changes were made in the objectives, policies or processes during the year ended 31 March 2025.

**The Company's capital and net debt were made up as follows**

| Particulars                                             | March 31, 2025 | March 31, 2024 |
|---------------------------------------------------------|----------------|----------------|
| Net debt (Long term debt less Cash and Cash equivalent) | -              | -              |
| Total equity                                            | <b>95,055</b>  | 97,232         |

Since the Company's cash and cash equivalents exceed its outstanding borrowings, the net debt has been presented as NIL.

**50. Financial Risk Management Objectives and Policies (IND AS 107):**
**Financial Risk Management Framework**

Company's principal financial liabilities comprise borrowings, trade payables and Other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Investments, Trade receivables, loans, cash and bank balances and other financial assets.

**Risk Exposures and Responses**

The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors reviews policies for managing each of these risks, which are summarised below.

**i. Market Risk**

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowing.

**Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

The Company's exposure to interest rate risk relates primarily to interest bearing financial liabilities. Interest rate risk is managed by the company on an on-going basis with the primary objective of limiting the extent to which interest expense could be affected by an adverse movement in interest rates.

### Sensitivity Analysis

An increase/decrease of 100 basis points in interest rate at the end of the reporting period for the variable financial instruments would (decrease)/increase profit after taxation for the year by the amounts shown below. This analysis assumes all other variables remain constant.

| Particulars                               | Profit / (Loss) after taxation |                |
|-------------------------------------------|--------------------------------|----------------|
|                                           | March 31, 2025                 | March 31, 2024 |
| <b>Financial Liabilities - Borrowings</b> | <b>89</b>                      | <b>71</b>      |
| +1% (100 basis points)                    | (89)                           | (71)           |
| -1% (100 basis points)                    |                                |                |
| <b>Financial Assets - Loans</b>           |                                |                |
| +1% (100 basis points)                    | 0                              | 0              |
| -1% (100 basis points)                    | (0)                            | (0)            |

There are no hedging instruments to mitigate this risk.

### Foreign Currency Risk

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the, raw materials and consumables, capital expenditure, exports of Polyols and the Company's net investments in foreign subsidiaries. When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged item, the Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established forex risk management policies and standard operating procedures. It uses derivative instruments forwards contract to hedge exposure to foreign currency risk.

### Company's Total Foreign currency exposure

(₹ in lakh)

| Particulars       | Currency | March 31, 2025 |                            |                    |
|-------------------|----------|----------------|----------------------------|--------------------|
|                   |          | Exchange Rate  | Amount in Foreign Currency | Amount (₹ in lakh) |
| Trade Payables    | USD      | 85.5814        | 26,42,307                  | 2,261              |
|                   | GBP      | 110.7389       | 16,420                     | 18                 |
| Trade Receivables | USD      | 85.5814        | 1,325                      | 1                  |

| Particulars       | Currency | March 31, 2024 |                            |                    |
|-------------------|----------|----------------|----------------------------|--------------------|
|                   |          | Exchange Rate  | Amount in Foreign Currency | Amount (₹ in lakh) |
| Trade Payables    | USD      | 83.3739        | 12,50,515                  | 1,043              |
|                   | GBP      | 105.2935       | 39,709                     | 42                 |
|                   | EUR      | 90.2178        | 8,280                      | 7                  |
| Trade Receivables | USD      | 83.3739        | 44,956                     | 37                 |
|                   | GBP      | 105.2935       | 29,400                     | 31                 |

**Company's Unhedged Foreign currency exposure**

| Particulars       | Currency | March 31, 2025 |                            |                    |
|-------------------|----------|----------------|----------------------------|--------------------|
|                   |          | Exchange Rate  | Amount in Foreign Currency | Amount (₹ in lakh) |
| Trade Payables    | USD      | 85.5814        | 9,18,503                   | 786                |
|                   | GBP      | 110.7389       | 16,420                     | 18                 |
| Trade Receivables | USD      | 85.5814        | 1,325                      | 1                  |
|                   |          | March 31, 2024 |                            |                    |
| Trade Payables    | USD      | 83.3739        | 2,49,627                   | 208                |
|                   | GBP      | 105.2935       | 39,709                     | 42                 |
|                   | EUR      | 90.2178        | 8,280                      | 7                  |
| Trade Receivables | USD      | 83.3739        | 44,956                     | 37                 |
|                   | GBP      | 105.2935       | 29,400                     | 31                 |

**Sensitivity**

If foreign currency rates had moved as illustrated in the table below, with all other variables held constant, currency fluctuations on unhedged foreign currency denominated financial instruments, post tax profit would have been affected as follows:

| Particulars              | Profit / (Loss) after taxation |                |
|--------------------------|--------------------------------|----------------|
|                          | March 31, 2025                 | March 31, 2024 |
| <b>Sensitivity</b>       |                                |                |
| INR/USD - increase by 5% | (29)                           | (6)            |
| INR/USD - decrease by 5% | 29                             | 6              |
| INR/GBP - increase by 5% | (1)                            | (0)            |
| INR/GBP - decrease by 5% | 1                              | 0              |

**Commodity Risk**

The Company mainly sources its materials domestically and the exports are not substantial, there has been no major commodity price risks faced. Accordingly, there has been no commodity hedging activities undertaken by the Company. As regards the Foreign exchange risks, the Company takes forward contracts based on the exposure and extant market conditions and details of hedging are available in the financial statements.

**ii. Credit risk management**

Credit risk arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables and advance for suppliers) and from its financing/ investing activities, including deposits with banks, mutual fund investments, foreign exchange transactions and financial guarantees.

**Trade Receivables**

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined.

Total Trade receivable as on March 31, 2025 is ₹ 6,878 Lakhs (March 31, 2024 is ₹ 7,228 Lakhs)

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default in payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk. Historically, probability of default for the company's trade receivables is nil or negligible.

Expected credit losses for the trade receivables credit impaired amounting to ₹ 28 Lakhs (March 31, 2024 ₹ 28 Lakhs)

**Cash and Cash Equivalents and Bank Deposits**

Credit risk on cash and cash equivalents and balances with Banks is considered to be minimal as the counterparties are all substantial banks and Corporates with high credit ratings. The Directors are unaware of any factors affecting the recoverability of outstanding balances at 31 March 2025.

### iii. Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments at the reporting date based on contractual undiscounted payments.

[₹ in lakh]

| Particulars                              | At March 31, 2025 |              |              |               |
|------------------------------------------|-------------------|--------------|--------------|---------------|
|                                          | Up to 1 year      | 1 to 2 years | 2 to 5 years | Total         |
| Cash Credits and Bills discounted        | 2,643             | 450          | 1,450        | 4,543         |
| Trade and other payables                 | 14,311            | -            | 69           | 14,380        |
| Operating Lease Liabilities (Ind AS 116) | 460               | 532          | 1,389        | 2,381         |
| <b>Total</b>                             | <b>17,413</b>     | <b>982</b>   | <b>2,908</b> | <b>21,304</b> |

| Particulars                              | At March 31, 2024 |              |              |               |
|------------------------------------------|-------------------|--------------|--------------|---------------|
|                                          | Up to 1 year      | 1 to 2 years | 2 to 5 years | Total         |
| Cash Credits and Bills discounted        | 2,229             | -            | -            | 2,229         |
| Trade and other payables                 | 10,030            | -            | 69           | 10,099        |
| Operating Lease Liabilities (Ind AS 116) | 399               | 460          | 1,839        | 2,698         |
| <b>Total</b>                             | <b>12,658</b>     | <b>460</b>   | <b>1,908</b> | <b>15,025</b> |

### 51. A) Classification of Financial Assets and Liabilities (IND AS 107)

| Particulars                                          | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------------|-------------------------|-------------------------|
| <b>Financial assets</b>                              |                         |                         |
| <b>Fair Value through Profit and Loss</b>            |                         |                         |
| Investments                                          | -                       | 2,517                   |
| <b>Fair Value through Other Comprehensive Income</b> |                         |                         |
| Equity Shares                                        | 1,504                   | 361                     |
| <b>Amortised Cost</b>                                |                         |                         |
| Trade receivables                                    | 6,878                   | 7,228                   |
| Loans                                                | 33                      | 30                      |
| Cash and cash equivalents                            | 11,058                  | 20,311                  |
| Bank Balances                                        | 3,822                   | 5,857                   |
| Other Financial Assets                               | 2,601                   | 1,286                   |
| <b>Total</b>                                         | <b>25,896</b>           | <b>37,590</b>           |

| Particulars                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------|-------------------------|-------------------------|
| <b>Financial liabilities</b>             |                         |                         |
| <b>Amortised Cost</b>                    |                         |                         |
| Borrowings                               | 4,543                   | 2,229                   |
| Trade payables                           | 7,672                   | 4,000                   |
| Other Financial Liabilities              | 2,100                   | 1,812                   |
| Operating Lease Liabilities (Ind AS 116) | 7,352                   | 7,295                   |
| <b>Total</b>                             | <b>21,667</b>           | <b>15,335</b>           |

#### B) Fair value measurements (Ind AS 113)

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all stocks which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

Level 2: maximize the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

(₹ in lakh)

| Particulars                                                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Financial assets at Fair Value Through Profit and Loss</b>            |                         |                         |
| Investments - Level - 1                                                  | -                       | 2,517                   |
| <b>Financial assets at Fair Value Through Other Comprehensive Income</b> |                         |                         |
| Investments in Listed Equity Shares - Level - 1                          | 2                       | 4                       |
| Investments in Unlisted Equity Shares - Level - 2                        | 1,502                   | 357                     |

#### Valuation Techniques used to determine the fair value

The significant Inputs used in the fair value measurement categorised within the fair value hierarchy are as shown below::

| Nature of Financial Instrument       | Valuation Technique | Remarks                                                                                            |
|--------------------------------------|---------------------|----------------------------------------------------------------------------------------------------|
| Investment in listed equity shares   | Market Value        | Closing Price as at 31 <sup>st</sup> March in Stock Exchange                                       |
| Investment in unlisted equity shares | Market Approach     | Based on information provided and considering the availability of information in the public domain |

## 52. Additional regulatory Information required under Schedule III of Companies Act, 2013

### (i) Details of Benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

**(ii) Borrowing secured against current assets**

The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

**(iii) Wilful defaulter**

The company has not been declared as Wilful defaulter by any bank or financial institution or government or any government authority.

**(iv) Registration of charges**

The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

**(v) Compliance with number of layers of companies**

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

**(vi) Compliance with approved scheme(s) of arrangements**

The group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

**(vii) Utilization of borrowed funds and share premium**

During the year, 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 persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries. In respect of funds invested in earlier years details are disclosed in Note No. 44(e).

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 group shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

**(viii) Undisclosed income**

There is no income surrendered or disclosed as income during the current or previous financial year in the tax assessments under the Income Tax Act, 1961, and hence requirement to record in the books of accounts does not arise.

**(ix) 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.

**(x) Valuation of PP&E, intangible asset and investment property**

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous financial year.

**(xi) Relationship with struck-off companies**

The Company has transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956 and below are the disclosure of dealings with struck of companies and its outstanding balances as at 31<sup>st</sup> March.

(₹ in lakh)

| Name of the struck off company         | Nature of transactions with struck-off company | Relationship with the struck-off company | Balance outstanding |                  |
|----------------------------------------|------------------------------------------------|------------------------------------------|---------------------|------------------|
|                                        |                                                |                                          | As at 31.03.2025    | As at 31.03.2024 |
| J. N. Securities Pvt Limited *         | Shares held                                    | Shareholder, Not related                 | 0.00                | 0.00             |
| Kothari Intergroup Ltd. *              | Shares held                                    | Shareholder, Not related                 | 0.00                | 0.00             |
| Maineni Securities Limited             | Shares held                                    | Shareholder, Not related                 | 0.06                | 0.06             |
| Rahan Finance & Leasing (P) Ltd        | Shares held                                    | Shareholder, Not related                 | 0.02                | 0.02             |
| Vaishak Shares Limited *               | Shares held                                    | Shareholder, Not related                 | 0.00                | 0.00             |
| Kadsan Securities Pvt. Ltd.            | Shares held                                    | Shareholder, Not related                 | 0.04                | 0.04             |
| K V Development & Investment Co. P. L. | Payment of Dividend                            | Shareholder, Not related                 | -                   | 0.08             |
| J N Securities Pvt Limited *           | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Kothari Intergroup Ltd. *              | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Maineni Securities Limited             | Payment of Dividend                            | Shareholder, Not related                 | 0.01                | 0.01             |
| Rahan Finance & Leasing (P) Ltd *      | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Vaishak Shares Limited *               | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Harita Finance Limited                 | Payment of Dividend                            | Shareholder, Not related                 | -                   | 0.01             |
| Kadsan Securities Pvt. Ltd.            | Payment of Dividend                            | Shareholder, Not related                 | 0.01                | -                |

\* Outstanding balance is less than ₹ 1000/-

**(xii) Ratio Analysis and its elements**

| S. No. | Particulars                                                                                                                                                                      |       | 31-Mar-25 | 31-Mar-24 | % Change | Reason for variance                                                                           |
|--------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----------|-----------|----------|-----------------------------------------------------------------------------------------------|
| 1      | Current ratio = Current Assets / Current Liabilities                                                                                                                             | Times | 2.42      | 3.65      | -34%     | Utilisation of cash & bank balance for acquisition of property and increase in trade payables |
| 2      | Debt- Equity Ratio = Total Debt / Shareholder's Equity                                                                                                                           | Times | 0.05      | 0.02      | 108%     | Due to availment of term loan during the current financial year                               |
| 3      | Debt Service Coverage ratio = Earnings for debt service = Net profit after taxes + Non-cash operating expenses / Debt service = Interest & Lease Payments + Principal Repayments | Times | 0.68      | 0.66      | 2%       |                                                                                               |

| S. No. | Particulars                                                                                                                                                  |       | 31-Mar-25 | 31-Mar-24 | % Change | Reason for variance                                                                                       |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----------|-----------|----------|-----------------------------------------------------------------------------------------------------------|
| 4      | Return on Equity ratio =<br>Net Profits after taxes –<br>Preference Dividend / Average<br>Shareholder's Equity                                               | %     | -0.92%    | -0.95%    | -3%      |                                                                                                           |
| 5      | Inventory Turnover ratio =<br>Cost of goods sold / Average<br>Inventory                                                                                      | Times | 4.45      | 8.60      | -48%     | Due to increase in<br>inventory levels in the<br>current financial year                                   |
| 6      | Trade Receivable Turnover<br>Ratio = Net credit sales =<br>Gross credit sales - sales<br>return / Average Trade<br>Receivable                                | Times | 9.18      | 8.88      | 3%       |                                                                                                           |
| 7      | Trade Payable Turnover Ratio<br>= Net credit purchases =<br>Gross credit purchases -<br>purchase return / Average<br>Trade Payables                          | Times | 20.78     | 38.04     | -45%     | Due to better credit terms<br>for trade payables in the<br>current financial year                         |
| 8      | Net Capital Turnover Ratio<br>= Net sales = Total sales -<br>sales return / Working capital<br>= Current assets – Current<br>liabilities                     | Times | 2.62      | 2.37      | 10%      |                                                                                                           |
| 9      | Net Profit ratio = Net Profit /<br>Net sales = Total sales - sales<br>return                                                                                 | %     | -1.35%    | -1.16%    | 16%      |                                                                                                           |
| 10     | Return on Capital Employed<br>= Earnings before interest<br>and taxes / Capital Employed<br>= Tangible Net Worth + Total<br>Debt + Deferred Tax<br>Liability | %     | 0.27%     | 0.57%     | -54%     | Current year earnings<br>before interest and taxes<br>is lower due to lower<br>sales realisation per unit |
| 11     | Return on Investment =<br>Interest (Finance Income) /<br>Investment (Fixed Deposits)                                                                         | %     | 8.30%     | 7.58%     | 9%       |                                                                                                           |

### 53. Note on Leasehold Land

The period of lease relating to the leasehold land expired on June 30, 2017 for which request for renewal for a further period of 30 years has been filed by the Company with Government of Tamil Nadu, which is under process. Pending renewal, lease rent has been paid till 30<sup>th</sup> June 2025 and has been accepted and encashed by the authorities. The Management is confident that renewal of the lease will be granted as requested, as the land has been put to use for the specific purpose for which it has been allotted and hence no adjustments for impact of non-renewal, (which however is unascertainable at this point in time), are necessary in the Standalone Financial Statements.

The company has adopted Ind AS 116 "Leases" with effective from 01.04.2021 considering that the lease would be renewed and lease rent obligations as per the demand notices received. Accordingly, the Right-of-Use Asset value and corresponding lease liability are recognised in the books of accounts. Adjustments, if any necessitated by the actual terms of the renewal would be made in due course, on receipt of the same from the Government

The Auditors have included an Emphasis of Matter on the same in their Audit Report.

**54 Note on Cyclone Flood Claim**

"The manufacturing plants of the company have been affected by the floods (Cyclone Michaung) in the month of December 2023 caused temporary disruptions to the plant operations including certain damages. The company resumed plant operations in a phased manner during December 2023 and entire plant operations started in January 2024 after carrying out repairs. The company has assessed the damages to the Property, Plant & Equipment (PPE) and Inventories for which claims have been lodged with the insurer which is currently under evaluation. Pending determination of the eventual damage as adjusted for salvages, the PPE are continued to be carried at book values and further the cost incurred towards repairs and reinstatement of assets, derecognition of affected assets and differential value of inventories on disposal amounting to ₹ 1,871 lakh is carried as Insurance receivable (net of interim claim received amount ₹ 300 lakhs), in view of which the impact on the Standalone Financial Statements is unascertainable, accordingly no adjustments have been made in the Standalone Financial Statements in this regard.

The Auditors have included an Emphasis of Matter on the same in their Audit Report.

**55. Regrouping**

Previous period / year figures have been regrouped, wherever necessary to confirm with the current year's presentation and disclosure.

**56. Approval of Financial Statements**

The financial statements of Manali Petrochemicals Limited were reviewed by Audit Committee and approved by the Board of Directors at its meeting held on May 13, 2025.

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As per our report of even date attached

For **Brahmayya & Co.,**  
Chartered Accountants  
Firm Registration No. 000511S

**Lokesh Vasudevan**  
Partner  
Membership No. 222320

Place: Chennai/Gurgaon  
Date : May 13, 2025

**For and on behalf of the Board of Directors**

**Ashwin C Muthiah**  
Chairman  
(DIN: 00255679)

**K Lalitha**  
Chief Financial Officer

**R Chandrasekar**  
Managing Director & CEO - MPL Group  
(DIN: 06374821)

**G Sri Vignesh**  
Company Secretary

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANALI PETROCHEMICALS LIMITED

### Report on the Consolidated Financial Statements

#### Opinion

We have audited the accompanying Consolidated Financial Statements of Manali Petrochemicals Limited ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of the material accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, 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 including the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), of the consolidated state of affairs of the Group as at 31<sup>st</sup> March 2025, of consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

#### Basis for 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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.

#### Emphasis of Matter

Attention is invited to

- a. Note No.56 to the Consolidated Financial Statements, which explains that the lease period for the leasehold land on which one of the Holding Company's manufacturing units (Unit-II) operates expired on 30<sup>th</sup> June 2017. The Holding Company has submitted requests for renewal with the Government of Tamil Nadu (the Lessor) and is currently awaiting an extension of the lease. Pending this renewal, no adjustments have been made in the Consolidated Financial Statements for the year, as any potential impact of non-renewal cannot be determined at this time. Furthermore, management remains confident that the lease renewal will be granted in due course, based on this, the implementation of Ind AS 116 - Leases has been premised on a lease renewal period of 30 years, with current lease rent payments calculated according to the latest demand up to 30<sup>th</sup> June 2025.
- b. Note No 57 to the Consolidated Financial Statements outlines the impact of floods caused by Cyclone Michaung on the production plants. The Holding Company's claim for damages to Inventories and Property, Plant, and Equipment is currently under assessment by the insurer. Pending this assessment, Property, Plant, and Equipment are carried at book values. Further a sum of Rs. 1,870 Lakhs (net of Rs. 300 lakhs on-account payment received from the insurer) incurred until 31<sup>st</sup> March 2025 for repairs and reinstatement of property, plant, and equipment, derecognition of affected assets, and differential value of inventories (net of salvage value) arising from disposal of inventories is treated as insurance claims receivable. Consequently, the overall implications that may arise upon the eventual approval of the Holding Company's claim by the insurer are currently unascertainable; hence, no adjustments have been made in the Consolidated Financial Statements

Our opinion is not modified in respect of the above matters.

#### 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 for the financial year ended 31<sup>st</sup> March 2025. 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 following matters as Key Audit Matters to be communicated in our report:

**1) Revenue recognition and discounts:**

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Revenue is measured net of discounts given to the customers on the Group's sales. The estimation towards measurement of discounts given to its customers corresponding to the sales made during the year is material and is considered to be complex and judgmental.</p> <p>This is an area of significant judgement and with varying complexity, depending on nature of arrangement which differs from customer to customer.</p> <p>Therefore, there is a risk of revenue being misstated as a result of faulty estimations relating to discounts to its customers</p> | <p>Our audit procedures included the following</p> <ul style="list-style-type: none"> <li>(i) We have assessed the appropriateness of the Group's Revenue recognition accounting policies, including those relating to estimation of discounts given to its customers.</li> <li>(ii) We have tested the effectiveness of the entity's internal controls over calculation of discounts.</li> <li>(iii) We have evaluated the documentation associated with the transactions of sale, including credit notes and appropriate approvals for discounts offered to customers from the samples selected, to determine whether revenue was recognised net of discounts in the relevant reporting period.</li> </ul> <p>The results of our tests are satisfactory and we considered the estimate of the accrual relating to discounts and the amount of revenue recognised is found to be acceptable on comparing current year discounts accruals to the prior year and, where relevant, completing further inquiries and testing.</p> |

**2) Evaluation of Contingent Liabilities**

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>The Group has contingent liabilities comprising claims against the Group not acknowledged as debts and demands from various statutory authorities which are inherent to the normal course of their business, filed by third parties, former employees, and statutory authorities.</p> <p>In general, the settlement of these proceedings takes a long time and involves not only discussions on the matter itself, but also complex process-related aspects, depending on the applicable legislation.</p> <p>Among other things, the aspects used to establish the likelihood of a loss attributed to each proceeding are subjective and the evolution of the jurisprudence over these disputes are not always uniform.</p> <p>In certain litigation and regulatory matters significant judgement is required by the Management to determine if there is a present obligation under relevant accounting standard.</p> <p>The complex nature of the Regulations and jurisprudence make this an ongoing area of judgement, and taking into consideration</p> | <p><b>Our audit procedures included the following:</b></p> <ul style="list-style-type: none"> <li>(i) We have evaluated and tested the procedures and controls relating to the identification, recognition, and measurement of provisions for disputes and disclosures in relation to matters concerning the contingent liabilities;</li> <li>(ii) We have considered the list of various orders/notices/ demands received with respect to various litigations from the management;</li> <li>(iii) Reviewed the confirmations obtained by the Company from their legal counsel / consultants on a sample basis and also discussed and analysed material legal cases with the Company's Legal department. We have also analysed the responses obtained from the Company's legal advisors who conduct the court cases, tax and administrative proceedings, in which the status of the legal cases and possible / expected manner of proceeding were described.</li> <li>(iv) We held discussions with the Management to understand their assessment of the quantification and likelihood of significant exposures and the provision required for specific cases;</li> <li>(v) We assessed the objectivity and competence of the management and independence of the legal experts; and</li> <li>(vi) Evaluated the Management's assumptions and estimates relating to the recognition of the provisions for disputes and disclosures of contingent liabilities in the consolidated financial statements.</li> </ul> |

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                     | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                             |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Management's judgement in assessing the likelihood that the pending claim will succeed, or a liability will arise, time period for resolution have been a matter of significance during the audit and the exposure of each case there is a risk that such cases may not be adequately provided for or disclosed in the Consolidated financial statements and hence considered as a key audit matter. | <p>(vii) Assessed the adequacy of the disclosures with regard to facts and circumstances of the legal and litigation matters.</p> <p>Based on the procedures stated above we found that the criteria and assumptions adopted by Management for determining the provision for contingent liabilities, as well as the information disclosed relating to contingent liabilities in the financial statements, are appropriate.</p> |

### 3) Valuation of Goodwill on Consolidation:

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>As at 31<sup>st</sup> March 2025, the Group's assets include goodwill aggregating to ₹ 28,219 Lakhs arising on the acquisition of businesses of Nottedome Limited and Penn-White Limited which are engaged in the business of Petrochemicals.</p> <p>Goodwill is carried at cost and is tested for impairment, if any, in accordance with Ind AS 36 "Impairment of Assets". However, there is a potential risk that the goodwill will be impaired if assumptions for the projected cash flows are not met. Changes in these assumptions could lead to an impairment to the carrying value of the goodwill. We identified this as a key audit matter for the audit of the Consolidated Financial Statements as at and for the year ended 31<sup>st</sup> March 2025, owing to the materiality of the amounts involved and inherent subjectivity involved in the determination of the recoverable value through estimation of future cash flows.</p> | <p>Our audit procedures in relation to testing of impairment of goodwill are as follows:</p> <ul style="list-style-type: none"> <li>(i) Assessed and tested the design and operating effectiveness of the Company's controls over recognition of the impairment assessment process.</li> <li>(ii) Obtained the impairment analyses and tested the appropriateness of the impairment model and reasonableness of the key assumptions used.</li> <li>(iii) Compared the prior year budgets with the actual results to determine the efficacy of the management's budgeting process.</li> <li>(iv) Obtained and evaluated sensitivity analysis performed by the Management on aforesaid key assumptions and</li> <li>(v) Assessed the appropriateness and adequacy of the related disclosures in the financial statements in accordance with the applicable Indian Accounting Standards.</li> <li>(vi) We considered the work performed by the component auditors during their Audit of financial statements of the intermediary parent company, AMCHEM Speciality Chemicals Private Limited, Singapore</li> </ul> <p>Based on the procedures stated above we found Management's key assumptions to be reasonable in determining the carrying value of the goodwill.</p> |

### Other Information

The Holding Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the Consolidated Financial Statements and our auditors' report thereon. The above reports are expected to be made available to us after the date of the auditor's report, thus our report does not deal with matters mentioned under other information in the Annual Report.

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 in the audit or otherwise appears to be materially misstated.

When we read the above reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### Management's Responsibilities for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated

financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the 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 of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### **Auditors' Responsibilities for the Audit of Consolidated Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a. 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.

- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of Consolidated Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- e. 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.
- f. Obtain sufficient and appropriate audit evidence regarding the financial information of such entities or business activities within the Group of which we are the independent auditors and whose financial information we have audited, to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by 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 Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider

quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Holding Company of which we are the auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of utmost significance in the audit of the Consolidated Financial Statements of the financial year ended 31<sup>st</sup> March 2025 and are therefore Key Audit Matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Other Matter

1. We did not audit the financial statements and other financial information of three subsidiaries located outside India and two subsidiaries incorporated in India included in the Consolidated Financial Statements, whose financial statements reflect total assets of Rs.72,230 Lakhs as at 31<sup>st</sup> March 2025, total revenue of Rs.27,733 Lakhs, net profit after tax and total comprehensive income of Rs.5,829 lakhs and net cash flows of Rs.10,607 Lakhs for the year ended on that date as considered in the Consolidated Financial Statements. The financial statements and other financial information of these subsidiaries have been audited by the other auditors, whose reports have been furnished to us by the Management, and our report on the Consolidated Financial Statements in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

The financial statements and other financial information of these three foreign subsidiaries have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have

audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company are audited by us.

2. We did not audit the financial statements and other financial information of the one subsidiary located outside India included in the Consolidated Financial Statements, whose financial information reflect total assets of Rs. 45.87 Lakhs as at 31<sup>st</sup> March 2025, total revenue of Rs. 21.85 Lakhs, total net loss after tax and total comprehensive loss of Rs. 0.92 Lakhs and net cash flows of Rs.0.94 Lakhs for the year ended on that date as considered in the Consolidated Financial Statements. These financial statements and other financial information of this subsidiary are not audited and have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiaries and our report in terms of sub section (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the Consolidated Financial Statements is not modified with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiaries, incorporated in India, as noted in the Other Matter paragraph, we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxi) and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable,
  - 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 of the aforesaid Consolidated Financial Statements;
  - b) In our opinion, proper books of account as required by law relating to the preparation

of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the preparation of the Consolidated Financial Statements.
  - d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries incorporated in India, are disqualified as on 31<sup>st</sup> 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 financial controls with reference to the Consolidated Financial Statements of the Holding Company and its subsidiaries incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of other statutory auditors on separate financial statements and also the other financial information of the subsidiaries, as noted in the "Other Matter" paragraph:
- a. The Holding Company has disclosed the impact of pending litigations on the consolidated financial position of the Group in Note No. 42(i) to the Consolidated Financial Statements.
  - b. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiaries incorporated in India during the year ended 31<sup>st</sup> March 2025
- d. (i) The respective management of the Holding Company and its subsidiaries incorporated in India, whose financial statements have been audited under the Act have represented to us and other auditors of subsidiaries that, to the best of its knowledge and belief, other than those disclosed in note No 55(vii), no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or such subsidiaries to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (ii) The respective management of the Holding Company and its subsidiaries incorporated in India whose financial statements have been audited under the Act have represented to us and other auditors of subsidiaries that, to the best of its knowledge and belief, no funds have been received by the respective Holding Company or such subsidiaries from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiaries shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries and
  - (iii) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, which are incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the representations under subclause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

- e. The final dividend paid by the Holding Company during the year in respect of the same declared for the previous year is in accordance with provisions of Section 123 of the Act.

The Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with Section 123 of the Act to the extent it applies to the declaration of dividend.

- f. Based on our examination which included test checks and performed by us on the Holding Company and based on the consideration of reports of other auditors of the subsidiaries incorporated in India whose financial statements have been audited under the Act, the Holding Company and subsidiaries have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and respective auditors of the above-referred subsidiaries did not come across any instance of audit trail feature being tampered in respect of the accounting software and the audit trail

has been preserved by the Company as per the statutory requirements for record retention

4. With respect to the other matters to be included in the Auditors' report in accordance with the requirement of the Section 197(16) of the Act :

In our opinion and according to the information and explanations given to us and based on the consideration of reports of other statutory auditors of the subsidiaries, incorporated in India, the remuneration paid/provided by the Holding Company and its subsidiaries incorporated in India, to their directors, to the extent applicable, during the year, is in accordance with the provisions of section 197 of the Act. The remuneration paid to directors by the Holding Company and its subsidiaries incorporated in India, is not in excess of the limit laid down under section 197 of the Act.

For **Brahmayya & Co.,**  
 Chartered Accountants  
 FRN: 000511S

**Lokesh Vasudevan**  
 Partner

Place: Gurgaon  
 Date: 13<sup>th</sup> May 2025

Membership No: 222320  
 UDIN: 25222320BBIKUW5668

#### ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

The "**Annexure A**" referred to in Clause 1 of "Report on Other Legal and Regulatory Requirements" Paragraph of the Independent Auditor's Report of even date to the members of **Manali Petrochemicals Limited** on the Consolidated Financial Statements as on and for the year ended 31<sup>st</sup> March 2025.

In terms of the information and explanations sought by us and given by the Group and the books of accounts and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we state that:

(xxi) On the basis of reports of the statutory auditors of its subsidiaries incorporated in India taken on record, except for the below, no qualifications or adverse remarks have been provided by respective auditors in the CARO 2020 of respective companies for the year ended 31<sup>st</sup> March 2025:

| S. No. | Name & CIN                                              | Holding Company/ Subsidiary/ Joint Venture/ Associate | Clause Number of CARO Report which is which is qualified or adverse |
|--------|---------------------------------------------------------|-------------------------------------------------------|---------------------------------------------------------------------|
| 1      | Pennwhite India Private Limited (U20299TN2024PTC167348) | Subsidiary Company                                    | Clause (xvi) – Cash Losses                                          |

For **Brahmayya & Co.,**  
 Chartered Accountants  
 FRN: 000511S

**Lokesh Vasudevan**  
 Partner

Place: Gurgaon  
 Date: 13<sup>th</sup> May 2025

Membership No: 222320  
 UDIN: 25222320BBIKUW5668

## ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

The **Annexure B**, referred to in the Clause 2(f) of “**Report on other Legal and Regulatory Requirements**” Paragraph of the Independent Auditor's Report of even date to the members of **Manali Petrochemicals Limited** on the Consolidated Financial Statements as of and the year ended 31<sup>st</sup> March 2025.

### **Report on the Internal Financial Controls with reference to the Consolidated Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the Consolidated Financial Statements of the Manali Petrochemical Limited as of and for the year ended 31<sup>st</sup> March 2025, we have audited the internal financial controls with reference to Consolidated Financial Statements of Manali Petrochemicals Limited (“the Holding Company”) and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”), which are incorporated in India, as on that date (together referred to as the “Covered Entities” in this report). Refer Annexure C for the list of Covered Entities.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility for Internal Financial Controls**

Our responsibility is to express an opinion on the internal financial controls with reference to the Consolidated Financial Statements of the Holding Company and its subsidiaries, incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the on the internal financial controls with reference to Consolidated Financial Statements

#### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

A company's internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; 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 Consolidated Financial Statements.

## Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements

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

## Opinion

In our opinion and to the best of our information and according to the explanation given to us, the Holding Company and its subsidiaries incorporated in India have, in all material respects, an adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31<sup>st</sup> March 2025, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

## Other Matter

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, in so far as it relates to the two subsidiaries incorporated in India as listed in covered entities Annexure C, is based on the corresponding reports of the auditors of such Companies.

For **Brahmayya & Co.,**  
 Chartered Accountants  
 FRN: 000511S

**Place:** Gurgaon  
**Date:** 13<sup>th</sup> May 2025

**Lokesh Vasudevan**  
 Partner  
 Membership No: 222320  
 UDIN: 25222320BBIKUW5668

## ANNEXURE-C

### Covered Entities

| SI No. | Name of the Company               | Relationship                     |
|--------|-----------------------------------|----------------------------------|
| 1      | Manali Petrochemicals Limited     | Holding Company                  |
| 2      | Manali Speciality Private Limited | Wholly Owned Subsidiary          |
| 3      | Pennwhite India Private Limited   | Wholly Owned Stepdown Subsidiary |

## Consolidated Balance Sheet as at March 31, 2025

|             |                                                                                        |          | [₹ in lakh]    |                |
|-------------|----------------------------------------------------------------------------------------|----------|----------------|----------------|
| Particulars |                                                                                        |          | As at          | As at          |
|             |                                                                                        | Note No. | March 31, 2025 | March 31, 2024 |
| A.          | ASSETS                                                                                 |          |                |                |
| I           | Non Current Assets                                                                     |          |                |                |
| a)          | Property, Plant and Equipment                                                          | 3A       | 22,811         | 22,821         |
| b)          | Capital work-in-progress                                                               | 3B       | 6,075          | 1,705          |
| c)          | Right of Use Assets                                                                    | 3C       | 8,284          | 5,921          |
| d)          | Goodwill on Consolidation                                                              | 3D       | 28,219         | 27,109         |
| e)          | Other Intangible Assets                                                                | 3E       | 240            |                |
| f)          | Financial Assets:                                                                      |          |                |                |
| i)          | Investments                                                                            | 4        | 1,505          | 361            |
| ii)         | Other Financial Assets                                                                 | 5        | 719            | 676            |
| g)          | Other non-current assets                                                               | 6        | 3,223          | 2,098          |
|             | TOTAL NON-CURRENT ASSETS                                                               |          | 71,076         | 60,691         |
| II          | Current Assets                                                                         |          |                |                |
| a)          | Inventories                                                                            | 7        | 19,560         | 10,844         |
| b)          | Financial Assets:                                                                      |          |                |                |
| i)          | Current Investments                                                                    | 8        | -              | 2,517          |
| ii)         | Trade Receivables                                                                      | 9        | 11,695         | 12,102         |
| iii)        | Cash and Cash equivalents                                                              | 10       | 18,987         | 36,385         |
| iv)         | Bank balances other than ii) above                                                     | 11       | 14,292         | 5,857          |
| v)          | Loans                                                                                  | 12       | 34             | 31             |
| vi)         | Other Financial Assets                                                                 | 13       | 2,036          | 665            |
| c)          | Other Current assets                                                                   | 14       | 2,571          | 1,745          |
|             | TOTAL CURRENT ASSETS                                                                   |          | 69,175         | 70,146         |
|             | TOTAL ASSETS                                                                           |          | 1,40,251       | 1,30,837       |
| B.          | EQUITY AND LIABILITIES                                                                 |          |                |                |
| I           | Equity                                                                                 |          |                |                |
| a)          | Equity share capital                                                                   | 15       | 8,603          | 8,603          |
| b)          | Other Equity                                                                           |          | 1,00,842       | 97,567         |
|             | TOTAL-EQUITY                                                                           |          | 1,09,445       | 1,06,170       |
| II          | Liabilities                                                                            |          |                |                |
| II. A       | Non-Current Liabilities                                                                |          |                |                |
| a)          | Financial Liabilities                                                                  |          |                |                |
| i)          | Long-Term Lease Liabilities                                                            | 16       | 7,503          | 7,479          |
| ii)         | Long-Term Borrowings                                                                   | 17       | 1,900          | -              |
| ii)         | Other Financial Liabilities                                                            | 18       | 57             | 69             |
| b)          | Provisions                                                                             | 19       | 79             | 352            |
| c)          | Deferred Tax Liabilities (net)                                                         | 20       | 114            | 206            |
| d)          | Other non-current Liabilities                                                          | 21       | 268            | 289            |
|             | TOTAL NON-CURRENT LIABILITIES                                                          |          | 9,921          | 8,395          |
| II. B       | Current Liabilities                                                                    |          |                |                |
| a)          | Financial Liabilities                                                                  |          |                |                |
| i)          | Borrowings                                                                             | 22       | 2,642          | 2,229          |
| ii)         | Short-Term Lease Liabilities                                                           | 23       | 869            | 597            |
| iii)        | Trade Payables                                                                         |          |                |                |
| 1           | Total outstanding dues of Micro Enterprises and Small Enterprises                      |          | 235            | 197            |
| 2           | Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | 24       | 9,681          | 5,827          |
| iv)         | Other financial liabilities                                                            | 25       | 2,103          | 1,743          |
| b)          | Other current liabilities                                                              | 26       | 2,256          | 2,266          |
| c)          | Provisions                                                                             | 27       | 2,562          | 2,193          |
| d)          | Current Tax Liabilities (Net)                                                          | 28       | 537            | 1,220          |
|             | TOTAL CURRENT LIABILITIES                                                              |          | 20,885         | 16,272         |
|             | TOTAL LIABILITIES                                                                      |          | 30,806         | 24,667         |
|             | TOTAL EQUITY AND LIABILITIES                                                           |          | 1,40,251       | 1,30,837       |

See accompanying notes to Financial Statements

As per our report of even date attached

For **Brahmayya & Co.,**  
 Chartered Accountants  
 Firm Registration No. 000511S

**Lokesh Vasudevan**  
 Partner  
 Membership No. 222320

Place: Chennai/Gurgaon  
 Date : May 13, 2025

For and on behalf of the Board of Directors

**Ashwin C Muthiah**  
 Chairman  
 (DIN: 00255679)

**K Lalitha**  
 Chief Financial Officer

**R Chandrasekar**  
 Managing Director & CEO - MPL Group  
 (DIN: 06374821)

**G Sri Vignesh**  
 Company Secretary

## Consolidated Statement of Profit and Loss for the year ended March 31, 2025

|             |                                                                               | [₹ in lakh] |                                   |                                   |
|-------------|-------------------------------------------------------------------------------|-------------|-----------------------------------|-----------------------------------|
| Particulars |                                                                               | Note No.    | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
| 1           | Revenue from Operations                                                       | 29          | 89,712                            | 1,03,235                          |
| 2           | Other Income                                                                  | 30          | 2,451                             | 2,916                             |
| 3           | Total Income [1+2]                                                            |             | 92,163                            | 1,06,151                          |
| 4           | Expenses                                                                      |             |                                   |                                   |
| a)          | Cost of materials consumed                                                    | 31          | 65,195                            | 72,263                            |
| b)          | Changes in inventories of finished goods, stock-in-trade and work-in-progress | 32          | (7,267)                           | (813)                             |
| c)          | Employee benefits expense                                                     | 33          | 7,447                             | 7,742                             |
| d)          | Finance costs                                                                 | 34          | 1,045                             | 960                               |
| e)          | Depreciation & Amortization expense                                           | 35          | 2,709                             | 2,532                             |
| f)          | Power, Fuel & Water Expense                                                   | 36          | 9,750                             | 10,579                            |
| g)          | Other expenses                                                                | 37          | 8,758                             | 8,999                             |
|             | Total Expenses (4)                                                            |             | 87,637                            | 1,02,262                          |
| 5           | Profit Before Exceptional items and Tax [3-4]                                 |             | 4,526                             | 3,889                             |
| 6           | Exceptional Items                                                             | 40          | (321)                             | (554)                             |
| 7           | Profit Before Tax [5+6]                                                       |             | 4,205                             | 3,335                             |
| 8           | Tax Expenses                                                                  | 38          |                                   |                                   |
| a)          | Current Tax                                                                   |             | 1,377                             | 1,307                             |
| b)          | Short/(Excess) Provision for tax relating to prior years                      |             | 5                                 | 13                                |
| c)          | Deferred Tax                                                                  |             | (108)                             | 94                                |
|             | Total Tax Expenses [a+b+c]                                                    |             | 1,274                             | 1,414                             |
| 9           | Profit for the period [7-8]                                                   |             | 2,931                             | 1,921                             |
| 10          | Other Comprehensive Income                                                    |             |                                   |                                   |
|             | Items that will not be reclassified to profit or (loss)                       |             |                                   |                                   |
|             | Changes in Fair Value of Equity Investments                                   |             | (1)                               | 3                                 |
|             | Profit on sale of Investment                                                  |             | -                                 | 1                                 |
|             | Remeasurement Cost of net defined employee benefits                           | 33          | (17)                              | (34)                              |
|             | Income Tax relating to items that will not be re-classified to Profit or Loss |             | 5                                 | 8                                 |
|             | Items that will be reclassified to profit or (loss)                           |             |                                   |                                   |
|             | Changes in Foreign Currency Translation                                       |             | 1,649                             | 1,126                             |
| 11          | Total Comprehensive Income for the period [9+10]                              |             | 4,567                             | 3,025                             |
| 12          | Earnings per equity share                                                     | 39          |                                   |                                   |
| a)          | Basic (in ₹)                                                                  |             | 1.70                              | 1.12                              |
| b)          | Diluted (in ₹)                                                                |             | 1.70                              | 1.12                              |

See accompanying notes to Financial Statements

As per our report of even date attached

For **Brahmayya & Co.,**  
 Chartered Accountants  
 Firm Registration No. 000511S

**Lokesh Vasudevan**  
 Partner  
 Membership No. 222320  
 Place: Chennai/Gurgaon  
 Date : May 13, 2025

For and on behalf of the Board of Directors

**Ashwin C Muthiah**  
 Chairman  
 (DIN: 00255679)  
**K Lalitha**  
 Chief Financial Officer

**R Chandrasekar**  
 Managing Director & CEO - MPL Group  
 (DIN: 06374821)  
**G Sri Vignesh**  
 Company Secretary

## Consolidated Statement of Changes in Equity

### A. Equity Share Capital

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

(₹ in lakh)

| Balance as at April 01, 2024 | Changes in equity share capital due to prior period errors | Restated balance at the beginning of financial year | Changes in Equity Share Capital during the year | Balance as at March 31, 2025 |
|------------------------------|------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------|------------------------------|
| 8,603                        | -                                                          | 8,603                                               | -                                               | 8,603                        |

For the year ended 31<sup>st</sup> March 2024

| Balance as at April 01, 2023 | Changes in equity share capital due to prior period errors | Restated balance at the beginning of financial year | Changes in Equity Share Capital during the year | Balance as at March 31, 2024 |
|------------------------------|------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------|------------------------------|
| 8,603                        | -                                                          | 8,603                                               | -                                               | 8,603                        |

### B. Other Equity

Statement of changes in Other Equity (2024-25)

| Particulars                                               | Reserves and Surplus |                            |                 | Equity Instruments through Other Comprehensive Income | Other Items of Other Comprehensive Income * | Foreign Exchange Translation Reserve | Total    |
|-----------------------------------------------------------|----------------------|----------------------------|-----------------|-------------------------------------------------------|---------------------------------------------|--------------------------------------|----------|
|                                                           | Capital Reserve      | Securities Premium Reserve | General Reserve |                                                       |                                             |                                      |          |
| Balance at the beginning of reporting Period (01.04.2024) | 84                   | 91                         | 109             | 4                                                     | (36)                                        | 2,896                                | 97,567   |
| Profit for the year                                       | -                    | -                          | -               | (1)                                                   | (12)                                        | 1,649                                | 4,566    |
| Dividend paid during the year                             | -                    | -                          | -               | -                                                     | -                                           | -                                    | (1,291)  |
| Balance at the end of reporting Period (31.03.2025)       | 84                   | 91                         | 109             | 3                                                     | (48)                                        | 4,544                                | 1,00,842 |

Statement of changes in Other Equity (2023-24)

| Particulars                                               | Reserves and Surplus |                            |                 | Equity Instruments through Other Comprehensive Income | Other Items of Other Comprehensive Income * | Foreign Exchange Translation Reserve | Total   |
|-----------------------------------------------------------|----------------------|----------------------------|-----------------|-------------------------------------------------------|---------------------------------------------|--------------------------------------|---------|
|                                                           | Capital Reserve      | Securities Premium Reserve | General Reserve |                                                       |                                             |                                      |         |
| Balance at the beginning of reporting Period (01.04.2023) | 84                   | 91                         | 109             | 1                                                     | (10)                                        | 1,770                                | 95,833  |
| Profit for the year                                       | -                    | -                          | -               | 3                                                     | (26)                                        | 1,126                                | 3,024   |
| Dividend paid during the year                             | -                    | -                          | -               | -                                                     | -                                           | -                                    | (1,291) |
| Balance at the end of reporting Period (31.03.2024)       | 84                   | 91                         | 109             | 4                                                     | (36)                                        | 2,896                                | 97,567  |

\* It represents value of Remeasurement Cost of net defined employee benefits obligations net of Income Tax on the same

As per our report of even date attached

For **Brahmayya & Co.,**

Chartered Accountants

Firm Registration No. 000511S

**Lokesh Vasudevan**

Partner

Membership No. 222320

Place: Chennai/Gurgaon

Date : May 13, 2025

For and on behalf of the Board of Directors

**Ashwin C Muthiah**

Chairman

(DIN: 00255679)

**K Lalitha**

Chief Financial Officer

**R Chandrasekar**

Managing Director & CEO - MPL Group

(DIN: 06374821)

**G Sri Vignesh**

Company Secretary

## Consolidated Cash Flow Statement for the year ended March 31, 2025

|                                                                                 |                                      | [₹ in lakh]                          |
|---------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Particulars                                                                     | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                                   |                                      |                                      |
| Profit before Tax                                                               | 4,205                                | 3,335                                |
| Adjustments for                                                                 |                                      |                                      |
| Depreciation                                                                    | 2,709                                | 2,532                                |
| Provision for Diminution in Value of Inventory                                  | 279                                  | -                                    |
| Provisions no longer required written back                                      | -                                    | (238)                                |
| Dividend income                                                                 | (0)                                  | (17)                                 |
| Finance costs                                                                   | 1,045                                | 960                                  |
| Remeasurement Cost of net defined employee benefits                             | (17)                                 | (34)                                 |
| Interest income                                                                 | (1,946)                              | (2,413)                              |
| Provision for doubtful debts                                                    | 8                                    | 165                                  |
| Profit on sale of investment                                                    | (18)                                 | (1)                                  |
| Net unrealised exchange (gain) / loss                                           | 103                                  | 254                                  |
| Loss on sale / write-off of assets                                              | 18                                   | 225                                  |
| <b>Net Adjustments</b>                                                          | <b>2,181</b>                         | <b>1,433</b>                         |
| <b>Operating Profit</b>                                                         | <b>6,386</b>                         | <b>4,768</b>                         |
| <b>Changes in Working Capital</b>                                               |                                      |                                      |
| <b>Adjustments for (increase) / decrease in operating assets</b>                |                                      |                                      |
| Inventories                                                                     | (8,995)                              | 34                                   |
| Trade Receivables                                                               | 399                                  | 3,665                                |
| Other Financial Assets                                                          | (1,496)                              | (331)                                |
| Other Current Assets                                                            | (826)                                | 90                                   |
| Other Non-Current Assets                                                        | 18                                   | 95                                   |
| <b>Adjustments for increase / (decrease) in operating liabilities</b>           |                                      |                                      |
| Trade payables                                                                  | 3,892                                | (100)                                |
| Other financial liabilities                                                     | 348                                  | 689                                  |
| Other Current liabilities                                                       | (10)                                 | (920)                                |
| Short-term provisions                                                           | 369                                  | 133                                  |
| Lease Liabilities - Ind AS 116                                                  | 566                                  | (179)                                |
| Other non current Liabilities                                                   | (21)                                 | (32)                                 |
| Long-term provisions                                                            | (273)                                | 81                                   |
| <b>Net Adjustments</b>                                                          | <b>(6,029)</b>                       | <b>3,226</b>                         |
| Net income tax paid                                                             | (2,256)                              | (530)                                |
| <b>Net cash from / (used in) Operating activities [A]</b>                       | <b>(1,899)</b>                       | <b>7,464</b>                         |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                                   |                                      |                                      |
| Capital expenditure on Property, Plant & Equipments, including capital advances | (10,072)                             | (2,487)                              |
| Proceeds from sale of PPE                                                       | 3                                    | -                                    |
| Net proceeds from Investments in Equity shares                                  | (1,146)                              | (311)                                |
| Interest income                                                                 | 2,095                                | 2,290                                |
| Investments in Mutual Funds                                                     | 2,535                                | (2,500)                              |
| Cash paid to the Shareholders of subsidiary                                     | (456)                                | -                                    |

|                                                                             |                                      |                                      | [₹ in lakh] |
|-----------------------------------------------------------------------------|--------------------------------------|--------------------------------------|-------------|
| Particulars                                                                 | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |             |
| Bank balances not considered as cash and cash equivalents                   | (8,435)                              | (5,196)                              |             |
| <b>Net cash from / (used in) Investing activities [B]</b>                   | <b>(15,476)</b>                      | <b>(8,204)</b>                       |             |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                               |                                      |                                      |             |
| (Repayment) / Proceeds from Short-term borrowings                           | 2,313                                | 1,569                                |             |
| Interest paid                                                               | (1,045)                              | (960)                                |             |
| Dividend paid                                                               | (1,291)                              | (1,291)                              |             |
| <b>Net cash from / (used in) Financing Activities [C]</b>                   | <b>(23)</b>                          | <b>(682)</b>                         |             |
| <b>Net (decrease) / increase in cash and cash equivalents<br/>= (A+B+C)</b> | <b>(17,398)</b>                      | <b>(1,422)</b>                       |             |
| <b>Cash and cash equivalents at the beginning of the period</b>             | <b>36,385</b>                        | <b>37,807</b>                        |             |
| <b>Cash and cash equivalents at the end of the period</b>                   | <b>18,987</b>                        | <b>36,385</b>                        |             |

**Components of Cash & Cash Equivalents:**

| Particulars                                                                | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>Cash and Cash Equivalents (Note:9)</b>                                  |                                      |                                      |
| Cash on hand                                                               | 2                                    | 1                                    |
| Balance(s) In current accounts (including debit balance(s) in cash credit) | 7,222                                | 5,905                                |
| Balances In Unspent CSR accounts                                           |                                      |                                      |
| Balances in Fixed deposit original maturity period less than 3 months      | 11,763                               | 30,479                               |
| <b>Total Cash and Cash Equivalents</b>                                     | <b>18,987</b>                        | <b>36,385</b>                        |

Reconciliation between opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities:

| Particulars                                        | As at<br>March 31, 2024 | Cash<br>Flows | Fair Value<br>Changes | As at<br>March 31, 2025 |
|----------------------------------------------------|-------------------------|---------------|-----------------------|-------------------------|
| Short term Borrowings                              | 2,229                   | 413           | -                     | 2,642                   |
| <b>Total Liabilities from Financing Activities</b> | <b>2,229</b>            | <b>413</b>    | <b>-</b>              | <b>2,642</b>            |

As per our report of even date attached

For **Brahmayya & Co.**,  
Chartered Accountants  
Firm Registration No. 000511S  
**Lokesh Vasudevan**  
Partner  
Membership No. 222320  
Place: Chennai/Gurgaon  
Date : May 13, 2025

**For and on behalf of the Board of Directors**

**Ashwin C Muthiah**  
Chairman  
(DIN: 00255679)  
**K Lalitha**  
Chief Financial Officer

**R Chandrasekar**  
Managing Director & CEO - MPL Group  
(DIN: 06374821)  
**G Sri Vignesh**  
Company Secretary

## Notes to the Consolidated Financial Statements for the year ended March 31, 2025

### 1. GENERAL INFORMATION

Manali Petrochemicals Limited (the 'Holding Company') is a Public Company incorporated on June 11, 1986 in the State of Tamilnadu, India. The Holding Company is engaged in the manufacture and sale of Propylene Oxide (PO), Propylene Glycol (PG) and Polyols (PY), which are used as industrial raw materials.

### 2. MATERIAL ACCOUNTING POLICIES

#### 2.1 PRINCIPLES OF CONSOLIDATION

The consolidated financial information relate to Manali Petrochemicals Limited (the 'Holding Company') and AMCHEM Speciality Chemicals Private Limited, Singapore, Notedome Limited UK, Penn-White Limited, UK, Notedome Europe GmbH, Germany, Pennwhite India Private Limited, India and Manali Speciality Private Limited, India, all are wholly owned subsidiaries of the Holding Company. The Holding Company and its subsidiaries hereinafter referred to as "Group". The consolidated financial information have been prepared on the following basis:

- (i) The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as that of the Holding Company i.e., 31 March, 2025.
- (ii) The financial statements of the Holding Company and its subsidiary companies have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealised profits or losses, unless cost cannot be recovered.
- (iii) The excess of cost to the Group of its investments in the subsidiary companies over its share of equity of the subsidiary company, at the date on which the investments in the subsidiary company was made, is recognised as 'Goodwill' being an asset in the consolidated financial statements.
- (iv) Goodwill arising on consolidation is not amortised but tested for impairment.
- (v) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.

#### 2.2. Statement of Compliance

The financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015.

#### 2.3. Basis of Preparation and Presentation

The consolidated financial statements of the group have been prepared on accrual basis under the historical cost convention except for certain financial instruments that are measured at fair values at the end of each reporting period and Employee defined benefit plan as per actuarial valuation, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in the exchange of goods and services.

Fair value is the price that would be received on sale of asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated in a reasonable and prudent manner. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or a liability if market participants would have those characteristics into account when pricing the asset or a liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or a liability.

The principal accounting policies are set out below:

## 2.4. Revenue Recognition:

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the group and the amount can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

### 2.4. (a) Sale of goods

Sales are recognized, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to the customers.

### 2.4. (b) Income from services

Revenues from contracts priced on a time and material basis are recognized when services are rendered and related costs are incurred

### 2.4. (c) Export Incentive

Export benefits in the nature of focus market scheme are accrued in the year of exports based on the eligibility taking into consideration the prevailing regulations/policies and when there is no uncertainty in receiving the same. Adjustments, if any, to the amounts recognized in accordance with this accounting policy, based on final determination by the authorities, would be dealt with appropriately in the year of final determination and acceptance

### 2.4. (d) Other Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Entity and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Dividend income is accounted for when the right to receive income is established.

## 2.5. Leases:

The Group assesses at contract inception whether a contract is or contains, a lease, i.e., if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

### Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for its use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term or the estimated useful lives of the assets, as follows:

- Plant and machinery
- Buildings
- Land

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

#### ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses

(unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

### iii) **Short-term leases and leases of low-value assets**

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

#### **Group as a lessor**

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

### **2.6. Government Grants:**

Government grants are recognised in Statement of Profit and Loss on a systematic basis over the periods in which the Group recognises the related costs for which the grants are intended to compensate. Government grants that are receivable towards capital investments under State Investments Promotion Scheme are recognised in the Statement of Profit and Loss in the period in which they become receivable. Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received.

### **2.7. Functional and presentation currency:**

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates. The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Holding Company.

### **2.8. Foreign currency transactions:**

In preparing the financial statements of the Group, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks.

### **2.9. Borrowing costs:**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

### **2.10. Employee benefits**

Employee benefits include provident fund, Superannuation Scheme, employee state insurance scheme, gratuity fund and compensated absences.

#### **2.10. (a). Defined Contribution Plans**

The Group's contribution to provident fund and employee state insurance scheme are considered as defined contribution plans and are recognized as an expense when employees have rendered service entitling them to the contributions.

Define Contribution Plan for Superannuation scheme of officers and the staff of the Plant I and II is administered by the Life Insurance Corporation of India. Contributions are made monthly at a predetermined rate to the Trust and debited to the Statement of Profit & Loss on an accrual basis.

## 2.10. (b). Defined benefit plans

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out by an independent actuary at the end of each reporting period. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- Net interest expense or income; and
- Re-measurement

The Group presents defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Curtailment gains and losses are accounted for as past service costs. Past service cost is recognized in profit or loss in the period of a plan amendment.

## 2.10. (c). Short-term employee benefits:

Short term employee benefits including accumulated compensated absences as at the Balance Sheet date are recognised as an expense as per Group's schemes based on expected obligation on an undiscounted basis.

## 2.10. (d). Other long-term employee benefits:

Other Long term employee benefit comprise of leave encashment which is provided for based on the actuarial valuation carried out as at the end of the year.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

## 2.11. Earnings per share:

Basic earnings per share is computed by dividing the net profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

## 2.12. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

### Current tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961. The Holding Company has exercised irrevocable option under section 115BAA (applicable tax rate is 25.168%).

### Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

#### **Current and deferred tax for the year**

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

### **2.13 Property, Plant and Equipment**

Property, plant and equipment are stated in the Balance Sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price, attributable expenditure incurred in bringing the asset to its working condition for the intended use and cost of borrowing till the date of capitalisation in the case of assets involving material investment and substantial lead time. Fixed assets individually costing ₹.10,000 or less is depreciated in full in the year of addition.

#### **Componentization:**

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

#### **Expenditure during the Construction period:**

Expenditure/Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under Capital Work-in-progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as Capital Advances under "Other non-current Assets".

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of following categories of assets in whose case the life of certain assets has been assessed based on technical advice taking into account the nature of the asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement, maintenance support etc.

- |                                     |                  |
|-------------------------------------|------------------|
| i) Certain Plant and Machinery      | – 11 to 33 years |
| ii) Computers and Computer Software | – 5 years        |
| iii) Certain Plant and Machinery    | – 1 to 10 years  |
| iv) Certain Buildings and Roads     | – 5 to 15 years  |
| v) Certain Vehicles                 | – 8 to 10 years  |
| vi) Certain Office Equipment        | – 1 to 10 years  |
| vii) Certain Furniture and Fixtures | – 1 to 10 years  |
| viii) Technical Know-how            | – 1 to 4 years   |

An item of PPE is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

### **2.14. Impairment of tangible assets:**

The Group assesses at each reporting date whether there is an indication that an asset/cash generating units, including assets that may no longer be useful that have to be impaired. If any indication exists the Group estimates the recoverable amount of such assets and if carrying amount exceeds the recoverable amount, impairment is recognised. The recoverable amount is the higher of the net selling price and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using an appropriate discount factor. When there is indication that previously recognised impairment loss no longer exists or may have decreased such reversal of impairment loss is recognised as the profit or loss.

### **2.15. Inventories:**

Stores and spares, packing materials, fuels, raw materials and finished goods are valued at lower of cost or net realizable value. Net realizable value represents the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale.

The method of determination of cost of various categories of inventories is as follows:

1. Raw material, Stores and spares and packing materials – Weighted average cost.
2. Finished goods and Work-in-process – Weighted average cost of production which comprises of direct material costs, direct wages and applicable overheads.
3. Stock-in-trade – Weighted average cost

## **2.16. Provisions, Contingent Liabilities and Contingent Assets:**

Provisions are recognised only when there is a present obligation as a result of past events and when a reasonable estimate of the amount of obligation can be made. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are disclosed for (i) possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

## **2.17. Financial instruments:**

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

## **2.18. Cash and Cash Equivalents:**

Cash and cash equivalents include cash and bank balances, margin deposits and term deposits with maturity period of less than three months, which are subject to an insignificant risk of change in value. For the purpose of presentation in the consolidated statement of cash flows, the cash and cash equivalents is net of pledged cash, term and margin deposits and bank overdrafts. Bank overdrafts are presented as current bank borrowings on the consolidated statement of financial position.

## **2.19. Financial assets:**

All regular purchases or sales of financial assets are recognised and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

## **2.20. Classification of financial assets:**

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed off, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

#### **2.21. Effective interest method:**

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

#### **2.22. Investments in equity instruments at FVTOCI**

On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, including that of the subsidiaries. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

Dividends on these investments in equity instruments are recognised in profit or loss when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognised in profit or loss are included in the 'Other income' line item.

#### **2.23. Financial assets at fair value through profit or loss (FVTPL):**

Investments in equity instruments are classified as at FVTPL, unless the Group irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

#### **2.24. Impairment of financial assets:**

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. The group recognizes a loss allowance for the expected credit losses on financial asset. In case of trade

receivables, the company follows the simplified approach permitted by Ind AS 109 – Financial instruments for recognition of impairment loss allowance. The application of simplified approach does not require the group to track changes in credit risk. The company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

#### **2.25. De-recognition of financial assets:**

The Group de-recognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Group allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

#### **2.26. Offsetting of Financial Instruments:**

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and liability simultaneously.

#### **2.27. Foreign exchange gains and losses:**

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortized cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.

For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortized cost. Thus, the exchange differences on the amortized cost are recognized in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

#### **2.28. Financial liabilities and equity instruments:**

##### **Classification as debt or equity**

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

##### **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

## Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Group, and commitments issued by the Group to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

### Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss.

The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Group that are designated by the Group as at fair value through profit or loss are recognised in profit or loss.

Financial liabilities subsequently measured at amortized cost Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

### Foreign Exchange Gains and Losses

For financial liabilities that are denominated in a foreign currency and are measured at amortized cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortized cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

### Derecognition of Financial Liabilities

The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognised in profit or loss.

## 2.29. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies the directors of the Group are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

#### a. Useful lives of property, plant and equipment

The Group reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. During the current year, there has been no change in life considered for the assets.

#### b. Provision for doubtful receivables

The Group makes provision for doubtful receivables based on a provision matrix which takes into account historical credit loss experience and adjusted for current estimates.

#### c. Estimation of net realisable value of inventories

Inventories are stated at the lower of cost and net realisable value. In estimating the net realisable value of inventories the Group makes an estimate of future selling prices and costs necessary to make the sale.

#### d. Provision for employee benefits

The Group uses actuarial assumptions to determine the obligations for employee benefits at each reporting period. These assumptions include the discount rate, expected long-term rate of return on plan assets, rate of increase in compensation levels and mortality rates.

#### e. Provision for taxes

Significant judgments are required in determining the provision for income taxes, including the amount expected to be paid/ recovered for uncertain tax positions.

3. Property, Plant and Equipment  
A. Tangible Assets

[₹ in lakhs]

| Particulars                            | Land         | Development on Leasehold Land | Buildings    | Plant and Machinery | Furniture and Fixtures | Office Equipments | Computers  | Vehicles   | Total         |
|----------------------------------------|--------------|-------------------------------|--------------|---------------------|------------------------|-------------------|------------|------------|---------------|
| <b>Deemed Cost</b>                     |              |                               |              |                     |                        |                   |            |            |               |
| <b>As At March 31, 2023</b>            | <b>3,541</b> | <b>1</b>                      | <b>3,369</b> | <b>20,255</b>       | <b>163</b>             | <b>161</b>        | <b>169</b> | <b>142</b> | <b>27,801</b> |
| Additions                              | -            | -                             | 418          | 2,664               | 2                      | 6                 | 42         | 12         | 3,144         |
| Disposals and Impairment               | -            | -                             | -            | -                   | -                      | -                 | 15         | 26         | 41            |
| Effect of foreign currency translation | 20           | -                             | 33           | 58                  | 6                      | (16)              | -          | (7)        | 95            |
| <b>As At March 31, 2024</b>            | <b>3,561</b> | <b>1</b>                      | <b>3,820</b> | <b>22,977</b>       | <b>171</b>             | <b>151</b>        | <b>197</b> | <b>121</b> | <b>30,999</b> |
| Additions                              |              |                               | 464          | 1,567               | 0                      | 7                 | 18         | -          | 2,056         |
| Disposals and Impairment               |              |                               | -            | (157)               | -                      | -                 | -          | (5)        | (162)         |
| Effect of foreign currency translation | 33           |                               | (90)         | 71                  | (6)                    | 2                 | -          | -          | 10            |
| <b>As At March 31, 2025</b>            | <b>3,594</b> | <b>1</b>                      | <b>4,194</b> | <b>24,458</b>       | <b>165</b>             | <b>160</b>        | <b>215</b> | <b>116</b> | <b>32,903</b> |
| <b>Depreciation and Amortisation</b>   |              |                               |              |                     |                        |                   |            |            |               |
| <b>As At March 31, 2023</b>            | <b>-</b>     | <b>1</b>                      | <b>817</b>   | <b>5,233</b>        | <b>84</b>              | <b>68</b>         | <b>78</b>  | <b>62</b>  | <b>6,343</b>  |
| Charged during the year                | -            | -                             | 232          | 1,564               | 13                     | 9                 | 38         | 11         | 1,867         |
| Disposals and Impairment               |              | -                             | -            | -                   | -                      | -                 | 15         | 18         | 32            |
| <b>As At March 31, 2024</b>            | <b>-</b>     | <b>1</b>                      | <b>1,049</b> | <b>6,797</b>        | <b>97</b>              | <b>77</b>         | <b>101</b> | <b>55</b>  | <b>8,178</b>  |
| Charged during the year                | -            | -                             | 270          | 1,663               | 14                     | 21                | 12         | 9          | 1,989         |
| Disposals and Impairment               | -            | -                             | -            | (69)                | -                      | -                 | -          | (5)        | (74)          |
| <b>As At March 31, 2025</b>            | <b>-</b>     | <b>1</b>                      | <b>1,319</b> | <b>8,391</b>        | <b>111</b>             | <b>98</b>         | <b>113</b> | <b>59</b>  | <b>10,092</b> |
| <b>Net Book Value</b>                  |              |                               |              |                     |                        |                   |            |            |               |
| <b>As At March 31, 2024</b>            | <b>3,561</b> | <b>-</b>                      | <b>2,771</b> | <b>16,180</b>       | <b>74</b>              | <b>74</b>         | <b>96</b>  | <b>66</b>  | <b>22,821</b> |
| <b>As At March 31, 2025</b>            | <b>3,594</b> | <b>-</b>                      | <b>2,875</b> | <b>16,067</b>       | <b>54</b>              | <b>62</b>         | <b>102</b> | <b>57</b>  | <b>22,811</b> |

The Addition during the year include those relating to R & D aggregating to ₹ NIL (Previous Year ₹ 28 lakhs)

\* Refer Note no.: 57

**B. Capital Work in Progress**

[₹ in lakh]

| Particulars                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------|-------------------------|-------------------------|
| <b>Balance at the beginning of the year</b> | <b>1,705</b>            | 2,261                   |
| Additions during the year                   | <b>6,426</b>            | 2,561                   |
| Capitalisation during the year              | <b>(2,056)</b>          | (3,117)                 |
| <b>Balance at the end of the year</b>       | <b>6,075</b>            | 1,705                   |

**(i) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2025:**
**Details of CWIP ageing:**

| Particulars                    | < 1 year | 1-2 years | 2-3 years | > 3 years | Total |
|--------------------------------|----------|-----------|-----------|-----------|-------|
| Projects in Progress           | 5,246    | 461       | 198       | 170       | 6,075 |
| Projects temporarily suspended | -        | -         | -         | -         | -     |

**(ii) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2025:**
**Details of proposed expenditure for time / cost overrun projects:**

| Particulars                       | < 1 year     | 1-2 years | 2-3 years | > 3 years | Total        |
|-----------------------------------|--------------|-----------|-----------|-----------|--------------|
| New plant for one of the products | 6,340        | -         | -         | -         | 6,340        |
| Storage tanks                     | 142          | -         | -         | -         | 142          |
| Utility plant                     | 19           | -         | -         | -         | 19           |
| Misc Projects                     | 156          | -         | -         | -         | 156          |
| <b>Total</b>                      | <b>6,657</b> | -         | -         | -         | <b>6,657</b> |

**(i) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2024:**
**Details of CWIP ageing:**

| Particulars                    | < 1 year | 1-2 years | 2-3 years | > 3 years | Total |
|--------------------------------|----------|-----------|-----------|-----------|-------|
| Projects in Progress           | 946      | 462       | 246       | 51        | 1,705 |
| Projects temporarily suspended | -        | -         | -         | -         | -     |

**(ii) Additional disclosure as required under Schedule III to the Companies Act, 2013 as at 31<sup>st</sup> March 2024:**
**Details of proposed expenditure for time / cost overrun projects:**

| Particulars                       | < 1 year     | 1-2 years    | 2-3 years | > 3 years | Total         |
|-----------------------------------|--------------|--------------|-----------|-----------|---------------|
| New plant for one of the products | 3,198        | 9,389        | -         | -         | 12,587        |
| Storage tanks                     | 325          | -            | -         | -         | 325           |
| Utility plant                     | 1,112        | -            | -         | -         | 1,112         |
| Water development plant           | 105          | -            | -         | -         | 105           |
| Pipelines, pumps                  | 34           | -            | -         | -         | 34            |
| Misc Projects                     | 190          | -            | -         | -         | 190           |
| <b>Total</b>                      | <b>4,964</b> | <b>9,389</b> | -         | -         | <b>14,353</b> |

**C. Right of Use Assets**

[₹ in lakh]

| Particulars                             | Land*        | Buildings    | Plant and Machinery | Total         |
|-----------------------------------------|--------------|--------------|---------------------|---------------|
| <b>Deemed Cost</b>                      |              |              |                     |               |
| <b>As At March 31, 2023</b>             | 3,323        | 1,104        | 2,717               | 7,145         |
| Additions                               | 431          | 551          | -                   | 983           |
| Disposals                               | -            | -            | -                   | -             |
| Effects of Foreign exchange fluctuation | -            | 23           | -                   | 23            |
| <b>As At March 31, 2024</b>             | <b>3,755</b> | <b>1,678</b> | <b>2,717</b>        | <b>8,151</b>  |
| Additions                               | 3,041        | -            | -                   | 3,041         |
| Disposals                               | -            | -            | -                   | -             |
| Effects of Foreign exchange fluctuation | -            | 32           | -                   | 32            |
| <b>As At March 31, 2025</b>             | <b>6,796</b> | <b>1,710</b> | <b>2,717</b>        | <b>11,224</b> |
| <b>Depreciation &amp; Amortisation</b>  |              |              |                     |               |
| <b>As At March 31, 2023</b>             | <b>253</b>   | <b>224</b>   | <b>1,087</b>        | <b>1,564</b>  |
| Charged during the year                 | 140          | 254          | 272                 | 666           |
| Disposal                                | -            | -            | -                   | -             |
| <b>As At March 31, 2024</b>             | <b>393</b>   | <b>478</b>   | <b>1,359</b>        | <b>2,230</b>  |
| Charged during the year                 | 162          | 274          | 274                 | 710           |
| Disposal                                | -            | -            | -                   | -             |
| <b>As At March 31, 2025</b>             | <b>555</b>   | <b>752</b>   | <b>1,633</b>        | <b>2,940</b>  |
| <b>Net Book Value</b>                   |              |              |                     |               |
| <b>As At March 31, 2025</b>             | <b>3,362</b> | <b>1,201</b> | <b>1,359</b>        | <b>5,921</b>  |
| <b>As At March 31, 2025</b>             | <b>6,241</b> | <b>958</b>   | <b>1,084</b>        | <b>8,284</b>  |

\*Right of Use Asset - Land includes the lease hold land (Plant-II) in respect of which the holding company made payments during the year towards the arrears of lease ever since the lease is commenced. Pending receipt of the final assessment order ascertaining the lease obligations of the holding company, present addition is based on the accepted lease obligations.

The addition in the current year to the asset represents leased land acquired at Saykha industrial estate, Gujarat for setting up of additional manufacturing facilities for a period of 93 years by the holding company and land leased by subsidiary at Oragadam, Tamil Nadu.

**D. Goodwill on Consolidation**

| Particulars                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------|-------------------------|-------------------------|
| <b>Balance at the beginning of the year</b> | <b>27,109</b>           | 28,141                  |
| Additions during the year *                 | -                       | -                       |
| Purchase Price Adjustment                   | 391                     | (1,411)                 |
| Effect of foreign currency translation      | 719                     | 379                     |
| <b>Balance at the end of the year</b>       | <b>28,219</b>           | 27,109                  |

\* Refer Note.: 54

**E. Other Intangible Assets**

[₹ in lakh]

| Particulars                     | Patents, operating rights;<br>Recipes, formulae, |
|---------------------------------|--------------------------------------------------|
| <b>Balance at 01.04.2024</b>    | -                                                |
| Additions During the year       | 250                                              |
| Deletions during the year       | -                                                |
| <b>Balance As at 31.03.2025</b> | <b>250</b>                                       |
| <b>Amortization Cost</b>        |                                                  |
| Balance at 01.04.2024           | -                                                |
| Additions During the year       | 10                                               |
| Deletions during the year       | -                                                |
| <b>Balance As at 31.03.2025</b> | 10                                               |
| Net Book Value                  |                                                  |
| <b>As At March 31, 2025</b>     | <b>240</b>                                       |

**4. Non-Current Investments**

| Particulars                                                                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Non-Current Investments</b>                                                  |                         |                         |
| <b>Investments in equity instruments at FVTOCI</b>                              |                         |                         |
| <b>Quoted Investments</b>                                                       |                         |                         |
| Chennai Petroleum Corporation Limited                                           | 2                       | 4                       |
| <b>Total of Quoted Investments</b>                                              | <b>2</b>                | <b>4</b>                |
| <b>Unquoted Investments</b>                                                     |                         |                         |
| First Energy 6 Private Limited                                                  | 109                     | 109                     |
| [10,85,000 Equity shares [10,85,000 in Previous Year] of ₹ 10 each fully paid]  |                         |                         |
| First Energy 5 Private Limited                                                  | 248                     | 248                     |
| [24,79,000 Equity shares [24,79,000 in Previous Year] of ₹10 each fully paid]   |                         |                         |
| Amplus Iru Private Limited                                                      | 1,146                   | -                       |
| (1,14,57,122 Equity shares of ₹ 10 each fully paid)                             |                         |                         |
| AM Foundation [Formerly AM Corporate Social Responsibility Foundation]*         | 0                       | 0                       |
| (1,700 Equity shares [1,700 in Previous Year] of ₹ 10 each fully paid ₹ 17,000) |                         |                         |
| <b>Total of unquoted Investments</b>                                            | <b>1,502</b>            | <b>357</b>              |
| <b>Total of Investments at FVTOCI</b>                                           | <b>1,505</b>            | <b>361</b>              |
| <b>Total Non-Current Investments</b>                                            | <b>1,505</b>            | <b>361</b>              |
| Aggregate book value of quoted investments                                      | 2                       | 4                       |
| Aggregate market value of quoted investments                                    | 2                       | 4                       |
| Aggregate carrying value of unquoted investments                                | 1,502                   | 357                     |
| Aggregate amount of impairment in value of investments                          | -                       | -                       |

\* Less than a Lakh

**Note:** Investments in First Energy 5 Private Limited, First Energy 6 Private Limited and Amplus Iru Private Limited are made under captive power agreements.

**5. Other Financial Assets**

[₹ in lakh]

| Particulars                         | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------|-------------------------|-------------------------|
| <b>Non - Current</b>                |                         |                         |
| Electricity deposits                | 633                     | 586                     |
| Rental deposits                     | 86                      | 90                      |
| <b>Total Other Financial Assets</b> | <b>719</b>              | <b>676</b>              |

**6. Other Non-Current Assets**

| Particulars                            | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------|-------------------------|-------------------------|
| <b>Others</b>                          |                         |                         |
| Capital advances                       | 1,277                   | 305                     |
| Advance tax (Net of provision for tax) | 1,673                   | 1,502                   |
| Other Advances                         | 216                     | 291                     |
| Prepaid Expenses                       | 57                      | -                       |
| <b>Total Other Non-Current Assets</b>  | <b>3,223</b>            | <b>2,098</b>            |

\*Includes ₹ 1,432 lakhs [Previous year Rs. 1,272 lakhs] of refund due to the Company adjusted against disputed Income Tax demands by the Income Tax Department and the disputed demands are being contested by the Company before the appropriate forum. Based on the Legal advise received by the Company and merits of the cases, the Company is expecting favourable orders.

**7. Inventories**

| Particulars                                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------------------------------|-------------------------|-------------------------|
| <b>Inventories (lower of cost and net realisable value)</b> |                         |                         |
| Raw materials *                                             | 4,518                   | 3,112                   |
| Raw materials in transit                                    | 467                     | 512                     |
| Work-in-progress                                            | 218                     | 193                     |
| Finished goods *                                            | 14,025                  | 6,783                   |
| Stores and spares *                                         | 332                     | 244                     |
| <b>Total Inventories</b>                                    | <b>19,560</b>           | <b>10,844</b>           |

\* Refer Note no.: 57

**8. Current Investments - FVTPL**

| Particulars                                                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Quoted Investments</b>                                                |                         |                         |
| <b>Tata Arbitrage Fund- Direct</b>                                       | -                       | 504                     |
| (In PY No. of units - 36,70,057.21, Cost - ₹ 500 lakhs, NAV - ₹ 13.7324) |                         |                         |
| <b>UTI Arbitrage Fund- Direct</b>                                        | -                       | 504                     |
| (In PY No. of units - 14,85,760.61, Cost - ₹ 500 lakhs, NAV - ₹ 33.9267) |                         |                         |
| <b>HDFC Arbitrage Fund-WP- Direct</b>                                    | -                       | 503                     |
| (In PY No. of units - 27,38,624.68, Cost - ₹ 500 lakhs, NAV - ₹ 18.3660) |                         |                         |
| <b>Invesco Arbitrage Fund- Direct</b>                                    | -                       | 503                     |
| (In PY No. of units - 16,03,181.25, Cost - ₹ 500 lakhs, NAV - ₹ 31.3711) |                         |                         |
| <b>HSBC Arbitrage Fund</b>                                               | -                       | 503                     |
| (In PY No. of units - 27,13,490.97, Cost - ₹ 500 lakhs, NAV - ₹ 18.5363) |                         |                         |
| <b>Quoted Investments - FVTPL</b>                                        |                         |                         |
| Investment in Mutual Funds                                               | -                       | 2,517                   |
| <b>Total Other Current Investments</b>                                   | -                       | <b>2,517</b>            |
| <b>Aggregate Book value of quoted Investments</b>                        | -                       | <b>2,517</b>            |
| <b>Aggregate Market value of quoted Investments</b>                      | -                       | <b>2,517</b>            |

**9. Trade Receivables**

[₹ in lakh]

| Particulars                                   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------|-------------------------|-------------------------|
| <b>Current:</b>                               |                         |                         |
| Trade Receivables - considered good unsecured | 11,695                  | 12,102                  |
| Trade receivables - Credit impaired           | 531                     | 506                     |
| Allowance for bad and doubtful debts          | (531)                   | (506)                   |
| <b>Total Trade Receivables</b>                | <b>11,695</b>           | <b>12,102</b>           |

Additional disclosure required under Schedule III to the Companies Act, 2013

| Particulars                                             | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------------------|-------------------------|-------------------------|
| (i) Undisputed Trade receivables – considered good      |                         |                         |
| Not Due                                                 | 7,939                   | 8,366                   |
| Due for Less than 6 months                              | 3,746                   | 3,731                   |
| Due for More than 6 months but less than 1 year         | 9                       | 5                       |
| Due for More than 1 year but less than 2 year           | 1                       | -                       |
| (ii) Undisputed Trade Receivables – considered doubtful |                         |                         |
| Due for More than 6 months but less than 1 year*        | -                       | 0                       |
| Due for More than 1 year but less than 2 year*          | -                       | 0                       |
| Due for More than 2 year but less than 3 year           | -                       | 21                      |
| Due for More than 3 years                               | 531                     | 484                     |
| Less: Provision for Doubtful Debts                      | (531)                   | (506)                   |
| (iii) Disputed Trade Receivables considered good        | -                       | -                       |
| (iv) Disputed Trade Receivables considered doubtful     | -                       | -                       |
| <b>Total Trade Receivables</b>                          | <b>11,695</b>           | <b>12,102</b>           |

\* less than 1 lakh

**10. Cash and Cash Equivalents**

| Particulars                                                          | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Balances with Banks:</b>                                          |                         |                         |
| In current accounts                                                  | 7,222                   | 5,905                   |
| In Fixed deposit with original maturity period of less than 3 months | 11,763                  | 30,479                  |
| Cash on hand #                                                       | 2                       | 1                       |
| <b>Cash and Cash Equivalents</b>                                     | <b>18,987</b>           | <b>36,385</b>           |

 # Includes Foreign Currency holdings of equivalent NIL [Previous year - ₹ 0.02 Lakhs] as at 31<sup>st</sup> March 2025

**11. Bank balances other than Cash and Cash equivalents**

[₹ in lakh]

| Particulars                                                                            | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Fixed Deposit with original maturity period more than 3 months and less than 12 months | 13,469                  | 5,000                   |
| Margin money deposit accounts                                                          | 89                      | 90                      |
| Unspent CSR accounts                                                                   | 350                     | 351                     |
| Unpaid dividend accounts                                                               | 384                     | 415                     |
| <b>Total Bank balances</b>                                                             | <b>14,292</b>           | <b>5,857</b>            |

Margin Money deposits have an original maturity period of less than 12 months

**12. Loans**

| Particulars                         | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------|-------------------------|-------------------------|
| <b>Current</b>                      |                         |                         |
| Security deposits                   |                         |                         |
| Considered Good - Unsecured         | 19                      | 18                      |
| <b>Other loans:</b>                 |                         |                         |
| <b>Considered Good - Unsecured:</b> |                         |                         |
| Loans and advances to employees     | 15                      | 13                      |
| <b>Total Loans</b>                  | <b>34</b>               | <b>31</b>               |

**13. Other Financial Assets**

| Particulars                                    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------|-------------------------|-------------------------|
| Interest accrued on Deposits                   | 165                     | 314                     |
| Interest accrued on Customer balances          | -                       | 3                       |
| Insurance claims receivable (Refer Note No 57) | 1,871                   | 349                     |
| <b>Total Other Financial Assets</b>            | <b>2,036</b>            | <b>665</b>              |

**14. Other Current Assets**

| Particulars                                         | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------------|-------------------------|-------------------------|
| <b>Advances given to vendors</b>                    | <b>617</b>              | <b>578</b>              |
| Prepaid expenses                                    | 710                     | 801                     |
| Unamortised premium on forward contracts            | 6                       | 1                       |
| <b>Balances with Government authorities</b>         |                         |                         |
| GST / CENVAT / VAT / Customs duty Credit receivable | 1,238                   | 365                     |
| <b>Total Other Current Assets</b>                   | <b>2,571</b>            | <b>1,745</b>            |

**15. Equity share capital**

[₹ in lakh]

| Particulars                                                         | As at<br>March 31, 2025 |               | As at<br>March 31, 2024 |        |
|---------------------------------------------------------------------|-------------------------|---------------|-------------------------|--------|
|                                                                     | No. of shares           | Amount        | No of shares            | Amount |
| <b>Authorised share capital</b>                                     |                         |               |                         |        |
| Share capital at the beginning of the year (Face Value of ₹ 5 each) | <b>24,00,00,000</b>     | <b>12,000</b> | 24,00,00,000            | 12,000 |
| Movements during the year                                           | -                       | -             | -                       | -      |
| Share capital at the end of the year (Face Value of ₹ 5 each)       | <b>24,00,00,000</b>     | <b>12,000</b> | 24,00,00,000            | 12,000 |

**Issued, Subscribed and paid up shares**

| Particulars                                                 | As at<br>March 31, 2025 |              | As at<br>March 31, 2024 |        |
|-------------------------------------------------------------|-------------------------|--------------|-------------------------|--------|
|                                                             | No. of shares           | Amount       | No. of shares           | Amount |
| Fully paid up Equity Share capital (Face Value of ₹ 5 each) | <b>17,19,99,229</b>     | <b>8,600</b> | <b>17,19,99,229</b>     | 8,600  |
| Forfeited Share capital -Amount paid up                     |                         | <b>3</b>     |                         | 3      |
| <b>Total Equity Share Capital</b>                           | <b>17,19,99,229</b>     | <b>8,603</b> | <b>17,19,99,229</b>     | 8,603  |

There has been no movement in the Share Capital during the year.

**a) Reconciliation of number of shares outstanding**

| Particulars                              | As at<br>March 31, 2025 |              | As at<br>March 31, 2024 |        |
|------------------------------------------|-------------------------|--------------|-------------------------|--------|
|                                          | No. of shares           | Amount       | No. of shares           | Amount |
| Outstanding at the beginning of the year | <b>17,19,99,229</b>     | <b>8,603</b> | 17,19,99,229            | 8,603  |
| Issued / Forfeited during the year       | -                       | -            | -                       | -      |
| Outstanding at the end of the year       | <b>17,19,99,229</b>     | <b>8,603</b> | 17,19,99,229            | 8,603  |

**b) Details of shareholders holding more than 5% shares in the company**

| Particulars                                            | As at<br>March 31, 2025 |             | As at<br>March 31, 2024 |           |
|--------------------------------------------------------|-------------------------|-------------|-------------------------|-----------|
|                                                        | No. of shares           | Holding %   | No. of shares           | Holding % |
| <b>Fully paid equity shares</b>                        |                         |             |                         |           |
| M/s. SIDD Life Sciences Private Limited                | <b>6,58,46,053</b>      | <b>38.3</b> | 6,58,46,053             | 38.3      |
| M/s. Tamilnadu Industrial Development Corporation Ltd. | <b>1,12,12,500</b>      | <b>6.5</b>  | 1,12,12,500             | 6.5       |

**c) Details of shareholders holding by Promoters**

| Particulars                                                  | As at<br>March 31, 2025 |              | As at<br>March 31, 2024 |           |
|--------------------------------------------------------------|-------------------------|--------------|-------------------------|-----------|
|                                                              | No. of shares           | Holding %    | No. of shares           | Holding % |
| <b>Fully paid equity shares</b>                              |                         |              |                         |           |
| M/s. SIDD Life Sciences Private Limited                      | <b>6,58,46,053</b>      | <b>38.28</b> | 6,58,46,053             | 38.28     |
| M/s. Tamilnadu Industrial Development Corporation Limited    | <b>1,12,12,500</b>      | <b>6.52</b>  | 1,12,12,500             | 6.52      |
| M/s. Ranford Investments Limited                             | <b>85,050</b>           | <b>0.05</b>  | 85,050                  | 0.05      |
| Mr. Ashwin C Muthiah *                                       | <b>13,648</b>           | <b>0.01</b>  | 13,648                  | 0.01      |
| M/s. Southern Petrochemical Industries Corporation limited * | <b>10,000</b>           | <b>0.01</b>  | 10,000                  | 0.01      |
| <b>Total</b>                                                 | <b>7,71,67,251</b>      | <b>44.86</b> | 7,71,67,251             | 44.86     |

There has been no change in the Promoters shareholding during the current and previous year

\* Shareholding percentage is less than 0.01%

**d) Terms / rights attached to equity shares**

The company has only one class of shares referred to as equity shares having a Face value of ₹ 5. In the event of repayment of Share Capital, the same will be in proportion to the number of equity shares held. Each fully paid up equity share holders is entitled to one vote per share held.

**16. Long-Term Lease Liabilities**

[₹ in lakh]

| Particulars                                | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------|-------------------------|-------------------------|
| Operating Lease Liabilities (Ind As 116) * | 7,503                   | 7,479                   |
| <b>Total Non-Current Provisions</b>        | <b>7,503</b>            | <b>7,479</b>            |

\* Refer note no.: 56

**17. Long-Term Borrowings**

| Particulars                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------|-------------------------|-------------------------|
| <b>Secured - at amortised cost</b> |                         |                         |
| Term Loan                          | 1,900                   | -                       |
| <b>Total Long-Term Borrowings</b>  | <b>1,900</b>            | <b>-</b>                |

The Holding Company has sanctioned with term loan of ₹ 50 crore from bank and out of which the Holding Company has availed ₹ 20 crore in tranches during the financial year 2024-25. The term loan is repayable in 20 quarterly installments and the first installment being due in March 2026. The term loan is secured by way of first charge on movable fixed assets of plant 2 (excluding vehicles) and second pari-passu charge on entire current assets (excluding current investments).

**18. Other Financial Liabilities**

| Particulars                                                  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------------------------|-------------------------|-------------------------|
| <b>Deposits</b>                                              |                         |                         |
| Dues to Related Parties<br>(Tamilnadu Petroproducts Limited) | 57                      | 69                      |
| <b>Total Other Financial Liabilities</b>                     | <b>57</b>               | <b>69</b>               |

**19. Non-Current Provisions**

| Particulars                         | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------|-------------------------|-------------------------|
| <b>Employee Benefits</b>            |                         |                         |
| Post employment benefits            | 19                      | 237                     |
| Compensated absences                | 60                      | 115                     |
| <b>Total Non-Current Provisions</b> | <b>79</b>               | <b>352</b>              |

**20. Deferred Tax Liability (Net)**

| Particulars                                                                      | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Tax Effect of Items Constituting Liabilities</b>                              |                         |                         |
| Property, Plant & Equipment<br>(Difference between book balance and tax balance) | 1,452                   | 1,339                   |
| Deferred Tax of Subsidiaries                                                     | 81                      | 94                      |
| <b>Tax Effect of Items Constituting Assets</b>                                   |                         |                         |
| Provision for Lease Assets / (Liability) - Ind AS 116                            | (620)                   | (515)                   |
| Provision for doubtful debts / advances                                          | (7)                     | (7)                     |
| Provisions Disallowed u/s. 43B of Income Tax Act, 1961                           | (627)                   | (596)                   |
| Mutual fund fair value income                                                    | (104)                   | 3                       |
| Provisions for Compensated absences, Gratuity and<br>Other employee benefits     | (61)                    | (112)                   |
| <b>Net Deferred Tax Liabilities</b>                                              | <b>114</b>              | <b>206</b>              |

**21. Other Non-Current Liabilities**

[₹ in lakh]

| Particulars                                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------------------------------------------|-------------------------|-------------------------|
| <b>Unsecured</b>                                   |                         |                         |
| Deposits                                           | 23                      | 38                      |
| Deferred Income                                    | 233                     | 250                     |
| Non- Current Liability - Ind AS 109                | 12                      | -                       |
| <b>Other Non-Current Liabilities</b>               | <b>268</b>              | <b>289</b>              |
| <b>The deposits have been classified as under:</b> |                         |                         |
| As Non-Current Liabilities                         | 23                      | 38                      |
| As Current Liabilities                             | 15                      | 15                      |
| <b>Total Deposits</b>                              | <b>38</b>               | <b>54</b>               |
| <b>Interest free deposit movement:</b>             |                         |                         |
| Opening Deposit Balance                            | 54                      | 69                      |
| Less: Deposit refunded during the year             | 15                      | 15                      |
| <b>Closing Balance</b>                             | <b>38</b>               | <b>54</b>               |

The above deposits represent the amounts received from two entities towards use of treated effluent pipeline as per the agreement entered into with them. These deposits are interest free and are adjustable in fifteen equal annual installments commencing from April 2012.

**The Deferred Income have been classified as under:**

| Particulars                    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------|-------------------------|-------------------------|
| As Non-Current Deferred Income | 233                     | 250                     |
| As Current Deferred Income     | 17                      | 17                      |
| <b>Total Deferred Income</b>   | <b>250</b>              | <b>267</b>              |

The above Deferred Income was received as subsidy from Ozone Cell, Ministry of Environment and Forests, Government of India for phasing out of HCFC and the same has been considered for Deferred Income as per Ind AS 20: Accounting for Government Grants and Disclosure of Government Assistance. The current portion of the above said subsidy is shown under Other Current Liabilities in Note: 26

**22. Current Borrowings**

|                                            | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------|-------------------------|-------------------------|
| <b>Secured - at amortised cost</b>         |                         |                         |
| <b>From Banks:</b>                         |                         |                         |
| Current Maturities of Long Term Borrowings | 100                     | -                       |
| Working Capital Loan                       | 100                     | -                       |
| Bill Discounted                            | 520                     | 648                     |
| Cash Credit                                | 1,922                   | 1,582                   |
| <b>Total current borrowings</b>            | <b>2,642</b>            | <b>2,229</b>            |

Cash Credit from banks, which is repayable on demand, is secured by hypothecation of inventories, book debts and other receivables, both present and future, and by way of a second charge on the Company's immovable properties.

**23. Short-Term Lease Liabilities**

|                                                | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------|-------------------------|-------------------------|
| Operating Lease Liabilities (Ind AS 116) *     | 869                     | 597                     |
| <b>Total Non-Current Financial Liabilities</b> | <b>869</b>              | <b>597</b>              |

\* Refer note no.: 56

**24. Trade Payables**

[₹ in lakh]

| Particulars                        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------|-------------------------|-------------------------|
| <b>Trade Payables</b>              |                         |                         |
| Due to Micro and Small Enterprises | 235                     | 197                     |
| Due to Related Parties             | 1,098                   | 1,350                   |
| Due to Others                      | 8,583                   | 4,477                   |
| <b>Total Trade Payables</b>        | <b>9,916</b>            | <b>6,024</b>            |

Trade payables are dues in respect of goods purchased or services received in the normal course of business.

|                                                    |              |              |
|----------------------------------------------------|--------------|--------------|
| (i) Undisputed Dues to Micro and Small enterprises |              |              |
| Not Due                                            | 235          | 194          |
| Due for Less than 6 months*                        | 0            | 3            |
| (ii) Undisputed Dues to Others                     |              |              |
| Not Due                                            | 3,710        | 4,748        |
| Due for Less than 6 months                         | 5,969        | 1,077        |
| Due for More than 6 months but less than 1 year    | 2            | 1            |
| Due for More than 1 year but less than 2 year*     | 0            | 1            |
| Due for More than 2 year but less than 3 year*     | 0            | 0            |
| Due for More than 3 years                          |              | 0            |
| (iii) Disputed Trade Payables considered good      | -            | -            |
| (iv) Disputed Trade Payables considered doubtful   | -            | -            |
| <b>Total Trade Payables</b>                        | <b>9,916</b> | <b>6,024</b> |

\* Less than 1 lakh

**25. Other Financial Liabilities**

| Particulars                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------|-------------------------|-------------------------|
| Unpaid dividend                          | 384                     | 415                     |
| Contractually reimbursable expenses      | 365                     | 318                     |
| Capital Creditors                        | 805                     | 209                     |
| Provisions for Unspent CSR               | 549                     | 801                     |
| <b>Total Other Financial Liabilities</b> | <b>2,103</b>            | <b>1,743</b>            |

**26. Other Current Liabilities**

| Particulars                                                                                             | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Statutory remittances (Contributions to PF and ESIC, Withholding taxes, GST, ED, VAT, Service Tax, etc) | 251                     | 210                     |
| Deposits                                                                                                | 15                      | 15                      |
| Deferred Income                                                                                         | 17                      | 17                      |
| Customer Advances                                                                                       | 264                     | 317                     |
| Other Current Liabilities*                                                                              | 1,709                   | 1,707                   |
| <b>Total Other Current Liabilities</b>                                                                  | <b>2,256</b>            | <b>2,266</b>            |

\* Other Current Liabilities include the following provision of

- ₹ 1237 Lakh (Previous year ₹ 1237 Lakh) relating to dispute in rate of customs duty for one of the imported raw materials, contested by the Company before the appropriate forum.
- ₹ 472 Lakh (Previous year ₹ 470 Lakh) has been provided for renewable power obligation as per the TNERC/ CERC guidelines. Further, the Company has purchased REC certificates for a value of ₹ 6 lakhs in the previous year

**27. Current Provisions**

[₹ in lakh]

| Particulars                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------|-------------------------|-------------------------|
| <b>Employee benefits</b>        |                         |                         |
| Gratuity                        | 152                     | 78                      |
| Compensated absences            | 10                      | 15                      |
| <b>Others</b>                   |                         |                         |
| Provision for wage arrears *    | 1,056                   | 935                     |
| Other Provisions #              | 1,344                   | 1,165                   |
| <b>Total Current Provisions</b> | <b>2,562</b>            | <b>2,193</b>            |

**\* Provision for wage arrears**

In 2004, a claim was made against the Company by its workmen, demanding wage revision for the years from 2001 to 2004. This matter was adjudicated by the Industrial Tribunal on October 23, 2008, which was challenged by the Company in the Supreme Court. In October 2015, the employees' union filed an Interim Application (IA) No. 12 of 2015 in the Supreme court. Upon hearing both sides, the Supreme court gave directions to withdraw the SLP and approach the High Court. Accordingly a fresh application has been filed in the Madras High Court which is pending.

In the meantime based on the Management's efforts most of the workmen have opted for out of court settlement to whom payments were made and adjusted against the earlier provisions. The provision carried is in respect of the remaining workmen, who have not yet come forward for out of court settlement and would be subject to the final outcome of the case. The management is confident that the provision carried in the books of accounts would be adequate to meet the expected liabilities.

Subsequently, Rs. 34.51 lakhs [previous year ₹ 13 lakhs] has been paid to Joint Commissioner of Labour- II for appeal under Payment of Wages Act, 1936.

**The movement in the provision for wage arrears is given below:**

| Particulars                           | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------|-------------------------|-------------------------|
| Balance at the beginning of the year  | 935                     | 809                     |
| Charge for the year                   | 152                     | 139                     |
| Payments made during the year         | (32)                    | (13)                    |
| <b>Balance at the end of the year</b> | <b>1,056</b>            | <b>935</b>              |

# Other Provisions include ₹ 1083 Lakh (Previous Year Rs. 1083 Lakh) relating to claim by an erstwhile customer being contested by the Company in the City Civil Court, Mumbai.

**28. Current Tax Liabilities (Net)**

| Particulars                                   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------------------|-------------------------|-------------------------|
| Provision for Income Tax (Net of Advance Tax) | 537                     | 1,220                   |
| <b>Total Current Tax Liabilities (Net)</b>    | <b>537</b>              | <b>1,220</b>            |

**29. Revenue from Operations**

[₹ in lakh]

| Particulars                          | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|--------------------------------------|--------------------------------------|--------------------------------------|
| <b>Sale of Products</b>              |                                      |                                      |
| Finished Goods                       | 89,418                               | 102,824                              |
| <b>Traded Goods</b>                  | 24                                   | -                                    |
| <b>Sale of Services</b>              |                                      |                                      |
| Sale of Services                     | -                                    | 311                                  |
| <b>Other Operating Income</b>        |                                      |                                      |
| Scrap Sales                          | 270                                  | 101                                  |
| <b>Total Revenue from Operations</b> | <b>89,712</b>                        | <b>103,235</b>                       |

**Details of Sales (Net):**

|                                 |               |                |
|---------------------------------|---------------|----------------|
| <b>Manufactured Goods:</b>      |               |                |
| Propylene Oxide                 | 954           | 1,217          |
| Propylene Glycol                | 30,486        | 28,181         |
| Polyol                          | 14,607        | 36,798         |
| Others                          | 44,429        | 37,621         |
| <b>Total Manufactured Goods</b> | <b>90,476</b> | <b>103,816</b> |
| Less: Trade Discounts           | 1,058         | 993            |
| <b>Total Sale of Products</b>   | <b>89,418</b> | <b>102,824</b> |

**30. Other Income**

| Particulars                                                                                      | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>a) Interest income</b>                                                                        |                         |                         |
| On Bank deposits (at amortised cost)                                                             | 1,871                   | 2,250                   |
| From Customers and Others                                                                        | 75                      | 164                     |
| <b>b) Dividend income</b>                                                                        |                         |                         |
| Dividends from Shares or Mutual Funds                                                            | 0                       | 17                      |
| <b>c) Profit on sale of Investments</b>                                                          | <b>18</b>               | <b>-</b>                |
| <b>d) Other non-operating income<br/>(net of expenses directly attributable to such income)"</b> |                         |                         |
| Insurance claims received                                                                        | -                       | 23                      |
| Provisions no longer required written back                                                       | -                       | 238                     |
| Recovery from Debtors                                                                            | 137                     | -                       |
| Duty Drawback                                                                                    | 13                      | 20                      |
| Profit on sale of Asset                                                                          | 3                       | -                       |
| Miscellaneous Income                                                                             | 334                     | 204                     |
| <b>Total Other Income</b>                                                                        | <b>2,451</b>            | <b>2,916</b>            |

**31. Cost of materials consumed**

[₹ in lakh]

| Particulars                       | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|-----------------------------------|--------------------------------------|--------------------------------------|
| Opening Stock                     | 3,623                                | 4,392                                |
| Add: Purchases                    | 66,557                               | 71,495                               |
| Less: Closing Stock               | 4,985                                | 3,623                                |
| <b>Cost of materials consumed</b> | <b>65,195</b>                        | <b>72,263</b>                        |

**32. Changes in inventories of finished goods and work-in-progress**

| Particulars                                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------------------|-------------------------|-------------------------|
| <b>Inventories at the end of the year</b>       |                         |                         |
| Finished Goods                                  | 14,025                  | 6,783                   |
| Work-in-process                                 | 218                     | 193                     |
|                                                 | <b>14,243</b>           | <b>6,976</b>            |
| <b>Inventories at the beginning of the year</b> |                         |                         |
| Finished Goods                                  | 6,783                   | 5,805                   |
| Work-in-process                                 | 193                     | 358                     |
|                                                 | <b>6,976</b>            | <b>6,163</b>            |
| <b>Net Decrease / (Increase) in Inventories</b> | <b>(7,267)</b>          | <b>(813)</b>            |

**33. Employee Benefits Expense**

| Particulars                                                       | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-------------------------------------------------------------------|-------------------------|-------------------------|
| Salaries and Wages *                                              | 5,856                   | 5,712                   |
| Directors Remuneration                                            | 636                     | 875                     |
| Contribution to provident and other funds                         | 164                     | 153                     |
| Gratuity expense                                                  | 8                       | 36                      |
| Post-Employment benefits                                          | 1                       | 59                      |
| Staff welfare expenses                                            | 799                     | 942                     |
| <b>Employee Benefits Expenses (Gross)</b>                         | <b>7,464</b>            | <b>7,776</b>            |
| (Add) / Less: Remeasurement Cost of net defined employee benefits | 17                      | 34                      |
| <b>Total Employee Benefits Expenses</b>                           | <b>7,447</b>            | <b>7,742</b>            |

\* Salaries and Wages include ₹ 184 lakh (Previous Year ₹ 169 lakh) towards R &amp; D Expenses

**34. Finance Costs**

|                                        | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------|--------------------------------------|--------------------------------------|
| Finance Cost on Lease under Ind AS 116 | 770                                  | 759                                  |
| Interest on working capital borrowings | 161                                  | 86                                   |
| Other Finance cost                     | 114                                  | 115                                  |
| <b>Total Finance Costs</b>             | <b>1,045</b>                         | <b>960</b>                           |

**35. Depreciation and Amortisation Expenses**

[₹ in lakh]

| Particulars                                                                       | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|-----------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| Depreciation of property, plant and equipment pertaining to continuing operations | 1,988                                | 1,866                                |
| Amortization Expenses                                                             | 11                                   | -                                    |
| Depreciation on Leased Assets under Ind AS 116                                    | 710                                  | 666                                  |
| <b>Total Depreciation Expenses</b>                                                | <b>2,709</b>                         | <b>2,532</b>                         |

**36. Utility Expenses**

| Particulars                                  | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------------|--------------------------------------|--------------------------------------|
| Power                                        | 2,731                                | 3,385                                |
| Fuel                                         | 6,070                                | 6,226                                |
| Water                                        | 949                                  | 969                                  |
| <b>Total Power, Fuel &amp; Water Expense</b> | <b>9,750</b>                         | <b>10,579</b>                        |

**37. Other Expenses**

| Particulars                                                        | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|--------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| a) Consumption of Stores and Spares                                | 440                                  | 533                                  |
| b) Repairs and Maintenance                                         |                                      |                                      |
| Building                                                           | 119                                  | 231                                  |
| Plant and machinery                                                | 1,791                                | 1,730                                |
| Information Technology                                             | 73                                   | 76                                   |
| Others                                                             | 367                                  | 258                                  |
| c) Legal and Professional                                          | 1,372                                | 964                                  |
| d) Directors sitting fees and Remuneration                         | 42                                   | 45                                   |
| e) Expenditure on Corporate Social responsibility                  | 386                                  | 574                                  |
| f) Loss on Property, Plant and Equipment sold/scrapped/written off | 18                                   | 225                                  |
| g) Provision for Bad and Doubtful Debts                            | 8                                    | 165                                  |
| h) <u>Payments to Statutory auditors:</u>                          |                                      |                                      |
| For Statutory Audit                                                | 15                                   | 15                                   |
| For Tax Audit                                                      | 3                                    | 3                                    |
| For Other services                                                 | 7                                    | 9                                    |
| Reimbursement of expenses                                          | 0                                    | 1                                    |
| i) Rent or Storage expenses                                        | 240                                  | 115                                  |
| j) Insurance                                                       | 775                                  | 668                                  |
| k) Rates & Taxes                                                   | 367                                  | 412                                  |
| l) Agency Commission                                               | 204                                  | 287                                  |
| m) Freight Outward                                                 | 1,372                                | 1,312                                |
| n) Security Expenses                                               | 220                                  | 227                                  |
| o) Net foreign exchange losses                                     | 103                                  | 254                                  |
| p) Miscellaneous Expenses                                          | 836                                  | 896                                  |
| <b>Total Other Expenses</b>                                        | <b>8,758</b>                         | <b>8,999</b>                         |

The above Other Expenses include R&D spend aggregating to ₹ 189 lakh (Previous Year ₹ 108 lakh) under various items comprised therein.

**38. Income Tax recognised in Statement of Profit and Loss**

[₹ in lakh]

| Particulars                | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------|--------------------------------------|--------------------------------------|
| <b>Current Tax</b>         |                                      |                                      |
| In respect of current year | 1,377                                | 1,307                                |
| In respect of prior year   | 5                                    | 13                                   |
| <b>Deferred Tax</b>        |                                      |                                      |
| In respect of current year | (108)                                | 94                                   |
| <b>Total Tax Expenses</b>  | <b>1,274</b>                         | <b>1,414</b>                         |

**Reconciliation of Effective Tax Rate FY 2024-25:**

| Particulars                                        | Income       | Tax Amount   |
|----------------------------------------------------|--------------|--------------|
| <b>Income as per Profit and Loss</b>               | <b>(993)</b> | <b>(250)</b> |
| Expenditure not allowed in Income Tax              | 1,190        | 299          |
| Expenditure allowed- Temporary differences allowed | (249)        | (63)         |
| <b>Exempted Income</b>                             | <b>52</b>    | <b>13</b>    |
| <b>Tax Expense relating to Holding Company</b>     | <b>-</b>     | <b>-</b>     |
| <b>Tax Expense relating to Subsidiaries</b>        |              | <b>1,377</b> |
| <b>Total Tax Expenses of the Group</b>             |              | <b>1,377</b> |

**Reconciliation of Effective Tax Rate FY 2023-24:**

| Particulars                                        | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|----------------------------------------------------|--------------------------------------|--------------------------------------|
| Income as per Profit and Loss                      | (792)                                | (200)                                |
| Expenditure not allowed in Income Tax              | 1,155                                | 300                                  |
| Expenditure allowed- Temporary differences allowed | (101)                                | (30)                                 |
| Exempted Income                                    | (37)                                 | (10)                                 |
| <b>Tax Expense relating to Holding Company</b>     | <b>225</b>                           | <b>60</b>                            |
| <b>Tax Expense relating to Subsidiaries</b>        |                                      | <b>1,247</b>                         |
| <b>Total Tax Expenses of the Group</b>             |                                      | <b>1,307</b>                         |

**39. Earnings Per Share (EPS)**

| Particulars                                                                                          | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>The following reflects the profit and shares related data used in the Basic EPS computations:</b> |                                      |                                      |
| Profit for the period                                                                                | 2,931                                | 1,921                                |
| No. of Shares used in computing earnings per share                                                   | 17,19,99,229                         | 17,19,99,229                         |
| Earnings Per Share - Basic and Diluted (in Rupees)                                                   | 1.70                                 | 1.12                                 |
| Face Value Per share (in Rupees)                                                                     | 5.00                                 | 5.00                                 |

**40. Exceptional Items:**

- During the current financial year, the company has provided for an amount of ₹ 279 lakhs towards the diminution in the value of certain finished goods and ₹ 42 lakhs towards the anticipated deductions from the insurance claim for the damaged inventories
- During the previous financial year, the company has provided for the Unspent Corporate Social Responsibility (CSR) obligations for the earlier years amounting to ₹ 554 lakhs (already funded to the designated bank account as per CSR Rules) and the same has been shown as exceptional items for the previous year.

#### 41. Segment Reporting (IND AS 108):

The Group is exclusively engaged in the business of Manufacture and sale of Petrochemical products primarily in India. As per Ind AS 108 "Operating Segments" specified under Section 133 of the Companies Act, 2013, there are no reportable operational or geographical segments applicable to the Company. However, entity wide disclosure of Revenue from External Customers is provided:

[₹ in lakh]

| Geographical Area     | For the year ended<br>March 31, 2025 | For the year ended<br>March 31, 2024 |
|-----------------------|--------------------------------------|--------------------------------------|
| India                 | 65,097                               | 79,613                               |
| European Union and UK | 24,615                               | 23,208                               |
| Rest of the World     | -                                    | 414                                  |

#### 42. Contingent Liabilities and Commitments (to the extent not provided for) (IND AS 37)

##### i) Contingent Liabilities

##### a) Claims against the Company not acknowledged as debt:

| Nature of the Dues | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------|-------------------------|-------------------------|
| Claim from TNPCB   | 200                     | 200                     |

During the year 2019-20, the Company has received a demand from Tamilnadu Pollution Control Board (TNPCB) seeking payment of Rs. 200 lakh as interim environmental compensation for causing damages to the environment pursuant to order of National Green Tribunal (NGT). Further the NGT has directed to identify the industries that are causing pollution and collect the environmental compensation. In the opinion of the Company the PCB has made the demand without following the above direction. The company has filed its submissions denying liability mentioned in demand notice and is awaiting the response from TNPCB.

##### b) Other money for which the Company is contingently liable:

| Nature of the Dues    | Forum before which the dispute is pending       | Period to which it relates | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------|-------------------------------------------------|----------------------------|-------------------------|-------------------------|
| Excise Duty           | High Court of Madras                            | 2007-08                    | -                       | 53                      |
| Goods and Service Tax | Dy. Commissioner - Appeals                      | 2018-19                    | 20                      | -                       |
|                       | Dy. Commissioner - Appeals                      | 2020-21                    | 10                      | -                       |
|                       | <b>Disputed Excise &amp; Service Tax Demand</b> |                            | <b>30</b>               | <b>53</b>               |
|                       | Sales Tax Tribunal under Sales Tax Act          | 2000-01                    | 11                      | 11                      |
|                       | Appellate Deputy Commissioner (CT)              | 2008-09                    | 6                       | 6                       |
|                       | High Court of Madras                            | Various Years              | 11                      | 11                      |
|                       | <b>Disputed Sales Tax Demand</b>                |                            | <b>28</b>               | <b>28</b>               |

| Nature of the Dues | Forum before which the dispute is pending  | Assessment Year | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------|--------------------------------------------|-----------------|-------------------------|-------------------------|
| Income Tax         | Commissioner of Income Tax (A) (NFAC)      | 2008-09         | 518                     | 518                     |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2009-10         | 3                       | 3                       |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2010-11         | 177                     | 177                     |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2012-13         | 477                     | 477                     |
|                    | Income Tax Appellate Tribunal              | 2013-14         | 29                      | 29                      |
|                    | Income Tax Appellate Tribunal              | 2014-15         | 78                      | 78                      |
|                    | Income Tax Appellate Tribunal              | 2015-16         | 108                     | 108                     |
|                    | Assistant Commissioner of Income Tax (LTU) | 2015-16         | 40                      | 40                      |
|                    | Income Tax Appellate Tribunal              | 2016-17         | 232                     | 232                     |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2017-18         | 42                      | 42                      |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2018-19         | 254                     | 254                     |
|                    | Commissioner of Income Tax (A) (NFAC)      | 2020-21         | 35                      | 35                      |
|                    | Assessing Officer *                        | 2022-23         | 4                       | 5,884                   |
|                    | <b>Disputed Income Tax Demand **</b>       |                 | <b>1,997</b>            | <b>7,877</b>            |
|                    | <b>Grand Total</b>                         |                 | <b>2,055</b>            | <b>7,958</b>            |

\*Against the above demands, the Company has not paid any amount during the year. The demand liability pertaining to previous financial year has been rectified by the authority.

The above amounts are based on the notices of demand or the assessment orders or notifications by the relevant authorities, as the case may be, and the Company is contesting these claims with the respective authorities. Outflows, if any, arising out of these claims would depend on the outcome of the decisions of the appellate authorities and the Company's rights for future appeals before the Judiciary. No reimbursements are expected

\*\*Includes ₹ 1,432 lakhs [Previous year ₹ 1,272 lakhs] of refund due to the Company adjusted against disputed Income Tax demands by the Income Tax Department and the disputed demands are being contested by the Company before the appropriate forum. Based on the Legal advice received by the Company and merits of the cases, the Company is expecting favourable orders.

**ii) Commitments**

[₹ in lakh]

| Particulars                                                               | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---------------------------------------------------------------------------|-------------------------|-------------------------|
| Estimated amount of contracts remaining to be executed (net of advances): | 21,474                  | 14,353                  |
| Investment Commitment - Group Captive Power                               | -                       | 276                     |
| Bank Guarantees                                                           | 776                     | 439                     |
| Letter of Credits                                                         | 1,474                   | -                       |
| <b>Total Commitments</b>                                                  | <b>23,724</b>           | <b>15,069</b>           |

**43. Payable to MSME**

|     | Particulars                                                                                                                                                                                                                                                                                                                  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| (a) | The principal amount remaining unpaid to any supplier at the end of each accounting year *                                                                                                                                                                                                                                   | 451                     | 293                     |
| (b) | The interest payable thereon on (a)                                                                                                                                                                                                                                                                                          | -                       | -                       |
| (c) | The amount of interest paid by the buyer along with the amount of the payment made to the supplier beyond the due date during each accounting year                                                                                                                                                                           | -                       | -                       |
| (d) | The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006                                                            | -                       | -                       |
| (e) | The amount of interest accrued and remaining unpaid at the end of each accounting year                                                                                                                                                                                                                                       | -                       | -                       |
| (f) | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006 | -                       | -                       |

\* includes amount payable to capital creditors (Micro and Small enterprises)

**44. Employee Benefits (Ind AS 19):**

**Defined contribution plans**

The Company makes Provident fund and Pension (Funded) contributions to defined contribution plans for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised ₹ 152 lakhs (year ended 31 March, 2024 - ₹ 146 lakh) for Provident Fund contributions and ₹ 1 lakh (year ended 31 March, 2024 - ₹ 59 lakh) for Pension (Funded) Fund contributions in the Statement of Profit and Loss. The contributions payable by the Company to these plans are at the rates specified in the rules of the schemes.

**Defined benefit plans**

The Company offers the following employee benefit schemes to its employees:

- Gratuity (included as part of gratuity expense as per Note 33 : Employee benefits expense).
- Post-employment benefits (included as part of Post-employment benefits as per Note 33 : Employee benefits expense)
- Compensated absences (included as a part of contribution to Provident & other funds as per Note 33 : Employee benefits) expense).

### Gratuity- Plant 1:

Gratuity payable to employees is based on the employees' service and last drawn salary at the time of leaving the services of the Company and is in accordance with the rules applicable for payment of Gratuity.

### Inherent Risk:

The Plan is Defined Benefit in nature, administered by a Trust which is sponsored by the Company and hence it underwrites all the risks pertaining to the Plan. In particular, this exposes the Company to actuarial risk such as adverse salary growth, change in demographic experience, inadequate return on underlying Plan assets. This may result in an increase in cost of providing these benefits to its employees in future. Since these benefits are lumpsum in nature, the Plan is not subject to any longevity risk.

### Gratuity- Plant 2:

The Gratuity Fund relating to Plant -II is being maintained with Life Insurance Corporation of India and the Company contributes to the fund based on the valuation by LIC.

### Pension

The Company considers Pension for its employees at Plant 1, in accordance with the Rules of the Company.

**Principal actuarial assumptions used to determine the present value of the defined benefit obligation are as follows:**

[₹ in lakh]

| Assumptions                                                     | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|-----------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                                                 | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Discount Rate (%)                                               | 6.84%                   | 7.20%                   | 6.84%                   | 7.15%                   |
| Expected rate of salary increase (%)                            | 5.00%                   | 5.00%                   | 5.00%                   | 5.00%                   |
| Attrition Rate (%)                                              | 3.00%                   | 3.00%                   | 3.00%                   | 3.00%                   |
| Weighted Average Duration of Defined Benefit Obligation (Years) | 2.38                    | 6.00                    | 10.00                   | 6.00                    |

### Net Employee benefit expense recognized in the employee cost in Total Comprehensive Income

| Particulars                                                    | Pension (Funded)                          |                                           | Gratuity (Funded)                         |                                           |
|----------------------------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                                                | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 |
| <b>Expense recognised in Statement of Profit or Loss</b>       |                                           |                                           |                                           |                                           |
| Current service cost                                           | 1                                         | 1                                         | 38                                        | 39                                        |
| Past service cost                                              | -                                         | -                                         | -                                         | -                                         |
| Interest cost on benefit obligation                            | 12                                        | 12                                        | 40                                        | 43                                        |
| Expected return on plan assets                                 | (12)                                      | (13)                                      | (42)                                      | (48)                                      |
| <b>Sub Total</b>                                               | <b>1</b>                                  | <b>(1)</b>                                | <b>36</b>                                 | <b>34</b>                                 |
| <b>Recognised in Other Comprehensive Income</b>                |                                           |                                           |                                           |                                           |
| Net actuarial (gain)/loss recognized in the year               |                                           |                                           |                                           |                                           |
| i. Demographic Assumptions on obligation                       |                                           | -                                         |                                           |                                           |
| ii. Financial Assumptions on obligation                        | 3                                         | 3                                         | 11                                        | 10                                        |
| iii. Experience Adjustments on obligation                      | (33)                                      | (8)                                       | 58                                        | 70                                        |
| iv. Actual Return on Plan Assets Less Interest on Plan Assets" | 7                                         | 11                                        | (69)                                      | (63)                                      |
| <b>Sub Total</b>                                               | <b>(23)</b>                               | <b>6</b>                                  | <b>-</b>                                  | <b>17</b>                                 |
| <b>Net benefit expense</b>                                     | <b>(22)</b>                               | <b>5</b>                                  | <b>36</b>                                 | <b>51</b>                                 |

**Balance Sheet**

[₹ in lakh]

| Particulars                                                          | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|----------------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                                                      | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| <b>Benefit asset / liability</b>                                     |                         |                         |                         |                         |
| Present value of defined benefit obligation                          | <b>90</b>               | 167                     | <b>645</b>              | 629                     |
| Fair value of plan assets                                            | <b>130</b>              | 198                     | <b>573</b>              | 646                     |
| <b>Assets / (Liability) recognized in the balance sheet</b>          | <b>40</b>               | 31                      | <b>(71)</b>             | 17                      |
| <b>Change in the present value of the defined benefit obligation</b> |                         |                         |                         |                         |
| Opening defined benefit obligation                                   | <b>168</b>              | 162                     | <b>629</b>              | 582                     |
| Benefits paid                                                        | <b>(84)</b>             | (3)                     | <b>(131)</b>            | (115)                   |
| <b>Expenses Recognised in Statement of Profit and Loss Account</b>   |                         |                         |                         |                         |
| Current service cost                                                 | <b>1</b>                | 1                       | <b>38</b>               | 39                      |
| Interest cost on benefit obligation                                  | <b>12</b>               | 12                      | <b>40</b>               | 43                      |
| Recognised in Other Comprehensive Income                             |                         | 6                       |                         | 16                      |
| Actuarial (gain)/loss on obligation                                  | <b>(7)</b>              | (11)                    | <b>69</b>               | 63                      |
| <b>Closing defined benefit obligation</b>                            | <b>90</b>               | 167                     | <b>645</b>              | 629                     |

**Movement in the fair value of plan assets**

| Particulars                                           | Pension (Funded)                          |                                           | Gratuity (Funded)                         |                                           |
|-------------------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                                       | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 |
| <b>Opening fair value of plan assets</b>              | <b>198</b>                                | 179                                       | <b>646</b>                                | 650                                       |
| Contributions by employer                             | <b>11</b>                                 | 20                                        | <b>17</b>                                 | -                                         |
| Contributions transfer in                             | -                                         | -                                         | -                                         | -                                         |
| Benefits paid                                         | <b>(84)</b>                               | (3)                                       | <b>(131)</b>                              | (115)                                     |
| <b>Expenses Recognised in Profit and Loss Account</b> |                                           |                                           |                                           |                                           |
| Expected return                                       | <b>12</b>                                 | 13                                        | <b>42</b>                                 | 48                                        |
| <b>Recognised in Other Comprehensive Income</b>       |                                           |                                           |                                           |                                           |
| Actuarial (gain) / loss on plan assets                | <b>(7)</b>                                | (11)                                      | <b>(1)</b>                                | (63)                                      |
| <b>Closing fair value of plan assets</b>              | <b>130</b>                                | 198                                       | <b>573</b>                                | 646                                       |

**Percentage allocation of plan assets by category:**

| Particulars                  | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| High quality corporate bonds | -                       | -                       | <b>79%</b>              | 94%                     |
| Bank Balance                 | <b>68%</b>              | 56%                     | <b>21%</b>              | 6%                      |
| Funds managed by Insurer     | -                       | -                       | -                       | -                       |
| Other Investments            | <b>32%</b>              | 44%                     | -                       | -                       |
| <b>Total</b>                 | <b>100%</b>             | 100%                    | <b>100%</b>             | 100%                    |

**Maturity Profile of the DBO and Expected Cash flows in the following period:**

[₹ in lakh]

| Particulars           | Pension (Funded)        |                         | Gratuity (Funded)       |                         |
|-----------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                       | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Within next 12 Months | 2                       | 88                      | 76                      | 68                      |
| Between 1 and 5 years | 122                     | 22                      | 329                     | 406                     |
| 5 years and above     | 62                      | 216                     | 243                     | 639                     |

**Sensitivity Analysis**

Below is the sensitivity analysis determined for significant actuarial assumptions for the determination of defined benefit obligations and based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period while holding all other assumptions constant.

**Pension (Funded)**

| Particulars                                  | Increase                                  |                                           | Decrease                                  |                                           |
|----------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                              | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 |
| Impact of the change in discount rate - 5%   | (2)                                       | 9                                         | 3                                         | (11)                                      |
| Impact of the change in salary increase - 1% | 0                                         | (1)                                       | 0                                         | 1                                         |
| Impact of the change in Mortality - 5%       | -                                         | 0                                         | 0                                         | (0)                                       |

**Gratuity**

| Particulars                                    | Increase                                  |                                           | Decrease                                  |                                           |
|------------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|
|                                                | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 | For the<br>Period Ended<br>March 31, 2025 | For the<br>Period Ended<br>March 31, 2024 |
| Impact of the change in discount rate - 0.5%   | 36                                        | 18                                        | 37                                        | (19)                                      |
| Impact of the change in salary increase - 0.5% | 38                                        | (20)                                      | (34)                                      | 19                                        |
| Impact of the change in Mortality - 5%         | 1                                         | 0                                         | (2)                                       | (0)                                       |

The composition of investments in the fair value of plan assets relating to gratuity as given above is relating to employees of Plant -I only. The Gratuity fund relating to Plant - II is being maintained with Life Insurance Corporation of India (LIC) and as per the information provided by LIC the total fair value of plan assets and present value of obligations as on March 31, 2025 were ₹ 43 lakh and ₹ 130 lakh respectively. [March 31, 2024- ₹45 lakh and ₹ 123 lakh]

**45. Related Party Disclosures (Ind AS 24):**
**a) Related Parties with whom there were transactions during the year:**

| Name of the Related Party                             | Relationship                                                                                        |
|-------------------------------------------------------|-----------------------------------------------------------------------------------------------------|
| SIDD Life Sciences Private Limited                    | Investment Company / Venturer Company                                                               |
| Southern Petrochemical Industries Corporation Limited | Associate Company having significant Influence                                                      |
| Tamilnadu Industrial Development Corporation Limited  | Associate Company having significant Influence                                                      |
| Tamilnadu Petroproducts Limited                       | Joint Venture of the entity to which the company is an Associate                                    |
| CNGSN & Associates LLP                                | Firm in which a relative of director is a partner (till 12.08.2024)                                 |
| MPL Employees Superannuation Trust                    | Post Employment Benefit Plan Entity                                                                 |
| MPL Employees Gratuity Fund Trust                     | Post Employment Benefit Plan Entity                                                                 |
| AM Foundation                                         | Private Company in which a relative of director is having significant influence - w.e.f. 01.04.2022 |

| Name of the Related Party                       | Relationship                                                                                                       |
|-------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|
| Amworth Investment Management UK Limited        | Related Party of Subsidiary Company                                                                                |
| Wilson International Trading Pte Limited        | Related Party of Subsidiary Company                                                                                |
| Mr. Ashwin C Muthiah                            | Non-Executive, Non Independent Director of the Company                                                             |
| Mr. Mark Humphries                              | Executive, Non Independent Director of the Company                                                                 |
| Mr. C M Bowry                                   | Executive, Non Independent Director of the Company                                                                 |
| Mr. G Nagarajan                                 | Managing Director of the Subsidiary                                                                                |
| Ms. Sashikala Srikanth                          | Non-Executive, Independent Director of the Company until 12.08.2024                                                |
| Mr. G Chellakrishna                             | Non-Executive, Independent Director of the Company until 12.08.2024                                                |
| Lt. Col. (Retd.) Chatapuram Swaminathan Shankar | Non-Executive, Independent Director of the Company                                                                 |
| Mr. Govindarajan Dattatreya Sharma              | Non-Executive, Independent Director of the Company                                                                 |
| Mr. Thanjavur Kanakaraj Arun                    | Non-Executive, Independent Director of the Company                                                                 |
| Mr. N Sundaradevan, IAS (Retd.)                 | Non-Executive, Independent Director of the Company                                                                 |
| Mr. Muthukrishnan Ravi                          | Director of Subsidiary Company                                                                                     |
| Ms. Devaki Muthia Chardon                       | Non-Executive, Non Independent Director of the Company                                                             |
| Mr. Hugo Patrica Michel Chardon                 | Non-Executive, Non Independent Director of the Company w.e.f 05.02.2025                                            |
| Mrs. Latha Ramanathan                           | Non-Executive, Independent Director of the Company w.e.f. 05.08.2024                                               |
| Mr. Gopala Rammohan Sridhar                     | Whole-Time Director (Operations) w.e.f. 13.05.2024, from 01.02.2025-Whole-Time Director (Head of Plant Operations) |
| Mr. Niranjhan Madras Srinivasan                 | Non-Executive, Independent Director of the Company                                                                 |
| Mr. Tobias Tasche                               | CEO of the Subsidiary - w.e.f. 24.07.2023                                                                          |
| Mr. M Karthikeyan                               | Whole-Time Director upto 27.05.2023                                                                                |
| Mr. R Chandrasekar                              | Managing Director & CEO-MPL Group - w.e.f. 01.02.2025, till 31.01.2025, Managing Director                          |
| Mr. R Swaminathan                               | Company Secretary - upto 06.02.2025                                                                                |
| Mrs. K Lalitha                                  | Chief Financial Officer - w.e.f. 13.05.2024                                                                        |
| Mr. G Sri Vignesh                               | Company Secretary - w.e.f. 07.02.2025                                                                              |

**b) Transactions with Investing Company, Associate Companies and Other Related parties during the Year:**

[₹ in lakh]

| Sl. No.  | Particulars                                           | Year ended<br>March 31, 2025 | Year ended<br>March 31, 2024 |
|----------|-------------------------------------------------------|------------------------------|------------------------------|
| <b>1</b> | <b>Dividend paid:</b>                                 |                              |                              |
|          | SIDD Life Sciences Private Limited                    | 494                          | 494                          |
|          | Tamilnadu Industrial Development Corporation Limited  | 84                           | 84                           |
|          | Southern Petrochemical Industries Corporation Limited | 0                            | 0                            |
| <b>2</b> | <b>Purchase of Goods:</b>                             |                              |                              |
|          | Tamilnadu Petroproducts Limited                       | 11,747                       | 17,197                       |
|          | Wilson International Trading Pte Limited              | 3,349                        | -                            |
| <b>3</b> | <b>Purchase of Services:</b>                          |                              |                              |
|          | Tamilnadu Petroproducts Limited                       | 1                            | -                            |
|          | CNGSN & Associates LLP                                | 3                            | 6                            |
|          | Southern Petrochemical Industries Corporation Limited | 0                            | 3                            |
|          | AM Foundation                                         | 6                            | 6                            |

[₹ in lakh]

| Sl. No.   | Particulars                                                                | Year ended<br>March 31, 2025 | Year ended<br>March 31, 2024 |
|-----------|----------------------------------------------------------------------------|------------------------------|------------------------------|
|           | Amworth Investment Management UK Limited                                   | 602                          | 192                          |
|           | Wilson International Trading Private Limited                               | 40                           | 25                           |
|           | Bowry Services Limited                                                     | 27                           | 20                           |
| <b>4</b>  | <b>Donations</b>                                                           |                              |                              |
|           | AM Foundation                                                              | 7                            | 13                           |
| <b>5</b>  | <b>Rendering of services</b>                                               |                              |                              |
|           | Tamilnadu Petroproducts Limited                                            | 78                           | 38                           |
| <b>6</b>  | <b>Sale of Goods/Assets:</b>                                               |                              |                              |
|           | Tamilnadu Petroproducts Limited                                            | 6,053                        | 8,742                        |
|           | Southern Petrochemical Industries Corporation Limited                      | 1                            | 2                            |
|           | Mr. Muthukrishnan Ravi                                                     | 3                            | -                            |
| <b>7</b>  | <b>Contributions to Post employment benefit plan trust:</b>                |                              |                              |
|           | MPL Employees Superannuation Trust                                         | 35                           | 20                           |
| <b>8</b>  | <b>Remuneration to Directors and KMPs - Short-term Employee benefits *</b> | 808                          | 1,472                        |
| <b>9</b>  | <b>Sitting Fees Paid to Directors</b>                                      | 39                           | 45                           |
| <b>10</b> | <b>Reimbursement of expenses</b>                                           |                              |                              |
|           | Mr. Ashwin C Muthiah                                                       | -                            | 24                           |
|           | Mr. Muthukrishnan Ravi*                                                    | -                            | 38                           |

\* During the previous year erstwhile Managing Director is not in receipt of any remuneration from the holding company but in respect of his service would be eligible for post retirement benefits as per the applicable law and service rules of the holding company and accrued. The above details of remunerations to Whole Time Director, Chief Financial Officer, Company Secretary and sitting fees to other Non-Executive Directors does not include Post Retirement Benefits.

**c) Outstanding Balances:**

| Sl No    | Particulars                              | Year ended<br>March 31, 2025 | Year ended<br>March 31, 2024 |
|----------|------------------------------------------|------------------------------|------------------------------|
| <b>1</b> | <b>Trade Payables</b>                    |                              |                              |
|          | Tamilnadu Petroproducts Limited          | 992                          | 1,350                        |
|          | Bowry Services Limited                   |                              | 3                            |
| <b>2</b> | <b>Other Payables</b>                    |                              |                              |
|          | Tamilnadu Petroproducts Limited          | 77                           | 102                          |
|          | Amworth Investment Management UK Limited | 166                          |                              |
| <b>3</b> | <b>Remuneration Payable</b>              |                              |                              |
|          | Mr. G Nagarajan                          | -                            | 21                           |
| <b>4</b> | <b>Trade Receivables</b>                 |                              |                              |
|          | Tamilnadu Petroproducts Limited          | 30                           | 70                           |

**46 Operating Leases (Ind AS 116):**

**Bulk storage facility at Ennore Port (Holding Company) -**

The lease is for a period of 15 years from 1<sup>st</sup> April, 2014 . In the event of premature termination of this agreement prior to the expiry of fifteen year firm period, the Company is liable to make payment of termination compensation as per terms of agreement. The lease agreement provides for an increase in the lease payments by 3% every year.

**Corporate Office premises (Holding Company)**

The lease has been renewed for a period of 9 years from 1<sup>st</sup> November 2023. The lease agreement provides for an increase in the lease payments by 15% every 3 years.

**Plant-2 land (Holding Company)-**

The revised lease rent has been considered as basis for adopting Ind AS 116 “Leases” with effective from 01.04.2021. Accordingly, the Right of Use Asset value and corresponding lease liability based on the above have been arrived at ₹ 3,323 Lakhs and recognised in the books of accounts. Adjustments, if any necessitated by the actual terms of the renewal would be made to these in due course, on receipt of the same from the Government’

#### Lease of land (Holding Company)-

During the year, the Holding Company has entered into a long term lease agreement for a period of 93 years, for a plot of land at Saykha Village (Gujarat), and IND AS 116 has been adopted for the lease from the date of acquisition.

#### Lease of land and building (Subsidiary Company)-

During the year, one of the subsidiary companies has entered into a long term lease agreement upto January 2028, for a plot of land and building at Oragadam (Tamil Nadu), and IND AS 116 has been adopted for the lease from the date of acquisition. The lease agreement provides for an increase in the lease payments by 5% every year.

[₹ in lakh]

| Sl. No. | Particulars                                                                                            | 2024-25 | 2023-24 |
|---------|--------------------------------------------------------------------------------------------------------|---------|---------|
| (a)     | Weighted average lessee's incremental borrowing rate                                                   | 10.00%  | 10.00%  |
| (b)     | Depreciation charge for the year                                                                       |         |         |
|         | - Land                                                                                                 | 162     | 140     |
|         | - Buildings                                                                                            | 274     | 254     |
|         | - Plant and Machinery                                                                                  | 274     | 272     |
| (c)     | Interest expense on lease liabilities                                                                  | 770     | 759     |
| (d)     | Total cash outflow for Operating leases                                                                | 3,606   | 1,121   |
| (e)     | Additions to right-of-use assets                                                                       |         |         |
|         | - Land                                                                                                 | 3,041   | 431     |
|         | - Buildings                                                                                            | -       | 551     |
|         | - Plant and Machinery                                                                                  | -       | -       |
| (f)     | Carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset |         |         |
|         | - Land                                                                                                 | 6,241   | 3,362   |
|         | - Buildings                                                                                            | 958     | 1,201   |
|         | - Plant and Machinery                                                                                  | 1,084   | 1,359   |
| (g)     | Payment towards short-term lease expenses                                                              | 110     | -       |

#### 47. Corporate Social Responsibility

As per Section 135 of the Companies Act 2013, the Company needs to spend 2% of its average net profits of the immediately preceding three financial years on corporate social responsibility (CSR) activities. The Company has incurred CSR expenditure on activities specified in Schedule VII of the Companies Act, 2013 as below:

- Details of the CSR spent or unspent for the financial year.

|   | Particulars                                                            | 2024-25 | 2023-24 |
|---|------------------------------------------------------------------------|---------|---------|
| 1 | Gross amount required to be spent                                      | 386     | 574     |
| 2 | Total Amount Spent for the Financial Year from FY 2021-22 shortfall    | 32      | 61      |
| 3 | Total Amount Spent for the Financial Year from FY 2022-23 shortfall    | 241     | 151     |
| 4 | Total Amount Spent for the Financial Year from FY 2023-24 shortfall    | 197     | -       |
| 5 | Total Amount Spent for the Financial Year from current year obligation | 169     | 114     |
| 6 | Total Amount unspent for the financial year 2024-25                    | 217     | NA      |
| 7 | Total Amount unspent for the financial year 2023-24                    | 263     | 460     |
| 8 | Total Amount unspent for the financial year 2022-23                    | 68      | 309     |
| 9 | Total Amount unspent for the financial year 2021-22                    | 0       | 32      |

- Amount spent during the year on:

|   | Particulars                                | 2024-25 | 2023-24 |
|---|--------------------------------------------|---------|---------|
| 1 | Construction / acquisition of any property | 68      | 79      |
| 2 | On purpose other than above                | 373     | 248     |

The total CSR spent during the year was ₹ 638 Lakhs out of which ₹ 470 Lakhs has been used from the unspent accounts of the previous years and ₹ 169 Lakhs has been spent from the current year's CSR account. The total CSR obligation for the year is ₹ 386 Lakhs and the unspent CSR for the year is ₹ 549 Lakhs. The Unspent amount is pertaining to the pending projects which has been transferred to designated account. The Expenditure during the year was towards Primary Health care centre, Drinking water and Sanitation in schools, Plantation of trees and Samplings.

**48. Research and Development expenditure incurred during the year is given below**

[₹ in lakh]

|   | Particulars                                              | 2024-25 | 2023-24 |
|---|----------------------------------------------------------|---------|---------|
| 1 | Revenue Expenditure                                      | 358     | 292     |
| 2 | Capital Expenditure (including capital work-in-progress) | -       | 28      |

**49. Distribution Made and Proposed (Ind AS 1):**

[₹ in lakh]

| Particulars                                                                                                   | 2024-25      | 2023-24      |
|---------------------------------------------------------------------------------------------------------------|--------------|--------------|
| <b>Cash dividends on equity shares declared and paid:</b>                                                     |              |              |
| Final dividend for the year ended on March 31, 2024: ₹ 0.75 per share<br>(March 31 2023: ₹ 0.75 per share)    | 1,290        | 1,290        |
| <b>Total Distribution made</b>                                                                                | <b>1,290</b> | <b>1,290</b> |
| <b>Proposed Dividend on Equity Shares</b>                                                                     |              |              |
| Proposed dividend for the year ended on March 31, 2025: ₹ 0.50 per share<br>(March 31 2024: ₹ 0.75 per share) | 860          | 1,290        |
| <b>Total Dividend Proposed</b>                                                                                | <b>860</b>   | <b>1,290</b> |

Proposed dividend on equity shares is subject to approval at the ensuing annual general meeting and not recognised as a liability as at March 31, 2025

**50. Capital Management (Ind AS 1)**

The objective of the Group capital management structure is to ensure sufficient liquidity to support its business and provide adequate return to shareholders. Management monitors the long term cash flow requirements including externally imposed capital requirements of the business in order to assess the requirement for changes to the capital structure to meet the said objective. As part of this monitoring, the management considers the cost of capital and the risks associated with each class of capital and makes adjustments to the capital structure, where appropriate, in light of changes in economic conditions and the risk characteristics of the underlying assets. The funding requirement is met through a combination of equity, internal accruals, borrowings or undertake other restructuring activities as appropriate.

No changes were made in the objectives, policies or processes during the year ended 31 March 2025.

**The Group's capital and net debt were made up as follows:**

| Particulars                                             | March 31, 2025 | March 31, 2024 |
|---------------------------------------------------------|----------------|----------------|
| Net debt (Long term debt less Cash and Cash equivalent) | -              | -              |
| Total equity                                            | 109,445        | 106,170        |

*Since the Company's cash and cash equivalents exceed its outstanding borrowings, the net debt has been presented as NIL.*

**51. Financial Risk Management Objectives and Policies (IND AS 107):**

**Financial Risk Management Framework**

Group principal financial liabilities comprise borrowings, trade payables and Other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include Investments, Trade receivables, loans, cash and bank balances and other financial assets.

**Risk Exposures and Responses**

The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors reviews policies for managing each of these risks, which are summarised below.

**i. Market Risk**

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, commodity prices, equity prices and other

market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and borrowing.

#### Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

The Company's exposure to interest rate risk relates primarily to interest bearing financial liabilities. Interest rate risk is managed by the company on an on-going basis with the primary objective of limiting the extent to which interest expense could be affected by an adverse movement in interest rates.

#### Sensitivity Analysis

An increase/decrease of 100 basis points in interest rate at the end of the reporting period for the variable financial instruments would (decrease)/increase profit after taxation for the year by the amounts shown below. This analysis assumes all other variables remain constant.

[₹ in lakh]

| Particulars                               | Profit / (Loss) after taxation |                |
|-------------------------------------------|--------------------------------|----------------|
|                                           | March 31, 2025                 | March 31, 2024 |
| <b>Financial Liabilities – Borrowings</b> |                                |                |
| +1% (100 basis points)                    | 97                             | 77             |
| -1% (100 basis points)                    | (97)                           | (77)           |
| <b>Financial Assets – Loans</b>           |                                |                |
| +1% (100 basis points)                    | 0                              | 0              |
| -1% (100 basis points)                    | (0)                            | (0)            |

There are no hedging instruments to mitigate this risk.

#### Foreign Currency Risk

Foreign currency risk is the risk of impact related to fair value or future cash flows of an exposure in foreign currency, which fluctuate due to changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the, raw materials and consumables, capital expenditure, exports of Polyols and the Company's net investments in foreign subsidiaries. When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged item, the Company evaluates exchange rate exposure arising from foreign currency transactions. The Company follows established forex risk management policies and standard operating procedures. It uses derivative instruments forwards contract to hedge exposure to foreign currency risk.

#### Company's Total Foreign currency exposure:

| Particulars       | Currency | March 31, 2025 |                            |        |
|-------------------|----------|----------------|----------------------------|--------|
|                   |          | Exchange Rate  | Amount in Foreign Currency | Amount |
| Trade Payables    | USD      | 85.5814        | 26,99,023                  | 2,310  |
|                   | GBP      | 110.7389       | 16,34,629                  | 1,810  |
| Trade Receivables | USD      | 85.5814        | 1,325                      | 1      |
|                   | GBP      | 110.7389       | 43,12,154                  | 4,775  |
|                   |          | March 31, 2024 |                            |        |
| Trade Payables    | USD      | 83.3739        | 13,56,901                  | 1,131  |
|                   | GBP      | 105.2935       | 2,14,343                   | 226    |
| Trade Receivables | USD      | 83.3739        | 3,27,112                   | 273    |
|                   | GBP      | 105.2935       | 5,65,570                   | 596    |

**Group's Unhedged Foreign currency exposure:**

| Particulars       | Currency | March 31, 2025 |                            |        |
|-------------------|----------|----------------|----------------------------|--------|
|                   |          | Exchange Rate  | Amount in Foreign Currency | Amount |
| Trade Payables    | USD      | 85.5814        | 9,18,503                   | 786    |
|                   | GBP      | 110.7389       | 16,34,629                  | 1,810  |
| Trade Receivables | USD      | 85.5814        | 1,325                      | 1      |
|                   | GBP      | 110.7389       | 43,12,154                  | 4,775  |
|                   |          | March 31, 2024 |                            |        |
| Trade Payables    | USD      | 83.3739        | 3,64,293                   | 304    |
|                   | GBP      | 105.2935       | 2,14,343                   | 226    |
| Trade Receivables | USD      | 83.3739        | 3,27,112                   | 273    |
|                   | GBP      | 105.2935       | 5,65,570                   | 596    |

**Sensitivity**

If foreign currency rates had moved as illustrated in the table below, with all other variables held constant, currency fluctuations on unhedged foreign currency denominated financial instruments, post tax profit would have been affected as follows:

| Particulars             | Profit / (Loss) after taxation |                |
|-------------------------|--------------------------------|----------------|
|                         | March 31, 2025                 | March 31, 2024 |
| INR/USD- increase by 5% | (29)                           | (1)            |
| INR/USD- decrease by 5% | 29                             | 1              |
| INR/GBP- increase by 5% | 111                            | 14             |
| INR/GBP- decrease by 5% | (111)                          | (14)           |

**Commodity Risk**

The Company mainly sources its materials domestically and the exports are not substantial, there has been no major commodity price risks faced. Accordingly, there has been no commodity hedging activities undertaken by the Company. As regards the Foreign exchange risks, the Company takes forward contracts based on the exposure and extant market conditions and details of hedging are available in the financial statements.

**ii. Credit risk management**

Credit risk arises when a customer or counterparty does not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing/ investing activities, including deposits with banks, mutual fund investments, foreign exchange transactions and financial guarantees.

**Trade Receivables**

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation credit limit of each customer is defined.

Total Trade receivable as on March 31, 2025 is ₹ 11,695 Lakhs (March 31, 2024 ₹ 12,102 Lakh)

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default in payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

Expected credit losses for the trade receivables credit impaired amounting to ₹ 531 Lakh (March 31, 2024 ₹ 506 Lakh)

**Cash and Cash Equivalents and Bank Deposits:**

Credit risk on cash and cash equivalents and balances with Banks is considered to be minimal as the counterparties are all substantial banks and Corporates with high credit ratings. The Directors are unaware of any factors affecting the recoverability of outstanding balances at 31 March 2025.

**iii. Liquidity risk**

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and

marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the remaining contractual maturities of financial liabilities and investments at the reporting date based on contractual undiscounted payments.

[₹ in lakh]

| Particulars                              | At March 31, 2025 |              |              |               |
|------------------------------------------|-------------------|--------------|--------------|---------------|
|                                          | Up to 1 year      | 1 to 2 years | 2 to 5 years | Total         |
| Cash Credits and Bills Discounted        | 2,642             | 450          | 1,450        | 4,542         |
| Trade and other payables                 | 16,838            | -            | 69           | 16,906        |
| Operating Lease Liabilities (Ind As 116) | 869               | 933          | 2,034        | 3,837         |
| <b>Total</b>                             | <b>20,349</b>     | <b>1,383</b> | <b>3,553</b> | <b>25,285</b> |

| Particulars                              | At March 31, 2024 |              |              |               |
|------------------------------------------|-------------------|--------------|--------------|---------------|
|                                          | Up to 1 year      | 1 to 2 years | 2 to 5 years | Total         |
| Cash Credits and Bills Discounted        | 2,229             | -            | -            | 2,229         |
| Trade and other payables                 | 12,226            | -            | 69           | 12,295        |
| Operating Lease Liabilities (Ind As 116) | 597               | 676          | 2,137        | 3,410         |
| <b>Total</b>                             | <b>15,053</b>     | <b>676</b>   | <b>2,206</b> | <b>17,935</b> |

**52. A) Classification of Financial Assets and Liabilities (IND AS 107):**

[₹ in lakh]

| Particulars                                          | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|------------------------------------------------------|-------------------------|-------------------------|
| <b>Financial assets</b>                              |                         |                         |
| <b>Fair Value through Other Comprehensive Income</b> |                         |                         |
| Equity Shares                                        | 1,505                   | 361                     |
| <b>Amortised Cost</b>                                |                         |                         |
| Trade receivables                                    | 11,695                  | 12,102                  |
| Loans                                                | 34                      | 31                      |
| Cash and cash equivalents                            | 18,987                  | 36,385                  |
| Bank Balances                                        | 14,292                  | 5,857                   |
| Other Financial Assets                               | 2,755                   | 1,341                   |
| <b>Total</b>                                         | <b>49,267</b>           | <b>58,594</b>           |
| <b>Financial liabilities</b>                         |                         |                         |
| <b>Amortised Cost</b>                                |                         |                         |
| Borrowings                                           | 4,542                   | 2,229                   |
| Trade payables                                       | 9,916                   | 6,024                   |
| Other Financial Liabilities                          | 2,160                   | 1,812                   |
| Operating Lease Liabilities (Ind As 116)             | 8,372                   | 8,076                   |
| <b>Total</b>                                         | <b>24,990</b>           | <b>18,141</b>           |

**B) Fair value measurements (Ind AS 113):**

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The Company has established the following fair value hierarchy that categorises the values into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

Level 1: This hierarchy uses quoted (unadjusted) prices in active markets for identical assets or liabilities. The fair value of all shares which are traded in the stock exchanges is valued using the closing price or dealer quotations as at the reporting date.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on company specific estimates. The mutual fund units are valued using the closing Net Asset Value. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

| Particulars                                                              | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--------------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Financial Assets at fair value through Profit or Loss</b>             |                         |                         |
| Investments- Level-1                                                     | -                       | 2,517                   |
| <b>Financial Assets at fair value through other comprehensive income</b> |                         |                         |
| Investments in Listed Equity Shares- Level-1                             | 2                       | 4                       |
| Investments in unlisted Equity Shares- Level-2                           | 1,502                   | 357                     |

#### Valuation Techniques used to determine the fair value

The significant inputs used in the fair value measurement categorized within the fair value hierarchy are as shown below:

| Nature of Financial Instrument        | Valuation Technique | Remarks                                                                                             |
|---------------------------------------|---------------------|-----------------------------------------------------------------------------------------------------|
| Investments in listed equity shares   | Market Value        | Closing price as at 31 <sup>st</sup> March in Stock Exchange                                        |
| Investments in unlisted equity shares | Market Approach     | Based on information provided and considering the availability of information in the public domain. |

#### 53. Additional information on Consolidated Net Assets, Share of Profit or Loss, Other Comprehensive Income and Total Comprehensive Income as required under Schedule III to the Companies Act, 2013 [₹ in lakh]

| Name of the Entity in the Group                           | Net Assets*                     |                | Share of Profit or Loss             |                | Share in OCI #                      |                | Share in TCI @                      |                |
|-----------------------------------------------------------|---------------------------------|----------------|-------------------------------------|----------------|-------------------------------------|----------------|-------------------------------------|----------------|
|                                                           | As % of consolidated net assets | Amount in lakh | As % of consolidated Profit or Loss | Amount in lakh | As % of consolidated Profit or Loss | Amount in lakh | As % of consolidated Profit or Loss | Amount in lakh |
| Parent<br>Manali Petrochemicals Limited                   | 83.81                           | 91,727         | (98.49)                             | (2,887)        | 100.00                              | 1,636          | (27.40)                             | (1,251)        |
| Subsidiary<br>– Foreign                                   |                                 |                |                                     |                |                                     |                |                                     |                |
| 1. AMCHEM Speciality Chemicals Private Limited, Singapore | 6.73                            | 7,362          | 57.64                               | 1,689          | 0.00                                | -              | 37.00                               | 1,689          |
| 2. Notedome Limited                                       | 3.90                            | 4,274          | 60.45                               | 1,772          | 0.00                                | -              | 38.80                               | 1,772          |
| 3. Notedome Europe GmbH                                   | (0.00)                          | (3)            | (0.03)                              | (1)            | 0.00                                | -              | (0.02)                              | (1)            |
| 4. Penn White Limited                                     | 5.58                            | 6,108          | 84.30                               | 2,471          | 0.00                                | -              | 54.11                               | 2,471          |
| 5. Penn White India Private Limited                       | (0.02)                          | (22)           | (3.84)                              | (113)          | 0.00                                | -              | (2.47)                              | (113)          |
| - Domestic                                                |                                 |                |                                     |                |                                     |                |                                     |                |
| 6. Manali Speciality Private Limited                      | (0.00)                          | (1)            | (0.03)                              | (1)            | 0.00                                | -              | (0.02)                              | (1)            |
| <b>Total</b>                                              | <b>100.00</b>                   | <b>109,445</b> | <b>100.00</b>                       | <b>2,931</b>   | <b>100.00</b>                       | <b>1,636</b>   | <b>100.00</b>                       | <b>4,567</b>   |

\* Total Assets - Total Liabilities

# Other comprehensive Income

@ Total comprehensive Income

#### 54. Business Combination (IND AS 103):

Manali Petrochemicals Limited (MPL) Group has acquired 100% equity of Penn Globe Limited on 30.11.2022 for a consideration of ₹ 24,605 Lakhs and Penn Globe Limited and its subsidiaries Penn White Limited and Pennwhite Print Solutions have become 100% subsidiaries of MPL w.e.f 30.11.2022. The consideration for the business acquisition includes contingent consideration of GBP 1.5 million (₹ 1,528 Lakhs) payable to sellers by the Group upon achieving certain financial conditions as per Share Purchase Agreement executed with Sellers by the group on 30<sup>th</sup> November 2022.

During the Current Financial Year, tax related and other payments amounting USD 5,32,953, has been made by AMCHEM, towards its, obligation as an additional consideration and investment, to erstwhile shareholders of PGL, in terms of the SPA conditions, and accordingly corresponding adjustment have been made to the carrying value of Goodwill in the Consolidated Financial Statements.

The fair value of recognised amounts of identifiable assets acquired and liabilities assumed:

| Sl. No.  | Particulars                                                         | 2024-25       | 2023-24       |
|----------|---------------------------------------------------------------------|---------------|---------------|
| <b>A</b> | <b>Total Consideration for Business Acquisition</b>                 | <b>23,585</b> | <b>23,194</b> |
| <b>B</b> | <b>Total net identifiable Assets (Liabilities) (Fair Value)</b>     |               |               |
| i)       | Cash and Bank Balances                                              | 251           | 251           |
| ii)      | Inventories                                                         | 2,567         | 2,567         |
| iii)     | Trade Debtors                                                       | 2,863         | 2,863         |
| iv)      | Other Assets                                                        | 3,182         | 3,182         |
| v)       | Less: Creditors and Liabilities assumed                             | (2,820)       | (2,820)       |
| <b>C</b> | <b>Goodwill or Capital Reserve on Acquisition of Business (A-B)</b> | <b>17,542</b> | <b>17,151</b> |

#### 55. Additional regulatory Information required under Schedule III of Companies Act, 2013

##### (i) Details of Benami property held

No proceedings have been initiated on or are pending against the Holding Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

##### (ii) Borrowing secured against current assets

The Group has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Holding Company with banks and financial institutions are in agreement with the books of accounts.

##### (iii) Wilful defaulter:

The Group has not been declared as Wilful defaulter by any bank or financial institution or government or any government authority.

##### (iv) Registration of charges:

The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

##### (v) Compliance with number of layers of companies

The Group has complied with the number of layers prescribed under the Companies Act, 2013.

##### (vi) Compliance with approved scheme(s) of arrangements

The group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

##### (vii) Utilization of borrowed funds and share premium

During the year, except investment of ₹ 28,819 lakhs in the wholly owned subsidiary, the Holding 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 persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries. The Holding 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 group shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(viii) **Undisclosed income**

There is no income surrendered or disclosed as income during the current or previous financial year in the tax assessments under the Income Tax Act, 1961, and hence requirement to record in the books of accounts does not arise.

(ix) **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.

(x) **Valuation of PP&E, intangible asset and investment property**

The Group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous financial year.

(xi) **Relationship with struck off companies**

The Group has transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956 and below are the disclosure of dealings with struck off companies and its outstanding balances as at 31<sup>st</sup> March.

[₹ in lakh]

| Name of the struck off company      | Nature of transactions with struck off company | Relationship with the struck off company | Balance outstanding |                  |
|-------------------------------------|------------------------------------------------|------------------------------------------|---------------------|------------------|
|                                     |                                                |                                          | As at 31.03.2025    | As at 31.03.2024 |
| J N Securities Pvt Limited *        | Shares held                                    | Shareholder, Not related                 | 0.00                | 0.00             |
| Kothari Intergroup Ltd. *           | Shares held                                    | Shareholder, Not related                 | 0.00                | 0.00             |
| Maineni Securities Limited          | Shares held                                    | Shareholder, Not related                 | 0.06                | 0.06             |
| Rahan Finance & Leasing (P) Ltd     | Shares held                                    | Shareholder, Not related                 | 0.02                | 0.02             |
| Vaishak Shares Limited *            | Shares held                                    | Shareholder, Not related                 | 0.00                | 0.00             |
| Kadsan Securities Pvt. Ltd.         | Shares held                                    | Shareholder, Not related                 | 0.04                | 0.04             |
| K V Development & Investment Co P L | Payment of Dividend                            | Shareholder, Not related                 | -                   | 0.08             |
| J N Securities Pvt Limited *        | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Kothari Intergroup Ltd. *           | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Maineni Securities Limited          | Payment of Dividend                            | Shareholder, Not related                 | 0.01                | 0.01             |
| Rahan Finance & Leasing (P) Ltd *   | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Vaishak Shares Limited *            | Payment of Dividend                            | Shareholder, Not related                 | 0.00                | 0.00             |
| Harita Finance Limited              | Payment of Dividend                            | Shareholder, Not related                 | -                   | 0.01             |
| Kadsan Securities Pvt. Ltd.         | Payment of Dividend                            | Shareholder, Not related                 | 0.01                | -                |

\* Outstanding balance is less than ₹1000/-

(xii) **Ratio Analysis and its elements**

| Sl. No. | Particulars                                                                                                                                                                      |       | 31-Mar-25 | 31-Mar-24 | % Change | Reason for variance                                             |
|---------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----------|-----------|----------|-----------------------------------------------------------------|
| 1       | Current ratio = Current Assets / Current Liabilities                                                                                                                             | Times | 3.31      | 4.31      | -23%     |                                                                 |
| 2       | Debt- Equity Ratio = Total Debt / Shareholder's Equity                                                                                                                           | Times | 0.04      | 0.02      | 98%      | Due to availment of term loan during the current financial year |
| 3       | Debt Service Coverage ratio = Earnings for debt service = Net profit after taxes + Non-cash operating expenses / Debt service = Interest & Lease Payments + Principal Repayments | Times | 1.81      | 1.70      | 7%       |                                                                 |

| Sl. No. | Particulars                                                                                                                                     |       | 31-Mar-25 | 31-Mar-24 | % Change | Reason for variance                                                        |
|---------|-------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----------|-----------|----------|----------------------------------------------------------------------------|
| 4       | Return on Equity ratio = Net Profits after taxes – Preference Dividend / Shareholder's Equity                                                   | %     | 2.68%     | 1.81%     | 48%      | Due to increase in Net profit in the current financial year                |
| 5       | Inventory Turnover ratio = Cost of goods sold / Average Inventory                                                                               | %     | 4.45      | 7.55      | -41%     | Due to increase in inventory levels in the current financial year          |
| 6       | Trade Receivable Turnover Ratio = Net credit sales = Gross credit sales - sales return / Average Trade Receivable                               | Times | 7.54      | 7.37      | 2%       |                                                                            |
| 7       | Trade Payable Turnover Ratio = Net credit purchases = Gross credit purchases - purchase return / Average Trade Payables                         | Times | 19.18     | 29.77     | -36%     | Due to better credit terms for trade payable in the current financial year |
| 8       | Net Capital Turnover Ratio = Net sales = Total sales - sales return / Working capital = Current assets – Current liabilities                    | Times | 1.86      | 1.92      | -3%      |                                                                            |
| 9       | Net Profit ratio = Net Profit / Net sales = Total sales - sales return                                                                          | %     | 3.27%     | 1.86%     | 76%      | Due to increase in profitability during the year                           |
| 10      | Return on Capital Employed = Earnings before interest and taxes / Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability " | %     | 4.67%     | 4.23%     | 10%      |                                                                            |
| 11      | Return on Investment = Interest (Finance Income) / Investment                                                                                   | %     | 9%        | 7%        | 29%      | Due to increase in profitability during the year                           |

#### 56. Note on Leasehold Land

The period of lease relating to the leasehold land expired on June 30, 2017 for which request for renewal for a further period of 30 years has been filed by the Company with Government of Tamil Nadu, which is under process. Pending renewal, lease rent has been paid till 30<sup>th</sup> June 2025 and has been accepted and encashed by the authorities. The Management is confident that renewal of the lease will be granted as requested, as the land has been put to use for the specific purpose for which it has been allotted and hence no adjustments for impact of non-renewal, (which however is unascertainable at this point in time), are necessary in the Consolidated Financial Statements.

The Company has adopted Ind AS 116 "Leases" with effective from 01.04.2021 considering that the lease would be renewed and lease rent obligations as per the demand notices received. Accordingly, the Right of Use Asset value and corresponding lease liability are recognised in the books of accounts. Adjustments, if any necessitated by the actual terms of the renewal would be made in due course, on receipt of the same from the Government. The Auditors have included an Emphasis of Matter on the same in their Audit Report.

#### 57. Note on Cyclone Flood Claim

The manufacturing plants of the Company have been affected by the floods (Cyclone Michaung) in the month of December 2023 caused temporary disruptions to the plant operations including certain damage. The company resumed plant operations in a phased manner during December 2023 and entire plant operations started in January 2024 after carrying out repairs. The Company has assessed the damages to the Property, Plant & Equipment (PPE) and Inventories for which claims have been lodged with the insurer which is currently under evaluation. Pending determination of the eventual damage as adjusted for salvages, the PPE are continued to be carried at book values and further the cost incurred towards repairs and reinstatement of assets, derecognition of affected assets and differential value of inventories on disposal amounting to ₹ 1,871 lakh is carried as Insurance receivable (net of interim claim received amount ₹ 300 lakhs), in view of which the impact on the Consolidated Financial Statements is unascertainable, accordingly no adjustments have been made in the Consolidated Financial Statements in this regard.

The Auditors have included an Emphasis of Matter on the same in their Audit Report.

## 58. Update on subsidiary

### a) Penn Globe Limited / Penn White Limited, UK:

- (i) During the earlier year, as per the Share Purchase Agreement, part of the purchase consideration has been determined during the year ended 31.12.2023 as GBP 67,330 (₹ 68 Lakhs) as against the performance consideration reckoned at the time of acquisition. Hence the corresponding adjustments resulting from the reduction in the purchase consideration have been made to the carrying value of Goodwill in the Consolidated financial statements in the previous year. Refer Note no.: 3D.
- (ii) During the previous year, as part of Group's restructuring plan, the trade assets and liabilities of Pennwhite Print Solutions Limited (PPSL) as at 31.03.2023 were transferred to Penn-White Limited (PWL) and the directors of Pennwhite Print Solutions have made application on 07.07.2023 for voluntary strike-off of the subsidiary with statutory authorities in UK and subsequently the company is dissolved on 03.10.2023. This business restructuring plan does not have any impact on the group financial position.
- (iii) As part of MPL Group's restructuring plan, the entire shares of Penn White Limited, UK (PWL) held by Penn Globe Limited, UK (PGL) has been transferred to AMCHEM Specialty Chemicals Private Limited, Singapore (AMCHEM, SG) effective 17<sup>th</sup> January 2024. Consequently, PWL has become a direct subsidiary of AMCHEM, SG. Further, on 29<sup>th</sup> January 2024 a voluntary strike-off application was filed by Penn Globe Limited, UK with Competent Authorities seeking their approval and it was dissolved on 23.04.2024. This business restructuring plan does not have any impact on the group financial position.

### b) AMCHEM Specialty Chemicals UK Limited (AMCHEM UK):

During the earlier Financial Year, AMCHEM Specialty Chemicals UK Limited had filed an application for strike-off with statutory authorities in the UK. Consequently, the net assets of AMCHEM UK have been transferred to AMCHEM Specialty Chemicals Private Limited, Singapore (AMCHEM SG). Pursuant to this, the entire shares of Notedome Limited, UK have been transferred to AMCHEM SG and it has become a direct subsidiary of AMCHEM SG. AMCHEM Specialty Chemicals UK Limited was dissolved on 19.09.2023.

### c) Manali Specialty Private Limited.

During current year, the Holding company made an additional equity investment of Rs. 8.50 lakh in its wholly owned Subsidiary Manali Specialty Private Limited which is yet to commence its business.

### d) Notedome Europe GmbH:

During the previous year, Notedome Limited has invested EUR 25,000 (Equivalent INR 23 Lakhs) in its wholly owned Subsidiary Notedome Europe GmbH which was incorporated on 11.07.2023 in Germany

### e) PennWhite India Private Limited:

During the year, the one of the subsidiaries of the Holding company made an additional equity investment of ₹ 565 lakh in its wholly owned Subsidiary Pennwhite India Private Limited.

## 59. Regrouping

Previous period / year figures have been regrouped, wherever necessary to confirm with the current year's presentation and disclosure.

## 60. Approval of Financial Statements

The financial statements of Manali Petrochemicals Limited were reviewed by Audit Committee and approved by the Board of Directors at their meetings held on May 13, 2025

As per our report of even date attached

For **Brahmayya & Co.,**  
 Chartered Accountants  
 Firm Registration No. 000511S

**Lokesh Vasudevan**  
 Partner  
 Membership No. 222320  
 Place: Chennai/Gurgaon  
 Date : May 13, 2025

**For and on behalf of the Board of Directors**

**Ashwin C Muthiah**  
 Chairman  
 (DIN: 00255679)  
**K Lalitha**  
 Chief Financial Officer

**R Chandrasekar**  
 Managing Director & CEO - MPL Group  
 (DIN: 06374821)  
**G Sri Vignesh**  
 Company Secretary

## Form AOC-I

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures)  
Part 'A' – Subsidiary

| Particulars                             | AMC-HEM Speciality Chemicals Private Limited, Singapore<br>(Reg. No. 201534952W) |            | Penn-White Limited, UK<br>(Reg. No. 05438576) |            | Notedome Limited, UK<br>(Reg. No. 01326364) |           | Notedome Europe GmbH, Germany<br>(Reg. No. HRB254546) |         | Pennwhite India Private Limited, India<br>(CIN:U20299TN2024 PTC167348) |           | Manali Speciality Private Limited, India<br>(CIN:U20299TN2023 PTC161402) |            |
|-----------------------------------------|----------------------------------------------------------------------------------|------------|-----------------------------------------------|------------|---------------------------------------------|-----------|-------------------------------------------------------|---------|------------------------------------------------------------------------|-----------|--------------------------------------------------------------------------|------------|
|                                         | 31 <sup>st</sup> March 2025                                                      | In USD     | 31 <sup>st</sup> March 2025                   | In GBP     | 31 <sup>st</sup> March 2025                 | In GBP    | 31 <sup>st</sup> March 2025                           | In EURO | 31 <sup>st</sup> March 2025                                            | In lakh*  | 31 <sup>st</sup> March 2025                                              | ₹ in lakh* |
| Capital                                 | 44,007                                                                           | 51,421,208 | 0                                             | 136        | 4                                           | 3,916     | 23                                                    | 25,000  | 725                                                                    | 654.463   | 10                                                                       | 10         |
| Reserves                                | 9,072                                                                            | 10,600,103 | 8,644                                         | 7,806,036  | 6,093                                       | 5,502,484 | (4)                                                   | (3,981) | (138)                                                                  | (124,727) | (2)                                                                      | (2)        |
| Total Assets                            | 53,130                                                                           | 62,081,014 | 10,772                                        | 9,727,516  | 7,588                                       | 8,852,462 | 46                                                    | 49,868  | 1,097                                                                  | 990,338   | 8                                                                        | 8          |
| Total Liabilities                       | 51                                                                               | 59,703     | 2,128                                         | 1,921,345  | 1,491                                       | 1,346,062 | 26                                                    | 28,649  | 510                                                                    | 460,602   | 0                                                                        | 0          |
| Investments                             | 41,660                                                                           | 48,679,299 | 725                                           | 654,463    | 24                                          | 21,766    | -                                                     | -       | -                                                                      | -         | -                                                                        | -          |
| Turnover (inc other income)             | 2,890                                                                            | 3,416,948  | 14,998                                        | 13,901,297 | 9,923                                       | 92,05,934 | 22                                                    | 24,075  | 24                                                                     | 22,523    | -                                                                        | -          |
| Profit/(Loss) before Tax                | 1,730                                                                            | 2,045,741  | 3,337                                         | 3,092,602  | 2,225                                       | 2,062,171 | (1)                                                   | (1,019) | (113)                                                                  | (104,433) | (1)                                                                      | (1)        |
| Provision for Taxation                  | 41                                                                               | 48,000     | 866                                           | 802,400    | 452                                         | 418,977   | -                                                     | -       | -                                                                      | -         | -                                                                        | -          |
| Profit/(Loss) after Tax                 | 1,689                                                                            | 1,997,741  | 2,471                                         | 2,290,202  | 1,773                                       | 1,643,194 | (1)                                                   | (1,019) | (113)                                                                  | (104,433) | (1)                                                                      | (1)        |
| Proposed Dividend                       | 428                                                                              | 500,000    | 426                                           | 385,000    | 1,661                                       | 1,500,000 | -                                                     | -       | -                                                                      | -         | -                                                                        | -          |
| % of shareholding                       | 100%                                                                             |            | 100% <sup>®</sup>                             |            | 100% <sup>®</sup>                           |           | 100% <sup>#</sup>                                     |         | 100% <sup>^</sup>                                                      |           | 100%                                                                     |            |
| Year since when subsidiary was acquired | 09/2015                                                                          |            | 11/2022                                       |            | 10/2016                                     |           | 07/2023                                               |         | 02/2024                                                                |           | 06/2023                                                                  |            |

\* Translated at exchange rate prevailing as on 31.3.2025: (1 USD = ₹ 85.5814, 1 GBP = ₹ 110.7389, 1 EUR = ₹ 92.3246)

@ Held by AMCHEM Speciality Chemicals Private Limited, Singapore

# Held by Notedome Limited, UK

^ Held by Penn White Limited, UK

## Notes:

1. None of the subsidiary was liquidated / ceased to be subsidiary during the year.
2. The Holding Company does not have any associate company / joint venture.
3. All the subsidiaries mentioned above are as per Section 2(87)(ii) of the Companies Act, 2013
4. Notedome Europe GmbH, Germany & Manali Speciality Private Limited are yet to commence operations.

As per our report of even date attached

For **Brahmayya & Co.**,

Chartered Accountants

Firm Registration No. 000511S

**Lokesh Vasudevan**

Partner

Membership No. 222320

For and on behalf of the Board of Directors

**Ashwin C Muthiah**

Chairman

(DIN: 00255679)

**R Chandrasekar**

Managing Director & CEO - MPL

Group

(DIN: 06374821)

Place: Chennai/Gurgaon

Date : May 13, 2025

**K Lalitha**

Chief Financial Officer

**G Sri Vignesh**

Company Secretary

## NOTES

## NOTES

This image shows a full page of blank, lined paper. It features approximately 20 horizontal blue lines spaced evenly across the page, typical of notebook paper. The lines are thin and light blue, set against a plain white background. There are no margins, text, or other markings on the page.

## **For the kind attention of Shareholders**

### **For participation in AGM**

- You can attend the AGM using your remote e-Voting credentials.
- Once you log in the link for joining the meeting will be available and you can click the EVSN of Company to proceed further.

The facility to join the meeting will be available between 1.45 PM (IST) to 2.15 PM (IST) on the AGM day (16<sup>th</sup> September 2025).

- Please use Laptops/Desktops/IPads for better experience. You can also join through other devices such as mobile phones. To avoid disturbance, please ensure that the internet connectivity is good.
- It has been reported that participants connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- To register as a speaker at the meeting please visit <https://investors.cameoindia.com/>, the web portal of the Registrar & Transfer Agent M/s Cameo Corporate Services Limited.
- Registration will be open from 9:00 AM (IST) on Monday, 08<sup>th</sup> September 2025 to 5:00 PM (IST) on Friday, 12<sup>th</sup> September 2025.

There will be no option for spot registration and so only those shareholders who have registered through the above process will be able to speak at the meeting.

- There is no provision for appointment of proxies to attend the meeting.
- Please do not permit any other person to use your log-in credentials, as it would be a violation of the provisions of the Companies Act, 2013 and the Rules made there under.
- You can participate in the meeting even if you have voted through the remote e-Voting.

### **Dividend payment and tax deduction**

- Payment of Dividend will be made only in electronic mode from 01<sup>st</sup> April 2024 to ensure timely credit of the dividend please register your bank account details well in advance. No dividend warrants will be issued.
- If you are Resident Individual and wish to avail NIL tax deduction from dividend exceeding ₹ 10,000 you may submit Form 15G/Form 15H through the Web-portal of the RTA <https://investors.cameoindia.com>.
- The facility for providing the tax related declaration for Dividend 2024-25 will be available until 17<sup>th</sup> September 2025, 5:00 PM (IST). Any information submitted after this date will not be considered by RTA.

**Detailed information on the above are available in Pages 10 to 19 which may kindly be referred to. For any further details please contact the RTA.**



## **Manali Petrochemicals Limited**

*Registered Office:*

*SPIC House, 88, Mount Road, Guindy, Chennai - 600 032*

CIN: L24294TN1986PLC013087

Telefax: 044-22351098

Email: [companysecretary@manalipetro.com](mailto:companysecretary@manalipetro.com)

Website: [www.manalipetro.com](http://www.manalipetro.com)