



16<sup>th</sup> July 2025

|  |  |
|--|--|
| BSE Limited<br>Phiroze JeeJeeBhoj Towers,<br>Dalal Street,<br>Mumbai - 400 001 | National Stock Exchange of India Ltd.,<br>"Exchange Plaza",<br>5 <sup>th</sup> Floor, Plot No. C-1, G Block,<br>Bandra-Kurla Complex, Bandra (E)<br>Mumbai – 400 051 |
| <b>SCRIP CODE: 523367</b>  | <b>SCRIP CODE: DCM SHRIRAM</b>   |

**Kind Attn:**      **Department of Corporate Communications/Head - Listing Department**

**Sub:**              **Annual Report for the FY 2024-25 along with Notice of 36<sup>th</sup> Annual General Meeting to be held on August 12, 2025**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, we enclose herewith the Annual Report, for the financial year 2024-25 along with Notice of 36<sup>th</sup> Annual General Meeting (AGM) of the Company scheduled to be held on Tuesday, August 12, 2025 at 10:30 A.M. (IST) through Video Conferencing Other Audio-Visual Means (VC/OAVM). Further, the Notice of AGM and Annual Report of the Company for financial year 2024-25 is being sent through electronic mode to all those members of the Company whose E-mail IDs are registered with Company/RTA/DPs.

Further, in accordance with Regulation 36 (1) (b) of Listing Regulations, a letter containing the web-link and path for accessing the Annual Report for FY 2024-25 is being sent to all those Members who have not registered their E-mail IDs with Company/RTA/DPs.

The Annual Report including the Notice of 36<sup>th</sup> AGM is also available on the website of the Company i.e., <https://www.dcmshriram.com/investors/annual-report> and the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The web-links of the said files are as under:

**Annual Report FY25:**

<https://www.dcmshriram.com/docs/files/Annual-report-fy-2024-25.pdf>

**Notice of 36<sup>th</sup> AGM:**

<https://www.dcmshriram.com/docs/files/AGM-notice-2024-25.pdf>

You are requested to take on record/disseminate the above.

Thanking you,

**Yours faithfully,  
For DCM Shriram Limited**

**(Deepak Gupta)  
Company Secretary & Compliance Officer**

Encl.: As above

**DCM SHRIRAM LTD.**

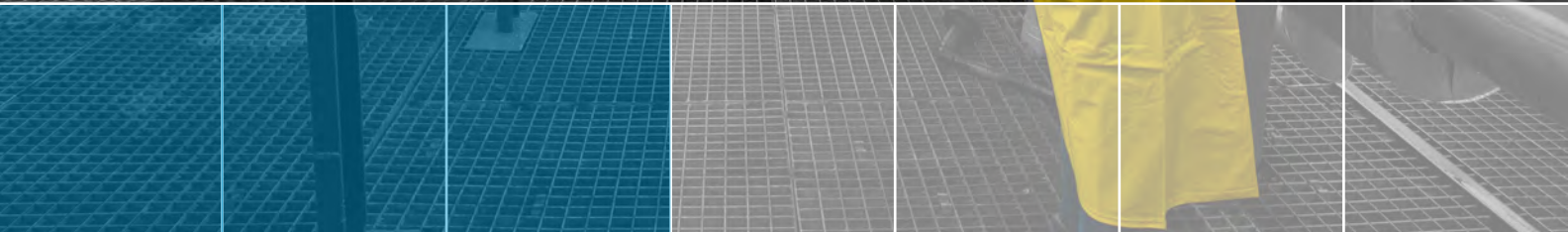
Registered and Corporate Office: 2nd Floor (West Wing), Worldmark 1, Aerocity, New Delhi - 110037, India  
Tel: +91 11 42100200 e-mail: [response@dcmshriram.com](mailto:response@dcmshriram.com) website: [www.dcmshriram.com](http://www.dcmshriram.com)  
CIN No. L74899DL1989PLC034923

Shriram Fertilisers & Chemicals • Shriram Alkali & Chemicals • DCM Shriram Sugar • Bioseed • Fenesta Building Systems • Shriram Cement



**DCM SHRIRAM**

Growing with trust



**[ W i D E }**

We are Inclusive, Diverse and Equitable

DCM SHRIRAM LTD.  
ANNUAL REPORT 2024-25

# OUR VISION

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**VIBRANT GROWTH WITH TRUST, ENERGISED EMPLOYEES  
& DELIGHTED CUSTOMERS**

## OUR VALUES

**I** **NTEGRITY**  
*Uphold ethical standards. Be socially responsible. Deliver on promises.*

**A** **GILITY**  
*Act with speed. Adapt continuously. Deliver results.*

**C** **USTOMER-CENTRICITY**  
*Listen to customers. Build long-lasting relationships.*

**T** **EAM WORK**  
*Foster collaborative working. Promote meritocracy. Practice empathy & humility.*

**O** **PENNESS**  
*Encourage diverse views. Build external orientation.*

**N** **EWNESS**  
*Be Innovative. Be Creative.*



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# CORPORATE INFORMATION

## Registered Office

DCM Shriram Limited  
 CIN – L74899DL1989PLC034923  
 2<sup>nd</sup> Floor, (West Wing), Worldmark 1  
 Aerocity, South West Delhi,  
 New Delhi-110037  
 Website : [www.dcmshriram.com](http://www.dcmshriram.com)

## Bankers

Punjab National Bank  
 State Bank of India  
 HDFC Bank Limited  
 Standard Chartered Bank  
 ICICI Bank Limited  
 Hongkong and Shanghai Banking Corporation

## Statutory Auditors

Deloitte Haskins & Sells,  
 Chartered Accountants,  
 Gurugram (Haryana)

## Board of Directors

Mr. Ajay S. Shriram  
*Chairman & Senior Managing Director*  
 Mr. Vikram S. Shriram  
*Vice Chairman & Managing Director*  
 Mr. Ajit S. Shriram  
*Joint Managing Director*  
 Mr. Aditya A. Shriram  
*Deputy Managing Director*  
 Mr. Pradeep Dinodia  
*Non-Executive Director*  
 Mr. Pravesh Sharma  
*Non-Executive Independent Director*  
 Justice (Retd.) Vikramajit Sen  
*Non-Executive Independent Director*  
 Mr. Pranam Wahi  
*Non-Executive Independent Director*  
 Ms. Seema Bahuguna  
*Non-Executive Independent Director*  
 Dr. Simrit Kaur  
*Non-Executive Independent Director*  
 Mr. Vipin Sondhi  
*Non-Executive Independent Director*  
 Mr. Tejpreet Singh Chopra  
*Non-Executive Independent Director*  
 Mr. Rabinarayan Mishra  
*Nominee Director (LIC)*  
 Mr. K.K. Sharma  
*Whole Time Director (EHS)*

## Company Secretary

Mr. Deepak Gupta

## Board Audit Committee

Mr. Vipin Sondhi  
*Chairman*  
 Mr. Pravesh Sharma  
 Mr. Pranam Wahi

## Stock Exchanges where the Securities of the Company are Listed

**National Stock Exchange of India Ltd.**  
 Exchange Plaza, C-1, Block-G,  
 Bandra-Kurla Complex, Bandra (East),  
 Mumbai-400051

**BSE Ltd.**  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street,  
 Mumbai-400001

# CHAIRMAN AND VICE CHAIRMAN'S MESSAGE

The current global economic situation continues to be impacted by uncertainty due to complex interplay of factors such as increased geopolitical tensions, escalating trade disputes, protectionist policies, disruptions in supply chains, leading to market volatility. The nature of US policy changes makes it difficult to predict the extent of the economic disruptions going forward. The International Monetary Fund (IMF), in its World Economic Outlook dated April 2025, has predicted that the global economy will grow by 2.8 per cent this year, down from its previous forecast of 3.3 per cent, and by 3.0 per cent in 2026.

Despite the Indian economy being increasingly linked to the global one, India has been able to navigate the headwinds with a fair degree of success. India's economy has maintained a steady growth trajectory, with real GDP expanding by 6.5% in FY 2024-25 and registering a per capita income of Rs 2.35 lacs p.a. In nominal terms, GDP grew by 9.8%, highlighting India's position as one of the fastest-growing major economies globally. India is now the 4th largest economy in the world with a size of more than USD 4 Trillion. The increase in GDP was largely driven by healthy growth in private consumption and capital formation. All sectors of the economy showed steady growth, and the increase in agriculture income by 4.6% is particularly noteworthy.

The year 2024-25 has seen a record foodgrain production of 354 Million Tonnes. The consumer price inflation rate declined to 2.82 % in May 25, lowest since February 2019. The Reserve Bank of India has reduced interest rates by 100 basis points this calendar year and introduced various liquidity-enhancing measures to stimulate economic growth. Improved agricultural output, sustained infrastructure activity, decline in energy costs, strong domestic consumption, focus on structural reforms; are all expected to supplement India's growth momentum in FY 2026. The gross Goods and Services Tax (GST) revenue for the month of May 2025 stood at ₹2.01 lakh Crs, representing a 16.4% year-on-year growth and this further reinforces the positive outlook. At the same time, given the aspirations of the people, this is an opportune time for India to design a blueprint

for the next phase of reforms. It is imperative that the manufacturing sector is given an impetus to generate jobs as well as reduce vulnerabilities of global supply chains. This will require a reduction in cost of doing business by easing the regulatory burden so that Indian products are globally competitive. The government, both at the Centre and the States are fully committed to undertake the required reforms and we believe that a faster rollout can make a substantial impact.

In the financial year 2024-25, the company witnessed improved financial performance driven by higher volumes and robust realizations in the Chemicals, Vinyl, Shriram Farm Solutions and Bioseed segments. Our business segments of Sugar and Ethanol and Fenesta Building Systems also contributed to revenue growth but were impacted by margin pressures.

The Chemicals business reported an increase in revenue driven by higher volumes led by capacity additions and higher realisation. The growth in margins was supported by lower cost, mainly due to efficiencies achieved from newly commissioned power plant and lower prices of energy and carbon material. The earnings of the Sugar and Ethanol business were impacted by reduced margins on account of higher cane prices (SAP) and lower recovery due to climatic conditions and red rot infection, partially mitigated by higher realizations. Fenesta witnessed margin pressure due to an increase in fixed expenses towards enhancing capabilities and higher promotional expenses, whereas Shriram Farm Solutions' earning improved driven by higher volumes. Bioseed businesses witnessed a significant improvement in earnings led by higher margins.

The Company's total revenue from operations (net of excise duty) on a consolidated level stood at Rs. 12,077 crore in FY'25 vs. Rs. 10,922 crore last year. Chemicals and Vinyl business reported a revenue increase of about 24% driven by higher volumes and better realizations. Sugar and Ethanol business were up by 4% led by higher realizations of Sugar and Ethanol. The Fenesta Building Systems business registered a growth of 5%, driven by volumes, while the Shriram Farm Solutions business registered a 21% growth, and the Bioseed India



business registered a 17% growth in revenue. The Fertilizer business witnessed a decline of about 4%, on account of lower gas prices, which is a pass-through.

Profit before depreciation, interest and tax at Rs. 1,472 Crs, was up by 35% over last year. The growth was mainly on account of 187% increase in the PBDIT of Chemicals and Vinyl segment primarily due to higher volumes and realisations supported by reduced energy costs. An increase of 27% in the PBDIT of SFS business was led by higher volumes. The Bioseed PBDIT improved significantly, up by 141%, driven by better margins. The Fertilizer business recorded an increase of 31% in PBDIT, mainly due to fertilizer arrears received in FY'25. Sugar and Ethanol business PBDIT was down by 21%, majorly due to increased input cost, partially offset by improved realizations. PBDIT for Fenesta Building Systems business was down by 9%. Cement business also registered a decline in PBDIT, due to lower realisations. Overall PBDIT margins for the company increased to 12% from 10% last year.

Net Profit for FY'25 was higher by 35% at Rs. 604 crore, from Rs. 447 crore in FY'24. Net Debt (consolidated) as on March 31, 2025 stood at Rs. 1395 crore vis-à-vis Rs. 1,430 crore as on March 31, 2024, with surplus funds being utilized for project capex.

The Company commissioned projects in FY '25 at a cumulative investment of ~ Rs. 2270 crore. This included a 850 TPD Caustic soda plant, a 600 TPD Caustic soda flaker facility, a 150 TPD Hydrogen Peroxide facility and a 120 MW coal/biomass based power plant at Bharuch. A 12 TPD Integrated Compressed Biogas Project at Ajbapur Sugar complex was commissioned, a first for the company. Currently, the significant projects under implementation are 52000 TPA Epichlorohydrine (ECH) facility, Aluminium extrusion plant for Fenesta, 68 MW (peak) renewable energy for Kota, 100 TPD Aluminium Chloride and 225 TPD Calcium Chloride at Bharuch..

During the year, our efforts towards sustainable business practices were reinforced. We earned global recognition for our sustainability efforts—our S&P Global CSA score improved

from 54 to 59, placing us in the top 7% of 523 global chemical companies. Our EcoVadis score rose from 45 to 62, earning us a Bronze medal. These achievements reflect our enhanced focus on environmental stewardship. Energy transition remains a priority, as result of which we had commissioned 44 MW (peak) renewable power facility for our Chemicals Complex in Bharuch in FY 24. Now this is being further enhanced by 6.6 MW (peak) capacity and we have also signed agreement for a 68 MW (peak) renewable project for our Kota complex.. Our sugar division produced 14.63 Crore Litres of Ethanol, supporting India's ethanol blending program and driving circular value from agri-residues. The Company continues its steps towards reducing carbon foot print including circular economy.

Our CSR interventions, under the DCM Shriram Foundation umbrella, aspire to have a deeper impact on people we engage with, by making the communities more resilient and self-confident. Our focus is on two aspects: addressing community needs through all-round development for a measurable improvement in quality of life and promoting economic empowerment of farmers in India with emphasis on promoting climate sustainable agriculture.

Our philosophy for long-term success is centred on our employees and a strong set of corporate values. These principles cultivate a culture of engagement, collaboration, and adaptability. The company actively promotes employee development through continuous learning and skill enhancement, viewing this investment as a catalyst for both satisfaction and growth. Acknowledging the vital contributions of all stakeholders—from the board members and employees to business associates, government authorities and investors, we express gratitude and look forward to maintaining our growth momentum through this continued partnership.

With best wishes,

23<sup>rd</sup> June 2025



(Vikram S. Shriram)  
Vice Chairman & Managing Director



(Ajay S. Shriram)  
Chairman & Sr. Managing Director



**From L to R: Mr. Ajay S. Shriram and Mr. Vikram S. Shriram**







# OUR BUSINESSES

## 1. Chemicals and Vinyl Businesses

### i. Chemicals:

The business comprises Caustic Soda (Lye and Flakes), Chlorine, Compressed Hydrogen, Hydrogen Peroxide and associated chemicals including Hydrochloric acid, Stable Bleaching powder, Aluminium Chloride, Sodium Hypochlorite. The company operates two manufacturing facilities located in Bharuch (Gujarat) and Kota (Rajasthan), both supported by captive power with a flexi-fuel option and renewable power. The caustic soda capacity at Bharuch is 2225 TPD, and at Kota, it is 524 TPD. The flakes capacity is 900 TPD at Bharuch and 230 TPD at Kota, while Hydrogen

Peroxide and Aluminium Chloride capacities based out of Bharuch are 165 and 150 TPD each.



### ii. Vinyl Business:

A highly integrated business, supported by captive power and located at the Kota complex. It involves manufacturing of PVC Resins and Calcium Carbide. The business also includes manufacturing of PVC compounds in 100% subsidiary (Shriram Polytech Limited). Company's Raw Carbide capacity stands at 340 TPD, PVC at 220 TPD and PVC Compounding at 24050 TPA.





## 2. Sugar and Ethanol

This business comprises 4 sugar complexes in Central U.P. with a sugarcane crushing capacity of 42,400 TCD (26,500 TCD on refined sugar). These units have a total power cogeneration capacity of 166 MW and are also supported by 560 KLD of multi-feed Distillery capacity, country liquor

bottling line of 11,800 Tetra cases per day and a 12 TPD CBG plant. The company also operates a potash manufacturing plant with a capacity of 4,600 TPA, utilizing distillery ash through its wholly-owned subsidiary.





### 3. Fenesta Building Systems

The company manufactures windows, doors & facade systems under the brand “Fenesta”. Fenesta offers solutions in uPVC & System Aluminium windows, WPC & Engineered Wood doors and Façade systems. Its unique offerings start from design, extrusion, fabrication to installation at the customer's site. As a part of its marketing initiatives, the business has set up Fenesta branded showrooms in multiple cities across India. We have one uPVC extrusion plant at Kota having capacity of 12,284 TPA and 7 fabrication units. The business serves 975 cities in India through its strong 380 dealer network and has international presence in 3 countries.



## 4. Agri-Input Businesses

### i. Shriram Farm Solutions:

The business offers a comprehensive range of agri-inputs, both research-driven and generic, viz. seeds, specialty plant nutrition products, and crop care chemicals, all distributed through an extensive nationwide network. The business has manufacturing facilities for crop care chemicals and specialty plant nutrition products. In addition to its product portfolio, Shriram Farm Solutions delivers high-quality agronomy services designed to enhance farmer productivity. All offerings are marketed under the trusted 'Shriram' brand.



### ii. Fertilizer:

The Company operates LNG feed based Urea plant with a capacity of 3.79 lakh TPA, at its integrated manufacturing facility at Kota.

### iii. Bioseed:

The business is present across the entire Hybrid Seeds value chain, i.e. Research, Production, Processing, Extension activities and Marketing and has established significant presence in India & Philippines. The Company is present in both Field and Vegetable Crops in India. In Philippines, the business is present in Corn and Paddy. The Business operates under 'Bioseed' Brand.



## 5. Cement

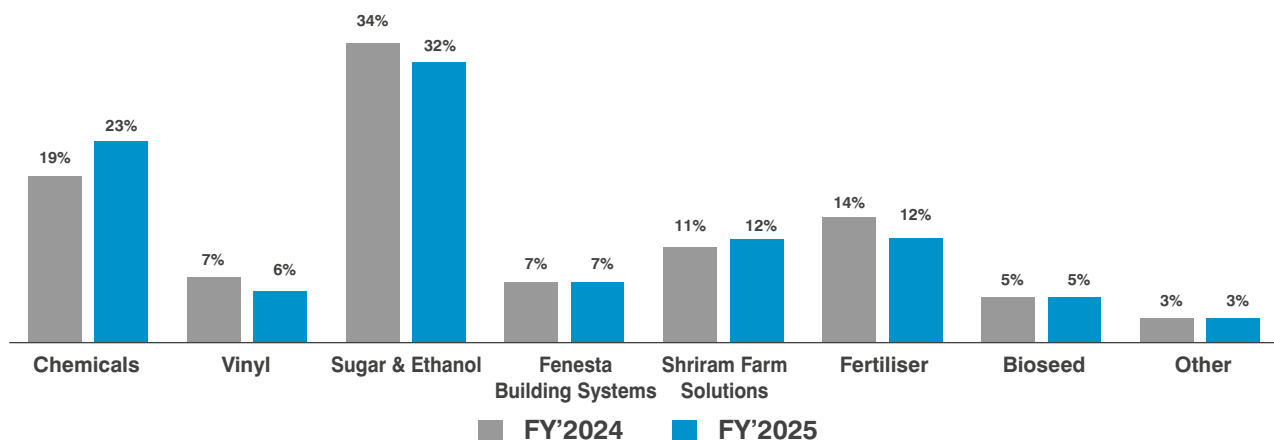
The Company's Cement business is located at its Kota plant with a manufacturing capacity of 4 lakh TPA. The cement business leverages the waste generated from the Calcium Carbide and PVC production process to produce cement.



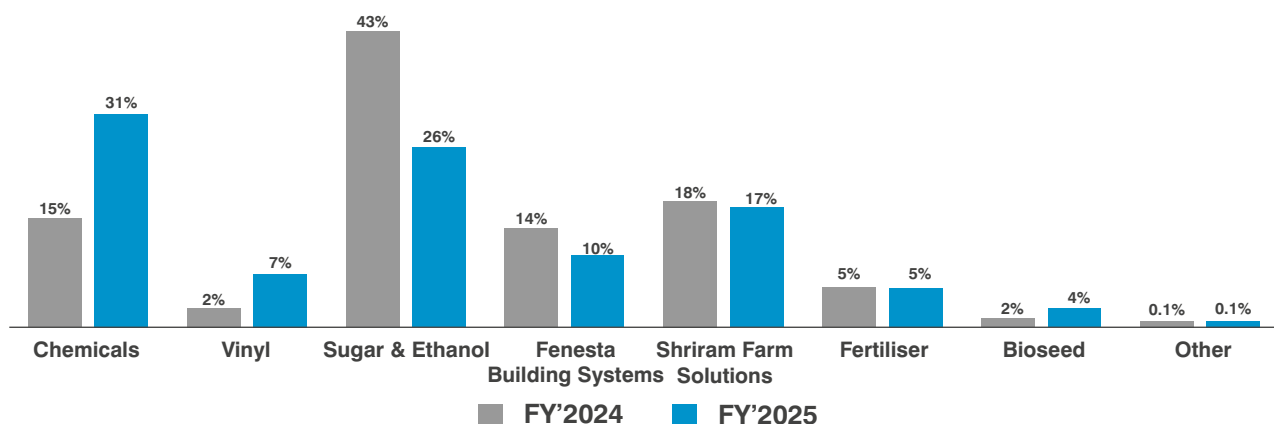


## Business Mix

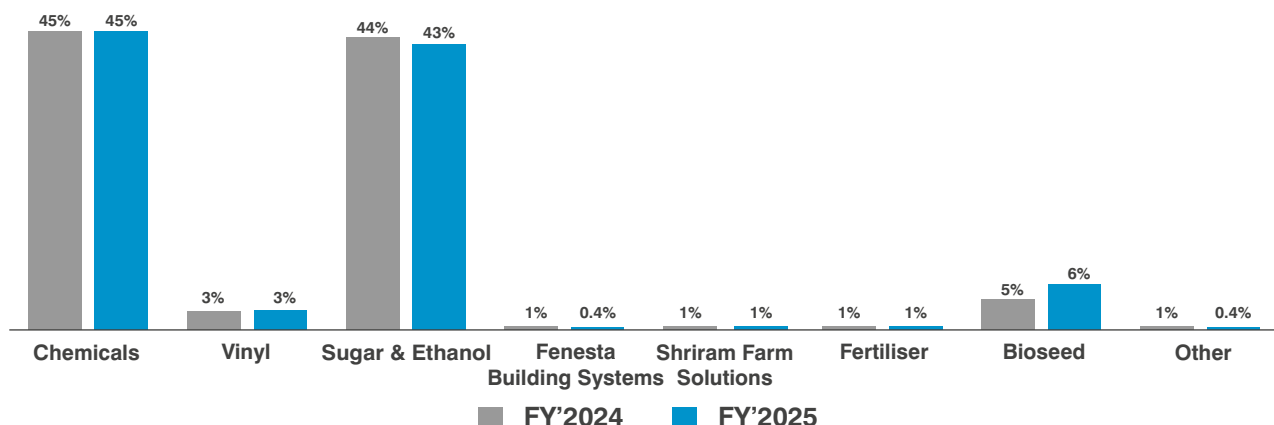
Segment Revenue



Segment PBDIT



Segment Capital Employed



# Financial Highlights

(Rs. Crores)

| Financial Highlights             | 2016   | 2017   | 2018   | 2019   | 2020   | 2021   | 2022   | 2023    | 2024    | 2025    |
|----------------------------------|--------|--------|--------|--------|--------|--------|--------|---------|---------|---------|
| Net Revenue                      |        |        |        |        |        |        |        |         |         |         |
| - Revenue from sale of products* | 5734.2 | 5757.7 | 6858.1 | 7743.3 | 7689.3 | 8273.9 | 9573.1 | 11479.3 | 10865.1 | 11995.5 |
| - Other Operating Income         | 46.3   | 30.8   | 42.4   | 27.8   | 77.8   | 34.3   | 54.4   | 67.7    | 57.4    | 81.9    |
| Net Revenue from operations      | 5780.5 | 5788.5 | 6900.5 | 7771.1 | 7767.1 | 8308.2 | 9627.4 | 11547.0 | 10922.5 | 12077.4 |
| PBDIT                            | 545.6  | 817.9  | 1091.0 | 1456.3 | 1249.9 | 1244.3 | 1888.3 | 1726.1  | 1089.2  | 1472.4  |
| Finance Cost                     | 85.4   | 71.4   | 83.0   | 118.9  | 163.8  | 122.0  | 85.4   | 52.8    | 87.6    | 152.8   |
| PBDT                             | 460.2  | 746.4  | 1008.0 | 1337.4 | 1131.0 | 1122.3 | 1802.9 | 1673.3  | 1001.6  | 1319.6  |
| Depreciation and Amortisation    | 98.0   | 113.7  | 140.7  | 157.2  | 219.0  | 233.1  | 238.0  | 260.2   | 302.9   | 410.2   |
| PBT                              | 362.3  | 632.7  | 867.3  | 1180.2 | 912.0  | 889.2  | 1565.0 | 1413.1  | 698.7   | 909.4   |
| Exceptional Items                | -      | -      | -      | -      | (14.8) | -      | -      | -       | -       | -       |
| Profit After Tax (PAT)           | 301.8  | 551.7  | 669.6  | 905.5  | 716.7  | 673.3  | 1067.4 | 910.8   | 447.1   | 604.3   |
| Cash Profit**                    | 397.0  | 705.6  | 864.5  | 1091.8 | 1025.4 | 955.7  | 1527.0 | 1416.2  | 803.9   | 1157.5  |
| Share Capital - Equity           | 32.6   | 32.6   | 32.6   | 31.4   | 31.4   | 31.4   | 31.4   | 31.4    | 31.4    | 31.4    |
| Net Worth                        | 2093.1 | 2529.8 | 2987.0 | 3482.1 | 4010.1 | 4607.5 | 5467.7 | 6147.3  | 6476.3  | 6958.1  |
| Long Term Loans                  | 337.2  | 565.6  | 621.5  | 1072.2 | 1078.9 | 1176.4 | 1065.2 | 1310.0  | 1552.9  | 1589.9  |
| Short Term Loans                 | 727.1  | 508.3  | 134.1  | 537.9  | 1071.4 | 275.2  | 443.7  | 323.0   | 529.7   | 818.3   |
| Total Loans (Gross)              | 1064.3 | 1073.9 | 755.6  | 1610.1 | 2150.2 | 1451.7 | 1508.8 | 1633.0  | 2082.6  | 2408.2  |
| Total Loans (Net)                | 1040.3 | 874.3  | 621.4  | 1227.7 | 1606.8 | 135.0  | 4.2    | 680.9   | 1429.6  | 1395.3  |
| Total Assets                     | 5007.1 | 5573.9 | 5651.7 | 7136.4 | 8135.4 | 7790.7 | 9370.9 | 10721.9 | 11549.1 | 12732.2 |
| Earnings per share (Rs.) ***     | 18.6   | 34.0   | 41.2   | 57.1   | 46.0   | 43.2   | 68.5   | 58.4    | 28.7    | 38.7    |
| Dividend per share (Rs.)***      | 3.2    | 5.8    | 8.2    | 9.8    | 8.2    | 9.3    | 14.7   | 14.0    | 6.6     | 9.0     |

| Ratios                        | 2016 | 2017 | 2018 | 2019 | 2020 | 2021 | 2022 | 2023 | 2024 | 2025 |
|-------------------------------|------|------|------|------|------|------|------|------|------|------|
| Return on Net Worth (%)       | 15.3 | 23.9 | 24.3 | 28.0 | 19.1 | 15.6 | 21.2 | 15.7 | 7.1  | 9.0  |
| PBDIT to Net Revenue (%)      | 9.4  | 14.1 | 15.8 | 18.7 | 16.7 | 15.0 | 19.6 | 14.9 | 10.0 | 12.2 |
| PAT to Net Revenue (%)        | 5.2  | 9.5  | 9.7  | 11.7 | 9.2  | 8.1  | 11.1 | 7.9  | 4.1  | 5.0  |
| Total Loans (Net) / PBDIT     | 1.9  | 1.1  | 0.6  | 0.8  | 1.3  | 0.1  | 0.0  | 0.4  | 1.3  | 0.9  |
| Total Loans (Net) / Net Worth | 0.5  | 0.3  | 0.2  | 0.4  | 0.4  | 0.0  | 0.0  | 0.1  | 0.2  | 0.2  |

- Figures are based on consolidated financials.
- From April 1, 2016, the Company adopted Indian Accounting Standards ('Ind AS') notified by the Ministry of Corporate Affairs. Hence, the financials from FY 2016 onwards are in accordance with IND AS
- \* Revenue from sale of products is net of excise duty and GST
- \*\* Cash profit are before exceptional items
- \*\*\* On face value of Rs. 2 per share

## Brief Profile of the Board of Directors of the Company

**Mr. Ajay S. Shriram**, Chairman & Senior Managing Director (DIN:00027137) is a Director of the Company since 24.07.1989. He is the Chairman of Corporate Social Responsibility Committee & Board Finance Committee, and a Member of Nomination, Remuneration & Compensation Committee and Stakeholders Relationship Committee of the Company. He graduated in Commerce from Sydenham College, University of Mumbai and later attended the Programme for Management Development at the Harvard Business School, U.S.A. He has been conferred with Degree of Doctor of Letters (Honoris Causa) by BML Munjal University, Gurugram (Haryana). He is the Chairman of the Governing Body of Shri Ram College of Commerce (SRCC) and Chairman of the Board of Governors of Indian Institute of Management (IIM), Sirmaur (H.P.). He is a member of the Board of CSEP (Centre for Social and Economic Progress) and member of Advisory Board of ISDM (Indian School of Development Management). He is the Co-Chair of India and Indonesia CEOs Forum and Co-Chair of B20 South Africa: Sustainable Food Systems and Agriculture Task Force. He is a Member of India-Japan Business Leaders' Forum (IJBLF), DPIIT, Ministry of Commerce and Industry. He was a Member of the Board of Governors of Indian Institute of Corporate Affairs (IICA). He has been the President of Confederation of Indian Industry (CII) (2014-15) and the President & Chairman of International Fertilizer Industry Association (IFA), Paris (2009-11), and other Associations.

**Mr. Vikram S. Shriram**, Vice Chairman & Managing Director (DIN:00027187) is a Director of the Company since 22.05.1990. He is the Member of Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Board Finance Committee of the Company. He graduated in Commerce with Honours from St. Xavier's College, Kolkata and is a Fellow Member of The Institute of Chartered Accountants of India.

**Mr. Ajit S. Shriram**, Joint Managing Director (DIN:00027918) is a Director of the Company since 02.05.2001. He is the Member of Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Board Finance Committee of the Company. He joined the Company in 1991 as an Executive after graduating in Commerce from Osmania University, Hyderabad. He did his MBA from The International Institute for Management Development (IMD), Lausanne, Switzerland. He has done the Owner/President Management Program (OPM) from Harvard Business School (HBS), USA. He is a past President of the Indian Sugar Mills Association (ISMA) and past Chairman of Indian Sugar Exim Corporation (ISEC).

**Mr. Aditya A. Shriram**, Deputy Managing Director (DIN:10157483) is a Director of the Company since 02.07.2023. He is the Member of Corporate Social Responsibility Committee of the Company. He has a degree in Industrial Engineering from Cornell University and an MBA from the London Business School. He is the Vice President of the Alkali Manufacturers Association of India. He is also part of the Executive Committee of ICC (Indian Chemical Council) and Northern Regional Council of the Confederation of Indian Industry.

He has worked in various businesses within the group including Chemicals, Shriram Farm Solutions and Cement and has functional expertise in areas of Strategy, Operations, Procurement, General management and Business development. Heading the Chemicals vertical, he has led significant investments and has guided the business into new growth areas such as value added products and advanced materials.

**Mr. Pradeep Dinodia**, is a Non-Executive Director (DIN: 00027995) of the Company. He has been on the Board of the Company since 18.07.1994. He is the Chairman of Stakeholders Relationship Committee of the Company. He has co-authored a book "Transfer Pricing Demystified". An alumnus of the St. Stephen's College in Economics with Honours and also a law graduate from the Delhi University. He is a Fellow Member of The Institute of Chartered Accountants of India with 47 years of experience and Chairman and Managing Partner in the Delhi-based Chartered Accountancy firm M/s. S.R. Dinodia & Co. LLP. He also serves as a Chairman of Shriram Pistons & Rings Limited, Non-Executive Non-Independent Director of Hero MotoCorp Limited and Hero FinCorp Limited. He is the Chairman of Risk Management Committee and Corporate Social Responsibility Committee of Shriram Pistons & Rings Limited. He is the Chairman of Stakeholders Relationship Committee of Hero FinCorp Limited and Hero MotoCorp Limited. He is a member of the Risk Management Committee of Hero MotoCorp Limited.

**Mr. Pravesh Sharma**, is a Non-Executive Independent Director (DIN:02252345) of the Company, who joined the Board on 09.08.2016. He is the Chairman of Nomination, Remuneration & Compensation Committee and a Member of Corporate Social Responsibility Committee, Audit Committee and Stakeholders Relationship Committee of the Company. He is a former IAS officer, with over 35 years of experience in the areas of food security, agriculture, rural finance, rural development and natural resources management. Since taking voluntary retirement from the IAS, he has promoted two start-ups, which work towards building sustainable and inclusive agri value chains.

**Justice (Retd.) Vikramajit Sen**, is a Non-Executive Independent Director (DIN:00866743) of the Company. He is on the Board of the Company since 09.08.2016. He is the Member of Corporate Social Responsibility Committee of the Company. He is a retired Judge of the Supreme Court of India. He graduated in History with Honours from St. Stephen's College. He attained First Division in LL.B. from Faculty of Law, Delhi University. He has a rich experience of 50 years.

**Mr. Pranam Wahi**, is a Non-Executive Independent Director (DIN: 00031914) of the Company. He is on the Board of the Company since 16.07.2024 and is a Member of the Audit Committee, Nomination, Remuneration & Compensation and Risk Management Committee of the Company. He is a Chartered Accountant by qualification and has over 41 years of Banking & Finance experience across various countries including India, the United Arab Emirates / GCC, Indonesia and Singapore.

Mr. Wahi began his career with HSBC in 1982 where he was part of various functions and corporate banking within the HSBC Group in India. After HSBC, he joined Standard Chartered Bank for 2 years where he was responsible for the bank's corporate business for various regions/segments across India. He then returned to HSBC in a senior role in early 1999. He subsequently joined DBS as CEO India in April 2004. He has worked as Managing Director, Head, Global Transaction Banking, DBS Bank, Singapore, Managing Director, Head, Middle East, DBS Dubai and Managing Director, Head, Business Audit, Group Audit, DBS Bank, Singapore. His last position was Managing Director, Senior Risk Executive, DBS Indonesia, before retiring in 2023.

Mr. Wahi is also a Non-Executive Independent Director of Axis Bank Ltd. since 15.02.2024 and is presently the Chairman of ESG committees and a member of their Board Audit, Risk Management, Acquisition/Disinvestment/Mergers.

**Ms. Seema Bahuguna**, is a Non-Executive Independent Director (DIN:09527493) of the Company. She is on the Board of the Company since 16.07.2024. She is the Member of Corporate Social Responsibility Committee of the Company. She is an IAS (superannuated in September 2019). She has done MSC Development Studies from University of Bath, UK and MA History from Delhi University. She has over 37 years of experience in formulation, development and implementation of policies, strategies and programs at senior decision-making levels in the Central and State Governments. She has been associated with the commerce and industry sector for around 9 years at senior decision-making levels. As Special Secretary and Director Industries from 1997 to 2000, she was instrumental in formulation of Rajasthan Government's New Industrial Policy of 1998. She has been associated as Secretary DPE from 2016 to 2019. She played a crucial role in facilitating a paradigm shift in the policies for Central Public Sector Enterprises to enable them to face the challenges of a modern competitive global environment. She also serves as Non-Executive Independent Director of PTC India Financial Services Limited.

**Dr. Simrit Kaur**, is a Non-Executive Independent Director (DIN:10628625) of the Company. She is on the Board of the Company since 16.07.2024. She is the Member of Corporate Social Responsibility Committee of the Company. Professor of Economics and Public Policy, Dr. Kaur is the 15th Principal of Shri Ram College of Commerce (SRCC), University of Delhi. Prior to this, she was at the Faculty of Management Studies (FMS), University of Delhi. Prof. Kaur possesses extensive global experience, anchored in her academic and research contributions at reputed international forums. Her areas of expertise include Development Economics, Public Policy, Food Security & Climate Change, and Productivity & Competition.

Prof. Kaur has advised reputed organizations, such as the Ministry of Finance, Government of India, the Ministry of Heavy Industries and Public Enterprises, the Competition Commission of India (CCI), National Council of Applied Economic Research (NCAER), and international institutions such as the Organization for Economic Cooperation and Development (OECD), International Fund for Agricultural Development (IFAD) and the Food and Agriculture Organization (FAO) of the United Nations. She also serves as Independent Director on the Board of Indraprastha Gas Limited.

**Mr. Vipin Sondhi**, is a Non-Executive Independent Director (DIN:00327400) of the Company. He is on the Board of the Company since 16.07.2024. He is the Chairman of the Audit Committee, and Member of Nomination, Remuneration & Compensation Committee of the Company. He is an alumnus of IIT Delhi and IIM Ahmedabad and is currently the Chairperson of the National Board for Quality Promotion, Quality Council of India, Chairperson of the CII Council for Green Mobility. He is also former Managing Director & Chief Executive Officer of Ashok Leyland, JCB India and Tecumseh India, prior to which he has worked with Tata Steel and Shriram Honda. Out of his 37 years of experience in Manufacturing and Engineering sector, 21 years have been as MD & CEO. He also serves as Independent Director on the Board of Triveni Turbine Limited and Blue Star Limited.

**Mr. Tejpreet Singh Chopra**, is a Non-Executive Independent Director (DIN:00317683) of the Company, who joined the Board on 18.1.2025. He is a Graduate from The Lawrence School, Sanawar, B.A. (Hons.) from St. Stephen's College, Delhi University, MBA from Cornell University, and has attended executive program at Harvard Kennedy School. He is the Founder & CEO of Bharat Light & Power Group (BLP), one of the leading clean energy generation (IPP) and industrial AI companies in India (Industry.AI). He was with GE for 15 years, and in his last role was the President & CEO of GE in India and South East Asia. He has rich experience of 28 years in global management and finance.

Mr. Chopra was on the Board of the World Economic Forum Foundation (WEF) for Young Global Leaders and the Clean Air Fund, London based global philanthropic organization. Mr. Chopra was earlier on the Board of Governors of the Lawrence School, Sanawar and the National Skill Development Corporation (Govt. of India and Indian Industry initiative) Nominee Director of the Power Sector Skill Council. He is also involved in various industry associations. He is member of the National Council of the Confederation of Indian Industry (CII), Council of Management of All India Management Association (AIMA). He is participant of the Young Presidents Organization (YPO), and an Aspen Institute Fellow, a part of the Aspen Global Leadership Network. He also serves as Independent Director on the Board of Eicher Motors Limited, Tube Investments of India Limited, Indian Energy Exchange Limited and Indraprastha Medical Corporation Limited.

**Mr. Rabinarayan Mishra**, has been serving as a Nominee Director (DIN: 10377015) of LIC on the Board of the Company since 01.11.2023. He is also a member of the Corporate Social Responsibility Committee. Mr. Mishra holds a Postgraduate degree in Physics and a Bachelor's degree in Law. He is a Fellow of the Insurance Institute of India and also holds diplomas in Health Insurance, Underwriting, Compliance, Governance & Risk Management in Insurance.

Over a distinguished career spanning more than 35 years, he has successfully held various leadership roles in areas such as Marketing, Finance, Underwriting, Servicing, Estates, Management, Corporate Governance, Corporate Planning, and Strategy across various regions in India. He retired as Executive Director from LIC of India.

**Mr. Krishan Kumar Sharma**, Whole Time Director - EHS (DIN: 07951296) is a Director of the Company since 20.11.2017. He is the Chairman of Risk Management Committee of the Company. He is a 1<sup>st</sup> rank holder and Gold medalist in Chemical Technology from UDCT [now Institute of Chemical Technology (ICT), Mumbai]. He also possesses Diploma in Safety from Regional Labor Institute, Kanpur and also NEBOSH IGC in Occupational Health & Safety with distinction. He has also undergone GRI certified training on Sustainability Reporting Standards and is a CII Certified Sustainability Assessor. He is also a Certified Corporate Director by Institute of Directors (IOD). He started his career with Gharda Chemicals as Trainee Engineer in manufacturing and worked with Ranbaxy, Jubilant and Syngenta. He is a member of the CII's National Committee on Environment, IBBI Advisory group, Clean Air CEO Forum and other committees. He has more than 35 years of experience in Agrochemicals and Pharmaceutical companies in manufacturing, EHS (Environment, Health and Safety) and Sustainability.





## Senior Executive Team

The Company is organized into strategic business units managed by professional managers. The DCM Shriram management team has a strong, credible image in the industry. The key members of the DCM Shriram Group Executive Team are listed below:

**Mr. Ajay S. Shriram**

Chairman & Senior Managing Director

**Mr. Vikram S. Shriram**

Vice Chairman & Managing Director

**Mr. Ajit S. Shriram**

Joint Managing Director

**Mr. Aditya A. Shriram**

Deputy Managing Director

**Mr. K.K. Kaul**

Advisor

**Mr. K.K. Sharma**

Whole Time Director - EHS

**Mr. Sabaleel Nandy**

Executive Director & CEO - Chemicals Business

**Mr. Roshan Lal Tamak**

Executive Director & CEO - Sugar Business

**Mr. Vinoo Mehta**

Executive Director & Resident Head - Kota

**Mr. Sanjay Chhabra**

Executive Director & Business Head - Shriram Farm Solutions

**Mr. Saket Jain**

Executive Director & Business Head - Fenesta Building Systems

**Mr. Sreekanth Chundi**

Executive Director & Business Head – Shriram Bioseed Genetics

**Dr. Paresh Verma**

Executive Director & Research Director - BRI

**Mr. Amit Agarwal**

Executive Director & Group Chief Financial Officer

**Mr. Sandeep Girotra**

Executive Director & Group Chief Human Resource Officer

**Mr. Ankush Kaura**

Executive Director & Chief Information Officer

**Mr. B.M. Patel**

President & Chief Operating Officer - Chemicals Business

**Mr. Sridhar Namburi**

President & Head - Internal Audit

**Mr. Anoop Singh**

President – Special Projects

**Mr. Anand A. Shriram**

Sr. Vice President - Shriram Farm Solutions

**Mr. Devdatta Sirdeshpande**

Country Head - Bioseed Philippines

**Ms. Aman Pannu**

Sr. Vice President - Corporate Communications & CSR / President - DCM Shriram Foundation

**Mr. Bineet Khurana**

Sr. Vice President & Head - Legal

**Mr. Manish Prasad Mishra**

Vice President & Business Head - Shriram Polytech

**Mr. Pranav V. Shriram**

Head – Key Corporate Business and Chief Digital Officer - Fenesta

**Mr. Varun A. Shriram**

Chief Strategy Officer - Sugar Business

# Management Discussion and Analysis

## Performance Review

The global economic environment in FY25 was shaped by a multitude of factors, including heightened geopolitical tensions, moderate growth, rising trade barriers, and continued supply chain disruptions. These challenges led to a fragmented global economy and created an uncertain operating landscape.

Despite these headwinds, Indian economy demonstrated strong resilience, supported by robust domestic consumption, increased public investment and prudent fiscal policy. Our company was well-positioned to leverage these conditions, thanks to our strategic approach that is designed to foster growth in our core operations through integration, both upstream and downstream, which enabled us to deliver strong performance, even in a volatile environment.

In the current financial year, the company witnessed improved financial performance driven by higher volumes and robust realizations in the Chemicals & Vinyl and Shriram Farm Solutions segments. Our business segments of Sugar and Ethanol and Fenesta Building Systems also contributed to revenue growth but witnessed margin pressures.

Our robust balance sheet and consistent operating cash flows empower us to invest in ongoing growth while effectively navigating business challenges and uncertainties. The diversity of our business portfolio has allowed us to sustain healthy returns. This, coupled with our successfully completed investment projects, will further enhance our operational and financial capabilities in the future.

Sustainability remains key for our operating processes and growth agenda. Resource conservation is a core objective for us along with positively impacting the communities and environment in which we operate.

Total Revenue from operations (excluding excise duty) stood at Rs. 12077 crore vs. Rs. 10922 crore last year.

- **Chemicals and Vinyl Business:** Overall revenue was higher by 24% at Rs. 3562 crore. Chemicals revenue was up by 31% at Rs. 2777 crore vs. Rs. 2119 crore led by higher volumes on account of capacity additions and realizations. Vinyl revenue was up by 6% at Rs. 785 crore vs. Rs. 743 crore driven by higher volumes.
- **Sugar and Ethanol Business:** Overall revenue was up by 4% to Rs. 3862 crore vs. Rs. 3698 crore in FY 24. The increase was primarily on account of higher realizations of sugar and ethanol.
- **Fenesta Building Systems Business** represents one of our consumer facing business wherein, revenues were up by 5% to Rs. 868 crore driven by higher volumes.
- **Agri Input Businesses – Shriram Farm Solutions**, our other consumer facing business, experienced a revenue increase of 21%, driven by higher volumes across all verticals. Revenue for **Bioseed Business** was up by 17% driven by higher realizations and volumes. **Fertilizer Business** revenue decreased by 4% mainly due to lower gas prices which is a pass through. Overall, Agri Inputs business revenues were up by 9% at Rs. 3545 crore.

**Profit before depreciation, interest and tax (PBDIT)** increased by 35% to Rs. 1472 crore vs. Rs. 1089 crore last year:

- **Chemicals Business** PBDIT stood at Rs. 503 crore, reflecting an increase of 169% from last year. This growth is attributed to higher volumes led by capacity additions at Bharuch and better margins supported by higher realizations & lower variable costs due to the efficiencies from newly commissioned power plant and lower energy prices.
- **Vinyl Business** PBDIT stood at Rs. 116 crore as compared to Rs. 29 crore last year. This increase is primarily due to lower energy and carbon material prices.
- **Sugar and Ethanol Business** PBDIT stood at Rs. 417 crore, a decline of 21% from last year on account of reduced margins due to higher cane prices (SAP) and lower recovery due to climatic conditions, partially mitigated by higher realizations.
- **Fenesta Building Systems Business'** PBDIT was lower at Rs. 157 crore vs. Rs. 171 crore last year due to higher fixed expenses towards enhancing capabilities and sales & promotion expenses. However, volumes and gross margins are better than last year.
- **Agri Input Businesses** performance has been better than last year. **Shriram Farm Solutions** PBDIT improved to Rs. 285 crore vs. Rs. 225 crore last year led by higher volumes across all verticals. **Bioseed Business** witnessed a significant improvement in earnings, with PBDIT at Rs. 67 crore vs. Rs. 28 crore last year led by higher margins. **Fertilizer Business'** PBDIT was higher at Rs. 86 crore vs. Rs. 66 crore last year led by one time arrears received in FY'25.
- **Cement Business** PBDIT witnessed a decline of Rs. 5 crore led by lower realizations, partially compensated by lower energy and power rates.

Overall PBDIT margins improved to 12.2% from 10.0% last year.

**PAT** stood at Rs. 604 crore, up 35% from Rs. 447 crore in FY 24.

- **Finance Costs** – Increased by 75% to Rs. 153 crore owing to higher average debt during the year on account of capital expenditure and lower interest capitalization.
- **Tax** out go was Rs. 160 crore.
- **EPS** for the year stood at Rs. 38.8 vs. Rs. 28.7 in FY 24.

**Net Debt** as on March 31, 2025 stood at Rs. 1395 crore vs. Rs. 1430 crore.

**Capital Expenditure:** In line with our strategic direction of strengthening our businesses through scale, integration and cost efficiency, we are implementing various growth projects. The progress of ongoing projects is as below

### Projects under implementation

- 52000 TPA Epichlorohydrine (ECH) facility with Glycerin purification facility will start trial runs in Q1 FY'26
- Anhydrous Sodium Sulphate (AnSS) is expected to be completed by Q1 FY'26
- Energy saving project is expected to be commissioned in Q4 FY'26.

- Aluminium Chloride expansion and Calcium Chloride by 100 TPD and 225 TPD respectively is planned to be commissioned by Q1 FY'27.
- Aluminium extrusion plant for Fenesta is expected to be commissioned by Q4 FY'26
- 68 MW (peak) Renewable (Solar + wind) power for Kota complex via SPV route (group captive) by Q4 FY'26
- Enhancement by 6.6 MW in Renewable (Solar + wind) power for Bharuch complex via SPV route (group captive) by Q1 FY'26.

Apart from above, board has given in principal approval towards setting up Epoxy facility and for acquisition of one or more entities engaged in hardware manufacturing business. The approval for the above stands at Rs. 1000 crore and Rs. 65 crore respectively.

The Company commissioned following projects in FY'25 at a cumulative investment of ~Rs. 2270 crore:

- 850 TPD Caustic soda plant and 600 TPD Caustic soda flaker at Bharuch
- 165 TPD Hydrogen Peroxide facility at Bharuch
- 120 MW coal and biomass based power plant at Bharuch
- 2100 TCD expansion at Loni sugar complex
- 12 TPD Integrated Compressed Biogas Project at Ajbapur Sugar complex

**We believe these steps will significantly strengthen our businesses.**

| Ratios                      | Mar'25 | Mar'24 | Remarks   |
|-----------------------------|--------|--------|---|
| Operating Profit Margin (%) | 10.8%  | 9.0%   | Higher profits led by higher volumes of chemical products and higher realizations                           |
| Net Profit Margin (%)       | 4.8%   | 4.0%   | Higher net profits due to higher operation profits partially offset by higher depreciation and finance cost |
| Interest Coverage Ratio     | 16.2   | 13.1   | Due to higher PBDIT   |
| Current Ratio               | 1.5    | 1.6    |   |
| Net Debt Equity Ratio       | 0.21   | 0.23   |   |
| Inventory Turnover          | 5.4    | 5.5    |   |
| Debtors Turnover            | 18.0   | 18.2   |   |
| Return on Net Worth (%)     | 8.3%   | 6.6%   | Due to higher net profits   |

\*Operating profit and Net profit margins are calculated on Net revenue from operations (excluding excise duty).

#### Key Financial Ratios Standalone

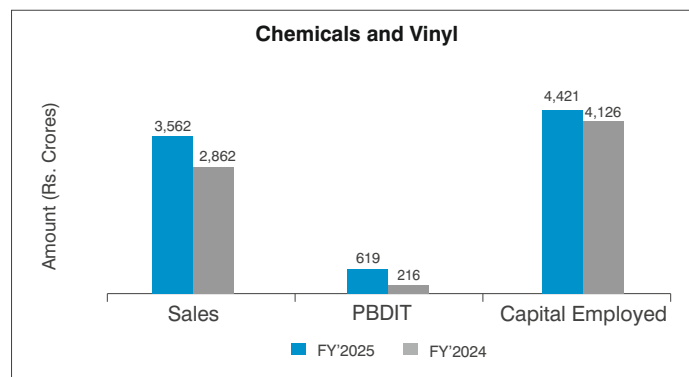
### BUSINESS-WISE PERFORMANCE REVIEW AND OUTLOOK

#### Chemicals and Vinyl

Our Chemicals and Vinyl business is highly integrated and energy intensive. Chemicals operations are at two locations (Bharuch – Gujarat

and Kota – Rajasthan) while Vinyl is at Kota only. The business is supported by a total of 344 MW captive power with flexi fuel option at both locations and 44MW (peak) captive renewable power at Bharuch. The business has multiple revenue streams. The Chemicals business has following products - Caustic Soda, Chlorine, Hydrogen Peroxide, Hydrogen, Hydrochloric Acid, Aluminium Chloride, Stable Bleaching Powder and Sodium Hypochlorite. The Vinyl business includes PVC Resins, Calcium Carbide and Polymer Compounds.

**The Revenue, PBDIT and Capital employed** for the business for FY'25 is as follows:



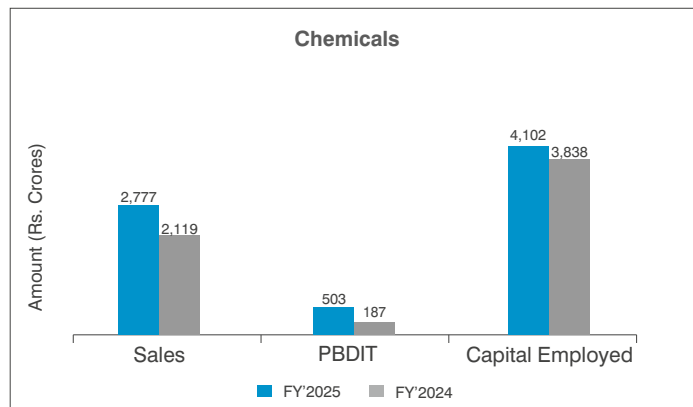
The segment's revenue stood at Rs. 3562 crore vs. Rs. 2862 crore in FY24 and PBDIT at Rs. 619 vs. Rs. 216 crore in FY24. The increase is primarily due to higher volumes led by capacity additions at Bharuch and better margins supported by higher realization and lower input cost.

**The Chemicals** industry in India has a combined installed capacity of ~6.3 million metric tonnes per annum (~6.3% share of global installed capacity). The top 4 players (Grasim, DCM Shriram, GACL and Epigral) account for ~55% of the total installed capacity. The domestic demand for caustic soda in the last 10 years has increased at a ~5% CAGR and is expected to grow in the same range.

Major consuming sectors of caustic soda industry are Alumina, Textile, Pulp & Paper, Soap & Detergents, Pharmaceuticals, etc. Chlorine is used in Petrochemicals (PVC, CMS, CPW), Agro-chemicals, Specialty chemicals and Water treatment segments. Chlorine end use segments remained under pressure due to weak demand in both domestic and global markets, global economic slowdown and geopolitical slowdown tensions impacting pigments, dyes and dyes intermediate and agrochemical industries.

Chemicals business is spread across two locations. We are the second largest caustic player in the country with Bharuch being the largest single location caustic manufacturing plant. The caustic soda production capacity at Bharuch site is 2225 TPD, while at Kota, it stands at 524 TPD. Furthermore, we enhanced our revenue streams by adding Hydrogen peroxide (165 TPD) and are further diversifying by adding Epichlorohydrin (ECH), Refined Glycerine and Calcium Chloride in our product portfolio. Also, the Board has given in principal approval for getting into Epoxy business.

**The Revenue, PBDIT and Capital Employed** for this business for FY'25 are as follows:



| Year     | Sales (MT) | Realizations (Rs./MT) |
|----------|------------|-----------------------|
| FY'25    | 7,01,880   | 28,476                |
| FY'24    | 5,80,270   | 26,928                |
| % Change | 21.0       | 5.7                   |

The chemical segment reported revenue of Rs. 2,777 crore, an increase of 31% Y-o-Y. This is majorly attributed to high volumes led by caustic capacity expansion at Bharuch in May'24 and better ECU prices (up by 5.7% Y-o-Y). PBDIT at Rs. 503 crore is up by 169% Y-o-Y driven by higher volumes and better margins led by higher realizations in Caustic soda and lower energy cost.

**Our Strategy:** Company's strategy is to keep investing to increase scale, drive cost efficiencies and diversification of revenue streams to enable the growth and add values to business in a sustainable manner. We have been consistently matching the capacity augmentation with downstream integration, greener and efficient source of energy and operational excellence. Use of green energy is helping us in our endeavour towards sustainability. The business is reinforcing its digital framework to improve efficiency of its operations.

Further, we are in the process of commissioning ECH plant at Bharuch site which will drive forward integration of chlorine. The company has also decided to enter into advanced material business including Epoxy, which will give us the flexibility to capture profit pools in the value chain.

**Vinyl** business segment includes manufacturing of PVC Resins, Calcium Carbide and Polymer Compounds. The business is an integral part of the Chemicals and Vinyl manufacturing facility at Kota. DCM Shriram Ltd. is the only company in the country which manufactures PVC Resin through the Calcium Carbide route as against the Ethylene route which is being followed by most of the countries worldwide with an exception of China. The Company is the oldest manufacturer of PVC Resins in the country today with rich experience of six decades in the business.

The Calcium Carbide manufactured by the company is partly sold as merchant Carbide, while a large part is captively consumed for the manufacture of PVC Resins. The PVC Resins are sold directly in the market or as compounds. The PVC compounding business is housed in our 100% subsidiary Shriram Polytech Limited.

PVC Resin is the third largest plastic in production and consumption in the world and finds applications across all growth drivers of Indian economy – building & construction, water & sanitation, irrigation, healthcare, power, transport and retail. PVC resin is consequently a strong pillar for the high growth Indian economy. There is a close connection between India's GDP growth & PVC demand. PVC CAGR for last 15 years was 7.6%.

PVC resins are majorly used in PVC pipes & fittings which account for ~80% of total PVC consumption in India as against ~45% for the world. India is estimated to register a healthy GDP growth in the next decade and PVC demand in turn is also expected to see sustained growth given various Government schemes and investments in construction, infrastructure, housing, potable water, irrigation developments, etc. With more than 40% of the population expected to live in urban India by 2030, up from 33% currently, increasing urbanization would further support PVC demand in India. Calcium Carbide demand also remains stable amid robust capex expenditure in infrastructure development by the government.

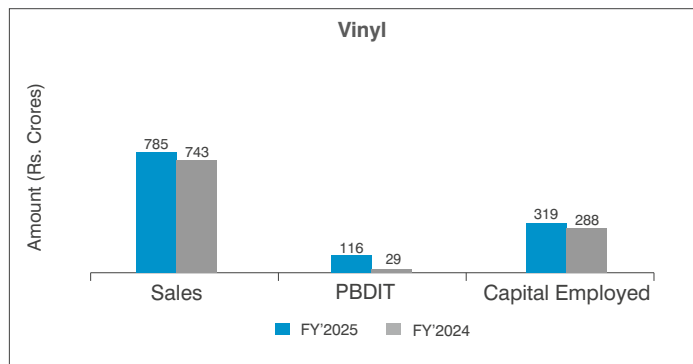
Shriram PolyTech Limited, a wholly owned subsidiary of DCM Shriram Limited, stands as one of the established and organized players in the PVC compounds industry in India. With a legacy spanning over six decades, Shriram PolyTech operates a world-class manufacturing facility with the production capacity of 24050 TPA. The company adheres to international standards, holding certifications such as ISO 9001, ISO 14001 and ISO 45001 underscoring its commitment to quality, sustainability, and workplace safety.

Initially catering to the footwear and wire & cable industries, Shriram PolyTech has diversified into high-value segments, including Flame Retardant Low Smoke (FRLS) and Heat Resistant Cable Compounds, Automotive, Food & Medical Grade Compounds, Colored PVC Compounds, and Specialty Compounds. This evolution reflects the company's strategic focus on innovation and its ability to meet the dynamic requirements of various industries.

The Indian PVC compounds market is a dynamic and rapidly expanding segment, driven by multiple end-use industries. The estimated total demand for PVC compounds in India stood at approximately 3.5 lakh metric tonnes (MT) per year in 2024-25, with ~ 5% import share.

#### **Business Performance**

The Revenue, PBDIT and Capital employed for Vinyl business in FY'25 is as follows:



|          | PVC Resins |                       | Carbide    |                       |
|----------|------------|-----------------------|------------|-----------------------|
| Year     | Sales (MT) | Realizations (Rs./MT) | Sales (MT) | Realizations (Rs./MT) |
| FY'25    | 55,736     | 77,629                | 27,924     | 61,597                |
| FY'24    | 55,579     | 76,476                | 21,636     | 65,777                |
| % Change | 0.3        | 1.5                   | 29.1       | -6.4                  |

The business segment revenue was higher by 6% Y-o-Y, and PBDIT increased by 304% Y-o-Y. Realizations for Carbide dropped as international prices reduced from average \$710/MT for PE Mar'24 to average \$ 685/MT for PE Mar'25.

Realizations for PVC increased marginally as international prices increased from average \$805/MT for PE Mar'24 to average \$814/MT for PE Mar'25.

Revenue growth was driven by higher volumes and PVC realization. Carbide sales volume was optimized in comparison to PVC in FY'25 vs FY'24 in order to leverage higher netback on Carbide. PBDIT was higher driven by higher volumes and better margins supported by lower input cost.

**Our Strategy:** The business has swing capability to sell more of PVC Resin or Calcium Carbide depending upon the margins of these products. The company is focused on maximizing margins by implementing cost-reduction initiatives and continuously evaluating new models that enhance process efficiency and support business profitability.

On the compounding front, the company is strategically exploring to expand into specialty compounds for automotive, telecom, and construction applications while simultaneously intensifying its presence in medical sector.

#### **SUGAR AND ETHANOL**

India is the second largest producer and largest consumer of sugar in the world. Indian Sugar Industry is highly fragmented with private sector, Government undertakings, Co-operatives, and unorganized players. Unorganized players are mainly involved in production of Gur and Khandsari, the less refined form of sugar. The crushing period varies from region to region beginning in October/ November and goes on till April/ May in all states except in southern states like Tamil Nadu, Andhra Pradesh where it continues till July/ August. In domestic context, sugar is the second largest Agro based industry supporting over 50 million farmers

along with indirect employment to rural population. It is estimated that about 7.5% of the rural population in India is involved with the sugar industry.

There have been no significant investments in global sugar capacities over the last few years and the variations in sugar production have been largely attributable to the Sugarcane production and the flexibility in Brazil between sugar and ethanol production. World sugar balance sheet is expected to be in a deficit of ~3.3 million tonnes in SS 24-25.

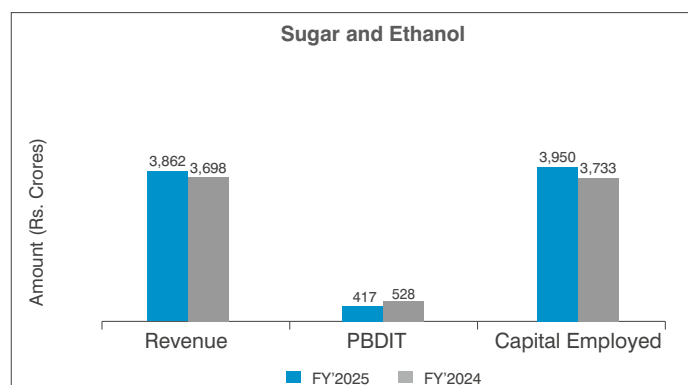
India is structurally a sugar surplus nation, however in the current season it is expected to witness a decline in overall sugar production to about ~26 mmt after considering the diversion of sugar of about 3.75 mmt to ethanol. The consumption is close to 28 mmt. Additionally, with the government allowing export of 1 mmt, Indian sugar stocks are expected to be at ~ 5.0 mmt.

Government of India continues to be aggressive in the ethanol blending mandate. Blending rate achieved in ESY 23-24 was 14.6% and for the current Ethanol season the blending rate achieved in is ~18%. In ESY 24-25, grain based ethanol contributed 66% share as against 34% from sugar based ethanol.

Govt has allowed ethanol production from sugarcane juice and B-grade molasses as well as FCI Rice. Further, it is planning to set a new target of 30% ethanol blending in petrol by 2030 after successfully reaching the 20% mark in Mar'25.

DCM Shriram is a major player in the domestic sugar industry based out of the State of Uttar Pradesh. The company has four integrated sugar complexes located in central U.P. at Ajbapur (13,500 TCD), Hariawan (13,000 TCD), Loni (9,400 TCD) and Rupapur (6,500 TCD) with a total crushing capacity of 42,400 TCD, with total refined sugar capacity of 26500 TCD supported by power cogeneration capacity of 166 MW (Sugar- 152 MW, Distillery- 14 MW), of which 88 MW of power can be exported. These four units are fully integrated with three distilleries – two on molasses feedstock located at Ajbapur (120 KLD) & Hariawan (190 KLD) and one on multi-feedstock at Ajbapur (250 KLD), a country liquor bottling line of ~11,800 tetra cases per day. To further enhance the value of our by-products, we operate a 4,600 TPD potash plant utilizing distillery ash under our 100% subsidiary and a 12 TPD CBG plant utilizing press mud.

**The Revenue, PBDIT and Capital Employed** for this business for FY 25 along are as follows:





| Particulars | Sugar (Domestic) |                       | Ethanol         |                       |
|-------------|------------------|-----------------------|-----------------|-----------------------|
|             | Sales (Lac Qtl)  | Realisation (Rs./Qtl) | Sales (Lac Ltr) | Realisation (Rs./Ltr) |
| FY'25       | 62.2             | 3912                  | 1541.0          | 62.5                  |
| FY'24       | 59.6             | 3802                  | 1624.2          | 57.5                  |
| % Change    | 4.2              | 2.9                   | -5.1            | 8.6                   |

#### Operational Data (Financial Year Basis)

| FY    | Cane Crushed (Lac Qtl) | Recovery Rate % | Sugar Produced (Lac Qtl) |
|-------|------------------------|-----------------|--------------------------|
| FY'25 | 565.4                  | 10.5            | 58.6                     |
| FY'24 | 647.2                  | 10.7            | 69.4                     |

The decrease in PBDIT is mainly due higher cost of production and lower sales volumes of ethanol. However, impact was partially mitigated by higher realizations.

**Our Strategy:** Sugar business has over the last couple of years, built a fully integrated sugar complex having a capability of capturing full downstream value for all its four sugar factories. Now our key focus areas are:

1. Focus on improving productivity and quality of sugarcane through dedicated cane development efforts, thereby benefiting both farmers in terms of higher yields and mills in terms of better recoveries & volumes
2. Focus on sweating existing assets and drive operational efficiencies across all business lines
3. Further evaluate options of value addition on by-products
4. Improve digital utilisation across its activities in the farm as well as operations.

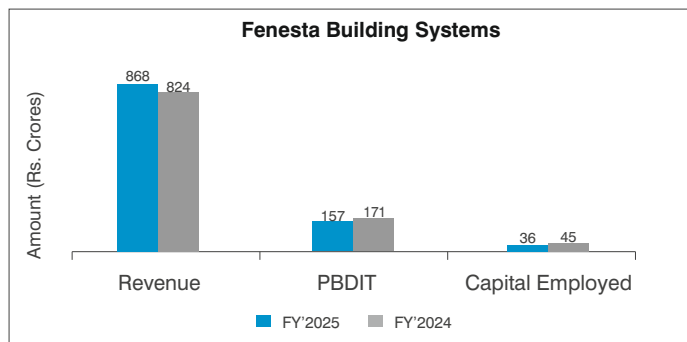
#### FENESTA BUILDING SYSTEMS

Fenesta Building Systems is India's largest and most preferred Windows & Doors brand. It provides complete solutions in terms of design, manufacture, fabrication, installation and service of precision-engineered, made-to-order windows, doors & Façade systems. Currently 7 Fabrication plants (4 uPVC, 2 Aluminum and 1 Façade) and one uPVC Extrusion unit (10 extrusion lines) are operational. There are 380 dealers in 247 cities along with 9 company owned and company operated showrooms. Fenesta serves 975 cities in India and has international presence in 3 countries.

The consumer facing business of the company provides solutions for uPVC, System Aluminium windows, WPC & Engineered wooden doors and Glass Façades. We continue to invest to enhance capacities and are in process of setting up an Aluminium extrusion plant, which will help us to reduce lead time and enhance customer experience.

**The Revenue, PBDIT and Capital employed** for this business for FY25 is as follows:

Revenue up by 5% driven by higher volumes. PBDIT for the business is



| Year     | Sales (Windows/Doors) (Nos.) | Realizations (Rs./Nos.) |
|----------|------------------------------|-------------------------|
| FY'25    | 4,17,356                     | 20,809                  |
| FY'24    | 3,96,197                     | 20,786                  |
| % Change | 5.3                          | 0.1                     |

lower at Rs. 157 crore vs. Rs. 171 crore in FY'24 mainly due to higher fixed expenses towards enhancing capabilities and sales and promotion expenses. However, volumes and gross margins are better than last year.

**Our Strategy:** Strategic focus area of the business is to provide exceptional customer experience and offer comprehensive product portfolio, resulting in sustained volume growth. The business is investing into setting up newer revenue platforms and enhancing capacities to accelerate future growth. Fenesta will continue to innovate new products across all its verticals. It continues to focus on growth both geographically & by increasing product offerings in Windows, Doors, Façades and adding new product platforms.

#### SHRIRAM FARM SOLUTIONS

Agricultural sector is faced with the daunting challenge of preparing to feed increased population of 10 bn people by 2050. Also, as incomes rise, the nutrition value of food will become critical. At the same time, climate change is expected to put a pressure on farm productivity, and we also need to cut greenhouse gas (GHG) emissions from agriculture production. These challenges emphasize the urgent need for sustainable and science based new technology agricultural solutions.

At Shriram Farm Solutions (SFS), our core mission remains to invest in research and collaborations to come up with new technology Agri-Inputs and solutions for farmers. In addition, research collaborations around the world helps SFS bridge the technology gap between India and the developed world.

During FY'25, SFS achieved a notable 21% revenue growth. This progress was made despite hurdles such as delayed monsoons, unusually warm winters, and evolving crop preferences among farmers. We introduced 4 differentiated products that have been well received by the farming community. For the first time, SFS also launched a new chemistry in the Crop Protection category. Our in-house R&D products have continued to

gain traction, earning farmer confidence due to their effectiveness in real-world agricultural settings. Our Research Wheat Seed Business maintained its market leadership, registering a 28% year-on-year increase in revenue.

Our subsidiary, Shriram AgSmart Ltd, which specializes in manufacturing high-value specialty nutrition solutions, exemplifies our commitment to innovation and business expansion. To further diversify revenue streams, we have initiated direct B2B sales through the AgSmart facility, optimizing plant efficiency and broadening our market reach.

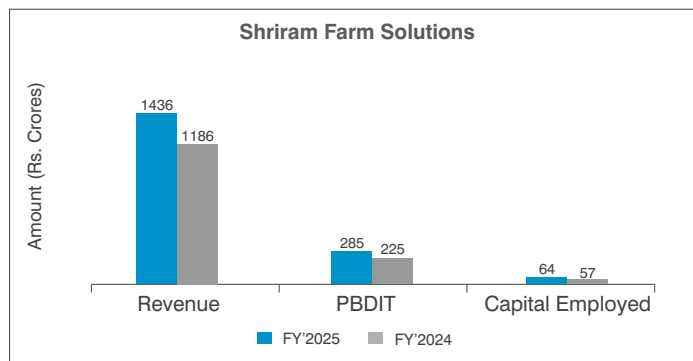
SFS has also been a frontrunner in leveraging digital solutions to enhance farmer awareness, education, streamline logistics, and improve operational efficiency. SFS became the first Agri-input company in India to launch a convenient WhatsApp-based ordering system for its customers. SFS is continuously exploring collaborations with rural e-commerce start-ups to further enhance its reaches of over 2 million farmers and 35000 retailers.

The 'Shriram' brand's five-decade legacy of bringing new technology inputs to farmers has been further strengthened with the successful product launches in the last year, especially products specifically customised for horticulture farms.

The agricultural sector is undergoing rapid transformation, influenced by fluctuating global commodity prices, evolving farmer preferences, and the global uncertainty caused by tariff wars. SFS remains well-positioned to anticipate these shifts and capitalize on emerging opportunities in both domestic and international markets. By prioritizing responsiveness, investing in cutting-edge technology, and maintaining a strong product pipeline, we are committed to sustaining our leadership in the farm solutions space.

**The Revenue & PBDIT for this business for FY25 are as follows:**

#### **Financial Performance (FY'25):**



**Revenue:** Increased by ~21% to Rs. 1436 crore, compared to Rs. 1186 crore in the previous year. Growth was fueled by growth in research wheat seeds, hybrid seeds and the Crop protection and Specialty nutrition segment.

**PBDIT:** Rose by ~27% to Rs. 285 crore, up from Rs. 225 crore last year,

driven by improved margins resulting from better volumes and enhanced product pricing.

**Our Strategy:** SFS's long-term strategy is centered around own R&D, agility, innovation, and deeper market penetration further reinforced by collaborations with leading research organizations and Agro Chemical companies. Our Investment for Growth initiative underscores our dedication to delivering cutting edge science based products, forging exclusive partnerships, and strengthening brand presence at the grassroots level. Expansion of R&D capabilities across various crops and extensive field trials align with our vision of "Better Science, Better Harvest," ensuring that we continue to support farmers with superior agricultural solutions while fostering sustainable growth.

#### **BIOSEED**

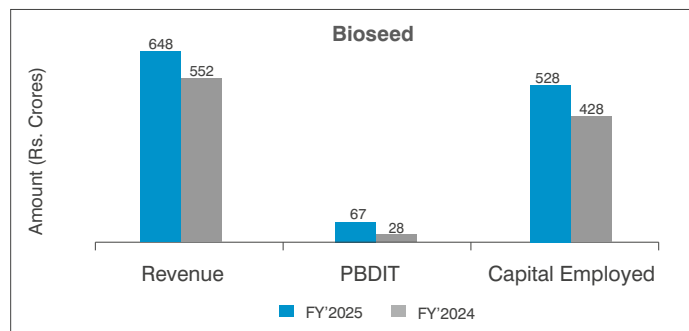
Bioseed is a Research oriented organization and believes in serving the farmers by providing high quality hybrid and varietal seeds with desired traits. It is a business with end to end integration which involves research, production, processing and sales.

The key crops that we deal in India comprise of Corn, Paddy, BT Cotton, and Vegetables among others. In Philippines, we deal in Corn and Paddy. Our distribution network is wide spread across regions and continues to grow.

We have our research stations in all major agro-climatic regions in Asia pacific region. We spend about 6-8% of our revenue on research activities. This has led to a healthy product pipeline. The product development is not only focused on providing high yielding hybrids, but also meeting other challenges, such as pest resistance, disease tolerance, salinity and drought tolerance. The Company has got into research alliances to further strengthen its capabilities in new technologies.

**The Revenue, PBDIT and Capital employed for this business for FY25 are as follows:**

Bioseed Revenues in FY 25 stood at Rs. 648 crore vs. Rs. 552 crore last



year. Indian operations witnessed an increase in revenue to Rs. 507 crore from Rs. 429 crore last year, driven by higher volumes and better realizations mainly in corn and paddy. The Philippines revenue in FY'25 increased to Rs. 141 crore vs. Rs. 113 crore in the previous year. PBDIT for India operations improved primarily due to better margins. PBDIT for

Philippines operations was higher from last year led by higher volumes and better margins.

**Our Strategy:** Research and development are the foundation of this business and we continue to invest in it. The business is strengthening as well as rationalising its product portfolio and intensifying marketing efforts to enhance trust and create a demand pull by organizing the field activities especially on newly launched hybrids in all the major crops. The trade channel is also being strengthened.

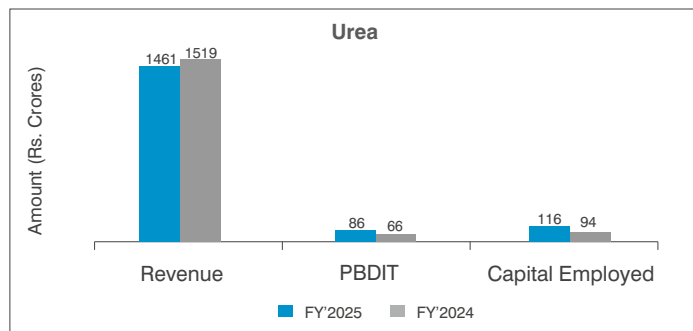
#### **FERTILIZER (UREA)**

The company's Urea plant located at its integrated manufacturing complex at Kota, Rajasthan, is one of the oldest plants in the country with a reassessed capacity of 3,79,500 TPA Urea. The company enjoys high brand equity amongst the farmers and has an extensive distribution network over the entire Northern and Central India.

India is the second largest producer and consumer of Urea in the world. Urea is the most preferred fertilizer and constitutes about 81% of entire 'N' fertilizer consumption in the country. Low farm gate price (fixed by government) and high nitrogen content has made it a preferred choice of the farmers. The gap between demand and supply of Urea has been met through imports. After commissioning of six new Urea Plants, Urea production for FY'25 is estimated to be ~ 31 MMT and the consumption is expected to be ~ 39 MMT. Therefore, the imports are expected to reduce to ~ 5 MMT during FY'25 against ~7 MMT in FY'24.

The Government of India has allocated Rs 1 lakh crore for Urea Subsidies in 2025-26, which appears slightly insufficient to fully cover subsidy payouts at current gas prices. The government is promoting Nano Urea, expected to enhance crop yields through efficient nitrogen delivery and reduce the overall subsidy burden of the government. However, this transition will take time to materialize.

The Revenue, PBDIT and Capital employed for this business for FY25 along with the quantitative data is as follows:



| Year    | Sales (MT) | Realizations (Rs./MT) |
|---------|------------|-----------------------|
| FY 25   | 4,03,966   | 34,833                |
| FY 24   | 4,13,277   | 35,444                |
| %Change | -2.3       | -1.7                  |

The business experienced lower revenue compared to last year, primarily due to a decline in sales and a reduction in gas prices, which averaged to US\$ 14.7/MBT versus US\$ 15.4/MBT in the previous year, which is a pass-through cost. In Q4, gas prices stood at US\$ 13.9/MBT. In spite of lower sales, PBDIT increased mainly due to receipt of arrears related to previous years.

In our drive towards sustainability, we have been making sincere efforts to reduce CO2 Emissions by way of reducing energy consumption thereby reducing use of fossil fuels. Similarly, significant reduction in water consumption has been achieved over the years by undertaking various water conservation schemes.

**Our Strategy:** The Company has been making continuous efforts towards improvement in energy consumption, maximising urea production as well as control on fixed expenses.

#### **OTHER BUSINESSES**

##### **CEMENT**

The company operates a Cement plant with a capacity of 400,000 TPA located at its integrated manufacturing facility at Kota. Calcium Hydroxide - Ca(OH)<sub>2</sub> sludge is generated in the process of manufacturing PVC resins through Calcium Carbide route, which is then converted to Cement in an environment friendly manner using 'Wet' process.

The Company produces high quality, premium grade Pozzolana Portland Cement (PPC) and Ordinary Portland Cement (OPC). The Cement is characterized by light colour, superior strength and early setting properties. These characteristics have made "Shriram Cement" to be considered as a premium brand especially in markets like Delhi-NCR and Rajasthan.

**Business Performance:** Revenue of the Cement business stood at Rs. 167 crore vs. Rs. 200 crore last year. The decrease in revenue by 17 % was mainly on the account of lower volumes and realization.

The PBDIT stood at -ve Rs. 7 crore this year as compared to -ve Rs. 3 crore last year. This is mainly due to lower realization, partially mitigated by lower cost of energy and power.

**Our Strategy :** The business is focused on further improving its efficiencies and optimizing its cost structure along with product mix for generating higher returns. The company is making continuous efforts towards improvement in energy consumption, maximising Cement production as well as controlling fixed expenses.

##### **HARIYALI KISAAN BAZAAR**

The Retail operations were rationalised in 2013. The Company has limited its current operations to fuel retailing, which is also being rationalized.

#### **OPPORTUNITIES, THREATS, RISKS AND MITIGANTS**

The Company being a conglomerate has a natural business hedge, however individual businesses are exposed to various opportunities and risks.

## Opportunities:

### • Strategic Growth through Adjacency and Integration

- The company actively pursues both organic and inorganic growth opportunities, to enhance scale as well as expanding into adjacent sectors, implementing forward and backward integration, and enhancing value addition across all its existing business segments.

### • Rising Demand for Advanced Agri Inputs Driven by Climate Change

- Increasing climate variability and extreme weather events are intensifying the need for high-quality seeds and farm inputs with specialized traits. Both domestic and global food demand are on the rise, necessitating higher productivity and the development of seeds that are resilient to extreme climates, as well as effective solutions for crop disease and pest management. The company's agri-input businesses are well-positioned to address these evolving requirements.

### • Expansion Potential for Fenesta Building Systems

- Fenesta Building Systems is continuously exploring opportunities to diversify into related building material categories and invest in new platforms, leveraging its established presence and expertise in the fenestration industry.

### • Strong Brand Equity and Customer Trust

- All business divisions benefit from robust brand recognition and a high degree of trust and credibility among customers, including the farming community and end consumers.

### • Solid Financial Foundation Enabling Continued Investment

- The company's strong financial health, characterized by healthy cash flows and a proven track record of successful project execution, provides the capacity to consistently reinvest in growth initiatives and new business opportunities.

## Risk, threats and mitigants:

### • Energy Intensive Business

- Chemicals and Vinyl operations are highly energy-intensive, posing cost and sustainability challenges. To address this, we consistently invest in enhancing sustainability across our business, technology, operational efficiencies, fuel mix, and sourcing. This ensures our production costs remain competitive while minimizing environmental impact.

### • Climate Risks Affecting Sugarcane Production

- Sugarcane output, yields and recovery are vulnerable to climate-related risks such as erratic weather, drought, and pest outbreaks. We collaborate closely with farmers to improve agronomy practices, supply superior seeds, and provide better farm inputs, aiming to boost resilience and productivity in the face of climate change.

### • Carbon and Environmental Risks

- Given the carbon-intensive nature of our operations, sustainability remains a core focus. We actively work to increase the share of renewable energy in our portfolio, including renewable power, bagasse-based co-generation in the sugar segment, and biomass co-firing in coal-based power plants for the chemicals and vinyl business. Currently, 35% of our energy consumption is from green sources. We are also more than 10x water positive and continuously strive to improve efficiencies, reduce energy usage, and lower our carbon footprint. Our investments in circular economy initiatives further support these efforts.

### • Capital Intensity of Core Businesses

- The sugar, chemicals and vinyl, and fertilizer segments are capital-intensive, which can expose the company to financial risks. We mitigate this by optimizing working capital, maintaining low debt levels, and ensuring reasonable returns on capital employed, following prudent financial management principles.

### • Regulatory Risks in Sugar, Fertilizer, and Agri-Inputs

- Segments such as sugar, fertilizer, and certain agri-inputs are subject to regulatory interventions, which can impact operations and profitability. We manage this risk by maintaining a balanced exposure to these sectors and engaging with regulatory authorities and industry stakeholders to advocate for policies that benefit farmers, consumers, and the industry. Product diversification in Sugar and Ethanol and Bioseed Businesses further helps limit regulatory risk.

### • Compliance and Evolving Regulatory Requirements

- The increasing complexity of regulations necessitates enhanced compliance efforts. Non-compliance can result in financial penalties and damage to the company's reputation. We address this risk through regular monitoring, the use of IT tools, and ongoing reviews of regulatory changes to ensure full compliance with all applicable laws and standards.

### Internal Control Systems and their Adequacy

The procedures and controls are documented for all the key business processes and adhered to. Risk and Control Matrices (RCM) are documented for all key business cycles and processes and are reviewed by the Business Accounts and Internal Audit teams at periodical intervals. The Internal Audit team along with co-sourced internal audit teams carries out independent testing of effective functioning of key controls for all major business cycles either as part of the internal audits or through yearly testing plan which is duly approved by the Audit Committee at the start of the year. Further, these processes and controls are supported by SAP S4 HANA ERP and making them further robust. The key observations noted in internal audit reviews are presented to the Management and Audit Committee along with the remediation plans and action taken report.

### **Human Resources and Industrial/ Employee Relations**

Our HR strategy is closely aligned with our organization's overall goals. It helps us attract, keep, and develop the right talent while ensuring we invest wisely and make decisions that support our strategic objectives. We are particularly focused on driving sustainability through HR, embracing digitalization, and adapting to future work methods. We have strengthened our HR strategy by setting clear goals under five key pillars: Building Future Ecosystem, Enhance Capabilities, Employee Experience & Efficiencies, Culture and Sustainability.

#### **Drive Growth**

To build a sustainable and future ready Organization in line with the Growth strategy, there have been interventions designed around revisiting Organization structures to make them forward looking, building a strong Leadership bench strength through Succession planning and inducting talents through Early in career programs, creating a focus on Diversity and Inclusion and building the right capabilities

- DCM Shriram's Early in Career program is a strategic initiative to build a future-ready leadership pipeline and competent workforce. Through a gamut of focused trainee programs like the Management Trainee, HR Leadership Program & Technical Management Trainee scheme, more than 100 high-potential young professionals are on-boarded across the group each year. This proactive talent investment nurtures domain capabilities while developing well-rounded leader's adept at driving business growth and managing complexities. The program strengthens company's talent equity, positioning us as an employer of choice. It directly bolsters key strategic priorities - building robust functional capabilities, enhancing digital/technical competencies, and establishing a leadership succession pipeline. For shareholders, this initiative secures DCM Shriram's long-term competitiveness and sustainability by fortifying its human capital - the vital driver of profitable growth and enduring market leadership.
- Organization and Leadership Process - Creating future ready organization by ensuring a sustainable leadership pipeline to enable business impact. It is helping the Organization to drive sharper focus on-
  - Driving long term strategic discussions for getting business future ready
  - Reassessing Organization structures and designs for future readiness and delivery
  - Helping in highlighting key insights on skills that exist and key skills that need to be built for future business needs
  - Focused discussion on areas for Key talent (STAR pool and Critical role incumbents) retention/movement and development
  - Identify Retention risk for Star performers and evaluate the Gaps and Mitigates

- Create Individual development plans for Star pool and Successors
- Organization wide view of Functional talent and succession
- We expanded the scope of our Potential assessment framework in line with our talent strategy, to strengthen functional and leadership bench strength.

As part of OLP we have 3-5 year Talent Strategy, in line with the Business Growth Plans, where we have assessed the current talent gaps and opportunities. This helps us with pivoting the talent required in the future to achieve the business growth objectives and create an action plan for build and Hire.

**Diversity, Equity and Inclusion-** We believe that fostering an inclusive culture empowers individuals, enhances collaboration, and drives business success. Achieving a gender-balanced workforce remains a fundamental priority across all our businesses, as we work towards creating equitable opportunities that enable diverse talents to flourish.

**WIDE (We are Inclusive, Diverse, and Equitable)**, our vision for DEI, aimed at creating a thriving workplace that values diverse perspectives and fosters an environment where everyone feels respected, valued and empowered. We firmly believe that embracing diversity and ensuring equity and inclusion is essential to building a sustainable future for our business.

DEI is not just about numbers, it is about building a culture where everyone—regardless of gender, background or ability—feels empowered and included. At our Bharuch plant, we have taken meaningful strides by employing differently abled individuals and training our employees in sign language to foster seamless communication and true inclusivity.

Taking this commitment further, our **Flaker Plant in Bharuch has made history by becoming all-women-run facility**—challenging long-standing norms and proving that expertise, strength and precision are defined by capability, not gender. Through these initiatives, we continue to break barriers and set new benchmarks for inclusion in the industry.

We have also undertaken various initiatives across business under WIDE. We have launched dedicated development forums and **mentoring program** to support women employees in career progression.

Our mentoring program focuses on both one-on-one mentoring and group mentoring, providing women employees with personalized guidance & peer support. **“She Leads”** Women Development Forum focuses on 6- 9 month journey programs at various levels of Career starting with “Early in Career” Professionals focusing on everyday leadership, “Mid-Career Professionals” focusing on intentional career pathing & “Senior professionals” focusing on lead like a woman.

We continue to expand and strengthen our four pillars of DEI Strategy, which are:



1. **Recruitment:** We focus on providing equitable opportunities for every talent we hire. Our aim is to mitigate the biases along the process of attracting & retaining the right talent for the organization. We are committed to creating an inclusive recruitment experience that welcomes individuals from different backgrounds, abilities and perspectives.
2. **Retention:** We strive to build a sustainable ecosystem that nurtures and supports our employees at every stage of their career. Our focus is on fostering an inclusive culture, providing a supportive infrastructure and implementing equitable policies & practices. Employee well-being and a strong sense of belonging are key priorities in our retention strategy.
3. **Rising:** We actively engage employees in external programs to provide industry exposure and a growth mindset. Employees receive access to comprehensive training and development programs that foster cultural competence, enhance leadership skills and promote inclusive practices. We invest in initiatives that support career advancement and leadership development, ensuring that diverse talent is nurtured and empowered.
4. **Reinforcing:** Effective communication and awareness play a critical role in strengthening DEI across the organization. We conduct pink room chat sessions and run Meri Saheli Program to create open, transparent platforms for discussing DEI- related topics and fostering employee engagement. We leverage multiple platforms to share success stories, promote awareness and reinforce our commitment to DEI at all levels of the organization.

Overall Diversity is an integral part of our sustainability journey and key to building a strong future ready organization.

#### **Capability Build Up:**

Learning & Development (L&D) strategy for FY 2024-25 has prioritized capability development for our employees and the organization's long-term success. We have emphasised on building employees and leaders ready to take up higher responsibilities. Mentioned below are some key highlights:

- **Focusing on Future-Ready Skills:** We've identified critical skills needed to thrive in the evolving business landscape. L&D programs have been tailored to address these skills, equipping employees to adapt and contribute effectively to our strategic goals.
- **Personalising Learning Journeys:** We're moving towards a more personalized learning approach, leveraging data and analytics to identify individual skill gaps and recommend targeted learning pathways. This ensures employees receive the most relevant development opportunities to maximize their potential.
- **Expanding Learning Content and Delivery Methods:** We're continuously seeking high-impact learning content from diverse sources, including industry experts, external platforms and internal subject matter experts. Additionally, we'll explore innovative delivery methods like micro

learning, gamification, action learning projects, shark-tank pitches, coaching and virtual reality to enhance engagement and knowledge retention.

- **Promoting self-paced digital learning:** We've strengthened our investment in the e-learning platform to build a culture of learning-on-the-go. The learning platform empowers employees to access world-class content from industry experts, regardless of location. It empowers them to gain in-demand skills conveniently and at their own pace, fostering a highly skilled and adaptable workforce.
- **Strengthening Leadership Development:** Based on various stages of the employee life cycle, we have curated leadership development programs for First Time Managers, Tenured People Leaders, Senior Leaders Program and created various People Manager Forums. Such programs enable leaders across levels to effectively manage and develop their teams, fostering a strong leadership pipeline for the organization.
- **Fostering a Continuous Learning Culture:** We'll promote a growth mindset throughout the organization by encouraging knowledge sharing, peer-to-peer learning initiatives and the creation of internal learning communities.
- **Mentoring and coaching programs** have continued along with rotations of employees into new and different roles to give them a developmental exposure and learning for better careers
- **To ensure enhanced integration of Senior Leaders within the Organization,** a structured orientation program has been curated around Cultural assimilation, Relationship building and Business understanding as the key focus areas
- **Measuring Impact and ROI:** We are implementing a robust approach to measure the impact of L&D interventions. This will involve evaluating the effectiveness of programs in improving skills, employee performance, and ultimately, organizational outcomes.

By continuously innovating and adapting our L&D strategy, we remain committed to empowering our employees to be future-ready and contribute to the organization's continued success.

**Culture:** The commitment of the Organisation towards people is strongly enshrined in the core values and beliefs of the Organisation. Values and Culture impact employees right through the entire Employee Life Cycle hence it needs to be integrated at all stages through DCM Shriram way which is:

- **Regular reinforcement through Communication by Leaders** to enable Employees to understand the significance of demonstrating values in their work
- **Linking it with the outcomes of Performance Management and Potential Assessment through Values framework**
- **Senior Leadership hiring, all GM and above hiring is based on the Values framework**

- Recognition- through “living the values” at work
- Learning- Development programs are based on the Values and Behaviour framework

#### **Employee Touch Points**

- Employee surveys serve as invaluable tools in cultivating a thriving workplace environment. Our regular administration of surveys allows us to gauge the organization's heartbeat effectively. We craft action plans centred on bolstering employee engagement and retention through diverse initiatives, such as recognition programs and efforts to foster work-life balance. Additionally, the company conducts routine town halls and open forums to facilitate seamless communication and gather feedback.
- In line with our digital transformation endeavours, we had introduced an HR Chatbot to streamline employee access to HR policies and information, thereby automating our HR helpdesk system. Furthermore, we've optimized the utilization of Success Factors, our HRMS, to heighten data accuracy and diminish manual interventions, thereby enhancing the overall employee experience.
- Elevating our commitment to employee safety and well-being, we've forged partnerships with external organizations to institute Employee Wellbeing and Assistance Programs. These initiatives offer employees access to counselling sessions, mental well-being programs and crucial safety support in the event of emergencies. Our focus remains steadfast on nurturing a workplace environment where every employee feels secure and supported.
- An engaged workforce undoubtedly contributes to business success. Recognizing and celebrating achievements and milestones further strengthens employee morale and reinforces a sense of belonging and loyalty to the organization. Various festivals, across all cultural and religious backgrounds are celebrated in locations and townships, where everyone participates whole heartedly.

#### **Employee / Industrial Relations**

The cornerstones of our employee relations' philosophy are inclusion, transparency, empowerment, equal opportunity and ethical conduct. Every employee is duty bound to uphold and commit to our values I ACTION.

Employee relations continue to be one of the key focus areas of the Company. The availability of qualified and trained manpower is critical for sustainable success.

- We are committed to ensure that all statutory compliances pertaining to workforce is the basic and minimum requirement. The compliances are regularly monitored and reviewed to ensure that the statutory provisions are implemented in letter and spirit.
- We encourage 2-way communication between employees, management, external stakeholders and government authorities. This covers representations across various forums like Works Committee, Safety Committee, etc. Wage agreements are amicably concluded through the process of bipartite or multi-partite collective bargaining, while balancing the business imperatives and employee aspirations.
- Holistic employee well-being of the workforce is a top priority, with a strong emphasis on health, safety and environment. Regular health check-ups, medical camps are organized across all our locations for employees and family members. Appropriate systems and checks are in place to ensure all persons entering our premises are given safety training and personal protective equipment.
- We are an inclusive and equal opportunity employer. All establishments have an Internal Committee and all compliances pertaining to POSH Act are in place.
- Continuous training and development opportunities empower employees, enhancing their skills and job satisfaction, thereby contributing to a motivated workforce.
- Proactive measures are taken to address potential sources of conflict or dissatisfaction, promoting proactive dialogue and collaborative problem-solving to prevent escalations.
- We are also focusing on improving the quality of life of the people in our surrounding communities. Through community engagement initiatives and corporate social responsibility efforts, the company extends its commitment to positive industrial relations beyond its workforce, creating a broader impact and fostering goodwill within the community.



# Business Responsibility & Sustainability Reporting

[Under Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

## SECTION A: GENERAL DISCLOSURES

### I. Details of the listed entity

- Corporate Identity Number (CIN) of the Company:**  
L74899DL1989PLC034923
- Name of the Company:** DCM Shriram Ltd.
- Year of incorporation:** 1989
- Registered address :** 2<sup>nd</sup> Floor (West Wing), Worldmark-1, Aerocity, New Delhi-110037
- Corporate address:** 2<sup>nd</sup> Floor (West Wing), Worldmark-1, Aerocity, New Delhi-110037
- E-mail id :** [response@dcmshriram.com](mailto:response@dcmshriram.com)
- Telephone:** +91-011-42100200
- Website:** [www.dcmshriram.com](http://www.dcmshriram.com)
- Financial year for which reporting is being done:** 2024-25
- Name of the Stock Exchange(s) where shares are listed:**  
Bombay Stock Exchange (BSE), National Stock Exchange (NSE)
- Paid-up Capital:** INR 31.19 Crores
- Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:**  
**Name:** Mr. K. K. Sharma  
**Designation:** Whole Time Director- Environment, Health and Safety  
**Telephone Number:** +91-011-42100200  
**Email id:** [kksharma@dcmshriram.com](mailto:kksharma@dcmshriram.com)
- Reporting Boundary** - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).  
**Standalone Basis**
- Name of the Assessment or Assurance Provider :** Deloitte Haskins & Sells LLP
- Type of Assessment or Assurance Obtained :** Limited Assurance on BRSR Core KPIs

### II. Products/Services

- 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 FY 2024-25 |
|--------|------------------------------|---|--|
| 1      | <b>Agri-Rural business</b>   | <ul style="list-style-type: none"> <li>Manufacturing of Sugar and Ethanol</li> <li>Manufacturing of Urea and trading of Agri-inputs such as Seeds, Specialty Plant Nutrition Products and Crop Protection Chemicals</li> <li>R&amp;D of Hybrid Seeds, Seed production and processing</li> </ul> | 61.56 %                                |

| S. No. | Description of main Activity          | Description of Business Activity   | % of Turnover of the entity FY 2024-25 |
|--------|---------------------------------------|--|--|
| 2      | <b>Chemicals &amp; Vinyl business</b> | <ul style="list-style-type: none"> <li>Manufacturing of Caustic Soda, Chlorine, Hydrogen, Stable Bleaching Powder, Calcium Carbide, PVC resins, Aluminum Chloride</li> </ul> | 27.35 %                                |
| 3      | <b>Value added business</b>           | <ul style="list-style-type: none"> <li>Fenesta Building Systems that manufactures UPVC and Aluminium windows &amp; doors</li> </ul>  | 6.93 %                                 |

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

| S. No. | Product/Service                                 | NIC Code    | % of total Turnover contributed |
|--------|---|-------------|---------------------------------|
| 1      | Manufacturing of Chemicals and Fertilizers      | 2011, 2012  | 34.07 %                         |
| 2      | Manufacturing of Sugar and Ethanol              | 1072, 2011  | 34.23 %                         |
| 3      | Trade of agri-inputs                            | 4620        | 11.42 %                         |
| 4      | UPVC and Aluminium Windows and Door Systems     | 2220, 25111 | 6.93 %                          |
| 5      | Seed processing activities, research activities | 0164, 7210  | 4.13 %                          |
| 6      | Manufacturing of cement                         | 2394        | 1.34 %                          |
| 7      | Co-generation of power                          | 3510        | 0.81 %                          |

### III. Operations

- Number of locations where plants and/or operations/offices of the entity are situated:**

| Location      | Number of plants | Number of offices | Total |
|---------------|------------------|-------------------|-------|
| National      | 11               | 46                | 57    |
| International | 1                | 0                 | 1     |

- Markets served by the entity:**

#### a. Number of locations

| Locations                               | Number                     |
|---|----------------------------|
| <b>National (No. of States)</b>         | 28 (+ 6 Union Territories) |
| <b>International (No. of Countries)</b> | 65                         |

- What is the contribution of exports as a percentage of the total turnover of the entity?**

2.73%

**c. A brief on types of customers**

Through its various businesses, DCM Shriram caters to two distinct categories of customers:

- Business-to-Business (B2B)
- Business-to-Consumer (B2C)

**IV. Employees**
**20. Details as at the end of Financial Year:**
**a. Employees and workers (including differently abled):**

| S.No.     | Particulars              | Total<br>(A) | Male    |           | Female  |           |
|-----------|--------------------------|--------------|---------|-----------|---------|-----------|
|           |                          |              | No. (B) | % (B / A) | No. (C) | % (C / A) |
| EMPLOYEES |                          |              |         |           |         |           |
| 1.        | Permanent (D)            | 3837         | 3593    | 94%       | 244     | 6%        |
| 2.        | Other than Permanent (E) | 58           | 54      | 93%       | 4       | 7%        |
| 3.        | Total employees (D+E)    | 3895         | 3647    | 94%       | 248     | 6%        |
| WORKERS   |                          |              |         |           |         |           |
| 4.        | Permanent (F)            | 2360         | 2355    | 99.8%     | 5       | 0.2%      |
| 5.        | Other than Permanent (G) | 9195         | 8661    | 94%       | 534     | 6%        |
| 6.        | Total workers (F + G)    | 11555        | 11016   | 95%       | 539     | 5%        |

**b. Differently abled Employees and workers:**

| S.No.                       | Particulars                               | Total<br>(A) | Male    |           | Female  |           |
|-----------------------------|---|--------------|---------|-----------|---------|-----------|
|                             |   |              | No. (B) | % (B / A) | No. (C) | % (C / A) |
| DIFFERENTLY ABLED EMPLOYEES |   |              |         |           |         |           |
| 1.                          | Permanent (D)                             | 1            | 1       | 100%      | 0       | NA        |
| 2.                          | Other than Permanent (E)                  | 0            | 0       | NA        | 0       | NA        |
| 3.                          | Total differently abled employees (D + E) | 1            | 1       | 100%      | 0       | NA        |
| DIFFERENTLY ABLED WORKERS   |   |              |         |           |         |           |
| 4.                          | Permanent (F)                             | 0            | 0       | NA        | 0       | NA        |
| 5.                          | Other than permanent (G)                  | 15           | 11      | 73%       | 4       | 27%       |
| 6.                          | Total differently abled workers (F + G)   | 15           | 11      | 73%       | 4       | 27%       |

**21. Participation/Inclusion/Representation of women**
**Participation/Inclusion/Representation of women**

|                                 | Total<br>(A) | No. and percentage of Females |           |
|---------------------------------|--------------|-------------------------------|-----------|
|                                 |              | No. (B)                       | % (B / A) |
| <b>Board of Directors</b>       | 14           | 2                             | 14.3%     |
| <b>Key Management Personnel</b> | 3            | 0                             | 0%        |

**22. Turnover rate for permanent employees and workers**

|                            | FY 2024-25 |        |       | FY 2023-24 |        |       | FY 2022-23 |        |       |
|----------------------------|------------|--------|-------|------------|--------|-------|------------|--------|-------|
|                            | Male       | Female | Total | Male       | Female | Total | Male       | Female | Total |
| <b>Permanent Employees</b> | 15.8%      | 28.8%  | 14.6% | 17.4%      | 28%    | 17.9% | 15.5%      | 13.3%  | 15.4% |
| <b>Permanent Workers</b>   | 10.3%      | 0%     | 10.3% | 13.9%      | 0%     | 13.9% | 14.6%      | 0.0%   | 14.6% |

**V. Holding, Subsidiary and Associate Companies (including joint ventures)**
**23. (a) Names of holding / subsidiary / associate companies / joint ventures**

| S. No. | Name of the holding / subsidiary / associate companies / joint ventures (A) | Indicate whether holding/ subsidiary/ associate joint venture | % of shares held by listed entity | Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No) |
|--------|---|---|-----------------------------------|--|
| 1      | Bioseed India Limited, India  | Subsidiary  | 100%                              | NA*  |
| 2      | DCM Shriram Infrastructure Limited, India                                   | Subsidiary  | 100%                              | NA*  |
| 3      | DCM Shriram Credit and Investments Limited, India                           | Subsidiary  | 100%                              | NA*  |
| 4      | DCM Shriram Aqua Foods Limited, India                                       | Subsidiary  | 100%                              | NA*  |
| 5      | Fenesta India Limited, India  | Subsidiary  | 100%                              | NA*  |
| 6      | DCM Shriram Foundation, India   | Subsidiary  | 100%                              | Yes  |
| 7      | Hariyali Rural Ventures Limited, India                                      | Subsidiary  | 100%                              | NA*  |
| 8      | Shridhar Shriram Foundation, India  | Subsidiary  | 100%                              | NA*  |
| 9      | Shriram Polytech Limited, India   | Subsidiary  | 100%                              | No   |

|    |   |            |        |     |
|----|---|------------|--------|-----|
| 10 | Shriram Bioseed Ventures Limited, India       | Subsidiary | 100%   | NA* |
| 11 | Bioseeds Holdings Pte. Ltd., Singapore        | Subsidiary | 100%   | NA* |
| 12 | Bioseed Research Philippines Inc. Philippines | Subsidiary | 99.99% | No  |
| 13 | Bioseeds Research USA Inc., USA               | Subsidiary | 100%   | NA* |
| 14 | DCM Shriram ProChem Limited                   | Subsidiary | 100%   | No  |
| 15 | DCM Shriram Bio Enchem Limited                | Subsidiary | 100%   | No  |
| 16 | DCM Shriram Ventures Limited                  | Subsidiary | 100%   | NA* |
| 17 | Shriram Agsmart Limited                       | Subsidiary | 100%   | No  |
| 18 | Renew Green (GJ Nine) Private Limited         | Associate  | 31.20% | No  |
| 19 | Renew Green (GJ Ten) Private Limited          | Associate  | 31.20% | No  |

\*No major business activities

## VI. CSR Details

### 24. (I) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No): Yes

(ii) Turnover (in Rs.): INR 12370.10 Crores

(iii) Net worth (in Rs.): INR 7023.69 Crores

## VII. Transparency and Disclosures Compliances

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

The Company addresses all the complaints and grievances of all its stakeholders expeditiously. A grievance redressal platform is provided for each stakeholder group, information on which can be found on the Company's website. The details of complaints received and resolved during the year are as follows:

| Stakeholder group from whom complaint is received | Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy) | FY 2024-25                                 |  |                                  | FY 2023-24                                 |  |                                  |
|---|--|--|--|----------------------------------|--|--|----------------------------------|
|   |  | Number of complaints filed during the year | Number of complaints pending resolution at close of the year | Remark                           | Number of complaints filed during the year | Number of complaints pending resolution at close of the year | Remark                           |
| Communities                                       | Yes  | 0  | 0  |                                  | 0  | 0  |                                  |
| Investors (other than share holders)              | Yes  | 0  | 0  |                                  | 0  | 0  |                                  |
| Share holders                                     | Yes  | 25   | 0  | All the Complaints were resolved | 22   |  | All the Complaints were resolved |
| Employees and workers                             | Yes  | 0  | 0  |                                  | 0  | 0  |                                  |
| Customers   | Yes  | 4822                                       | 320  | Refer * Note                     | 5546                                       | 272  | Refer** Note                     |
| Value Chain Partners                              | Yes  | 0  | 0  |                                  | 0  | 0  | Nil                              |
| Other (please specify)                            | -  | -  | -  |                                  | -  | -  | -                                |

\*Includes repair and maintenance related grievances. Considering normal turnaround time required for resolution of consumer complaints, during the year, 93% of the complaints have been resolved in best practical way to the satisfaction of customers and remaining are being resolved on an ongoing basis.

\*\* Includes repair and maintenance related grievances.

Weblink for Grievance Redressal Mechanism:

<https://www.dcmshriram.com/docs/files/Vigil%20Mechanism%20Policy.pdf>

#### • Communities

The Company has established a community grievance redressal process as a platform for communities to voice their concerns and to promote transparency and expediency in the resolution process. As per the Whistle Blower Policy, community members can send any concerns or grievances at the email id: [alert@dcmshriram.com](mailto:alert@dcmshriram.com).

#### • Investors and Shareholders

Investors and shareholders have access to the Company Secretary through a dedicated email to report any concerns or grievances i.e.

[shares@dcmshriram.com](mailto:shares@dcmshriram.com).

#### • Employees and Workers

The Company's Whistle Blower Policy provides a mechanism for employees, including full-time, part-time employees and contractual workers to report any concerns or grievances. The policy aims to ensure that genuine complainants are able to raise their concerns in full confidence, without any fear of retaliation or victimization and also allows for anonymous reporting of complaints. The designated Ombudsman administers the entire process – from reviewing and investigating concerns raised and undertaking all appropriate actions to resolve the issue. Any instance of serious misconduct brought to the Ombudsperson is also reported to the Audit Committee.

#### • Value Chain Partners

The Company's Whistle Blower Policy allows suppliers, contractors, vendors and business associates to report any complaints or



concerns to the Ombudsman office. All value chain partners have access to the Ombudsperson through e-mail, secure hotline and post. They can send an e-mail marked confidential to [alert@dcmshriram.com](mailto:alert@dcmshriram.com).

• **Customers**

The Company's Whistle Blower Policy also allows customers to report any complaints or concerns to the Ombudsman office as per the process defined in the policy. Additionally, a dedicated customer care service platform is set up to receive and address customer complaints and grievances via tele calling in Sugar, SFS, Bioseed and Fenesta business. Customers can also raise their concerns on a dedicated email/ contact number as provided on the company website.

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

**Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format.**

| S. No. | Material issue identified  | Indicate whether risk or opportunity (R/O) | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|--------|--|--|--|
| 1      | Cyber Security   Technology / Information Security                           | R  | Negative   |
| 2      | External Environment - Implications of Govt. Policies changes in agri sector | R  | Negative   |
| 3      | Compliance Risks   | R  | Negative   |
| 4      | Natural calamities due to climate change                                     | R  | Negative   |
| 5      | Health & Safety  | R  | Negative   |
| 6      | Rising "Sustainability Risks"  | O  | Positive   |

**Material issues which are posing risk and can have negative financial implications:**

**1. Cyber Security / Technology / Information Security**

**Risk**

Risk of data loss, and information security and privacy breach can lead to accidental exposure of confidential information, result in regulatory non-compliance and attract legal liabilities. This also poses risk of financial loss that can arise from attacks on the company's IT network and loss of confidential information.

**Mitigation Measure**

DCM Shriram has implemented robust information security controls and processes to mitigate any internal or external threats, such as deployment of automated patch updates, firewall with anti-virus and intrusion prevention system, third party assessments of IT infrastructure including vulnerability assessment and penetration testing (VAPT) and regular monitoring of OEM support to system. An Information Security Management System has been put in place across all business units. For risks associated with remote working, we have implemented measures for cyber security including remote access to applications through encrypted VPN, employee training and awareness on cyber security, dissemination of automated warnings for potential phishing attacks and two-way authentication access to email system.

**2. External Environment : Implications of Govt. Policies changes in agri sector**

**Risk**

With dynamically evolving regulations, businesses such as sugar, fertiliser and some components of Bioseed business, are exposed to risk of potential non-compliance which can result in fines, penalties and adverse impact on our brand reputation.

**Mitigation Measure**

We periodically monitor and review changes in regulatory frameworks to ensure compliance. Furthermore, as part of industry associations, we are working with the Government to ensure sustainable policies.

**3. Compliance Risks :**

**Risk**

Constant amendments to Corporate regulatory / legal landscape – Compliances becoming more onerous, stringent and complex due to frequent amendments to regulations.

**Mitigation Measure**

Any new legal requirement or amendments to existing framework is being monitored continuously and necessary / adequate training (need based) is given to the requisite teams / departments for updating their knowledge. Engagement of external experts / consultants on need basis. Continuous monitoring on trading of shares by any insider / designated employees and regular trainings and education on the Insider trading regulations and amendments are imparted. Legal compliance framework is in place. Further, online

compliance tool (covering all applicable Acts) has been implemented to automate and strengthen the process.

#### 4. Natural calamities due to climate change:

##### **Risk**

Agriculture in India is highly vulnerable to impacts of climate change. Increased frequency and severity of extreme weather events due to climate change can adversely impact our business continuity through impacting Parent seed Production, Hybrid seed Production, Seed inventory for sales.

##### **Mitigation Measure**

Ongoing plans are in place for parent seeds:

- Two year rolling plan for parent seed production has been implemented. Buffer stock of parent seeds maintained to take care of monsoon uncertainties for the coming season.
- Parent seed production is carried out in different locations.
- Carrying out R&D for developing seed varieties that sustain stressed weather conditions

##### **Hybrid Seeds:**

- Seeds production is spread over different climatic zones, viz. Andhra, Telangana, Karnataka and Gujarat.
- Adequate cold storage facilities tied up to store the surplus stock of seeds in a way that prolongs their life.
- Insurance coverage has been obtained for any climate related calamities

#### 5. Health & Safety

##### **Risk**

Health and safety of employees is considered paramount for business sustainability. Handling and transportation of some of the products may pose a Health & Safety risk to employees and other stakeholders. In Transit leakages of Chlorine and other chemicals like (Stable bleaching powder (SBP) might cause fire etc. up to Customer's destination and may create a hazardous situation. Process control failures leading to Chlorine Leakage may create a hazardous situation at the plant site

##### **Mitigation Measure**

Health and safety of employees is considered paramount for business sustainability. The Company has taken several initiatives to ensure best safety practices and system in place that includes certification of sites for ISO 45001 on Occupational Health & Safety standard. Besides this following measures have been undertaken:

- Periodic equipment health checks and monitoring of bulk storage tanks.

- Regular safety audits by the external expert agencies.
- Regular safety training sessions are conducted for employees including contract workers;
- Health and safety risk assessments are conducted regularly at both plant and when in transit.
- Chlorine storage and filling facility inspection and certification undertaken by CCE approved agency along with regular process safety audits.
- Physical Verification conducted for each incoming and outgoing vehicles for raw materials and finished goods based upon a comprehensive checklist.

**Material issues which are providing Opportunities and can have positive financial implications:**

#### 6. Rising "Sustainability Risks"

Sustainability is embedded in the EHS policy by striving towards conserving natural resources and conservation of energy. The EHS Policy includes reporting of ESG performance as per SEBI's requirement for BRSR reporting. The leadership team has set a clear direction and encourages every business to strive and adhere to the compliance of these goals. These are being incorporated in annual business plans. An MIS is in place for each site to monitor a few critical metrics that includes water consumed and effluent treated, energy consumed, wastes generated and disposed off, which are periodically reviewed by Corporate EHS

- Projects identified for Green House Gases (GHG) reduction are under implementation. 50 MW RE power at Bharuch as part of GHG reduction initiatives is successfully implemented and another 68 MW RE power at Kota is approved by the Board during FY 24-25 which will be operational by March 2026.
- For supply chain partners: Supplier code of conduct covering aspects like compliance to ethical conduct, statutes related to EHS, human rights, No child labor, Diversity etc., are implemented progressively at each business unit. The Company has also started initiatives in creating awareness about ESG among key supply chain partners.
- International Sustainability Carbon Certificate (ISCC) is received for various products being manufactured at Bharuch that includes Caustic Soda, Chlorine, Hydrogen, Sodium Hypochlorite, Hydrochloric acid and Hydrogen Peroxide.

















Refer Sustainability report FY24-25 Risk management for details: <https://www.dcmshriram.com/sustainability/sustainability-reports>

## SECTION B : MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

| Disclosure Questions  | 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>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)  | Yes  | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    |
| b. Has the policy been approved by the Board? (Yes/No)  | Yes  | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    |
| c. Web Link of the Policies, if available   | <a href="http://dcmshriram.com/company%27s-policies">http://dcmshriram.com/company%27s-policies</a>  |        |        |        |        |        |        |        |        |
| 2. Whether the entity has translated the policy into procedures. (Yes /No)  | Yes  | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    |
| 3. Do the enlisted policies extend to your value chain partners? (Yes/No)   | Yes  | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | No     | Yes    |
| 4. Name of the national and international codes/certifications/labels/standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) mapped to each principle |  |        |        |        |        |        |        |        |        |
| Principle 1   | <ul style="list-style-type: none"> <li>Reporting aligned to GRI Standards and International Integrated Reporting Framework</li> <li>International Standard on Assurance Engagement (ISAE) 3000 (Revised) - limited assurance criteria</li> </ul> |        |        |        |        |        |        |        |        |
| Principle 2   | <ul style="list-style-type: none"> <li>ISO 14001 Environment Management System</li> <li>ISO 45001 Occupational Health and Safety Management System</li> <li>Responsible Care Certification</li> <li>Bonsucro Certification</li> </ul>            |        |        |        |        |        |        |        |        |
| Principle 3   | <ul style="list-style-type: none"> <li>ISO 45001 Occupational Health and Safety Management System</li> <li>Responsible Care Certification</li> <li>British Safety Council five-star safety rating system</li> </ul>                              |        |        |        |        |        |        |        |        |
| Principle 4   | <ul style="list-style-type: none"> <li>Materiality assessment and Stakeholder Engagement in line with GRI Standards</li> </ul>   |        |        |        |        |        |        |        |        |
| Principle 5   | <ul style="list-style-type: none"> <li>Bonsucro Certification</li> <li>Responsible Care Certification</li> </ul>   |        |        |        |        |        |        |        |        |
| Principle 6   | <ul style="list-style-type: none"> <li>ISO 14001 Environment Management System</li> <li>Responsible Care Certification</li> <li>ISCC (International Sustainability Carbon Certificate) for Specific Products</li> </ul>                          |        |        |        |        |        |        |        |        |
| Principle 7   | <ul style="list-style-type: none"> <li>Member of Confederation of Indian Industry (CII), and founding Member of India Business and Biodiversity Initiative (IBBI)</li> </ul>   |        |        |        |        |        |        |        |        |
| Principle 8   | <ul style="list-style-type: none"> <li>Responsible Care Certification</li> </ul>   |        |        |        |        |        |        |        |        |
| Principle 9   | <ul style="list-style-type: none"> <li>ISO 9001 certified Quality Management System</li> <li>ISO 14001 certified Environmental Management System</li> <li>Responsible Care Certification</li> </ul>  |        |        |        |        |        |        |        |        |

#### 5. Specific commitments, goals and targets set by the entity with defined timelines, if any.

| Principles | Commitments/ goals/ targets   | Timeline                      | SDG Linkage   |
|------------|---|-------------------------------|---|
| P1         | 100% compliance to policies and zero tolerance towards bribery and unethical practices  | Ongoing – Throughout the year |    |
| P2         | MSDS / Product information  | Ongoing – Throughout the year |    |
| P3         | Reporting of safety observations, EHS trainings, Contractors and Vendors EHS agreements   | Ongoing – Throughout the year |    |
| P4         | Strive to maintain Customer satisfaction score 90%, CSR, Investors, employee engagement   | Ongoing – Throughout the year |    |
| P5         | No child labour, no forced or compulsory labour and no discrimination cases   | Ongoing – Throughout the year |     |
| P6         | Water, energy and waste targets for climate change mitigation   | 31-03-2025                    |     |
| P7         | Sustainability Reporting assured by 3rd party, participation in industry associations   | 31-07-2025                    |    |
| P8         | CSR Goals under Education, vocational skills and livelihood; Environment Sustainability and Rural development are regularly pursued and monitored by CSR Committee of the Board | Ongoing – Throughout the year |      |
| P9         | ISO 9001/ MSDS /REACH/ISO 45001/ Product Stewardship/Cyber Security 100 % Compliance  | Ongoing – Throughout the year |     |

#### 6. Performance of the entity against the specific commitments, goals, and targets along-with reasons in case the same are not met.

| Principles | Performance of the entity against their goals, commitments, and targets  |
|------------|--|
| P1         | 100% Compliance  |
| P2         | Product information shared with customers for its safe use and disposal  |
| P3         | Employees are engaged in reporting of safety observations for building safety culture through increased awareness  |
| P4         | Stakeholder's complaints are addressed on priority and all efforts are made to ensure closure of complaints.   |
| P5         | No child labour case, equal opportunity of employment to all and one case under POSH was reported during FY2024-25 and closed by Company's Internal Compliant Committee (ICC) constituted for the investigations and redressal of sexual harassment complaints   |
| P6         | <p>Water, energy and waste targets monitoring</p> <ul style="list-style-type: none"> <li>Reduction in Specific Energy intensity by 2 % (TJ/ Lakh INR) compared to FY23-24.</li> <li>Increase in Specific Energy intensity by 4% (GJ/ t Production) compared to FY23-24.</li> <li>Increase in Specific GHG Emissions intensity by 11% (tCO<sub>2</sub>e/ t Production) compared to FY23-24.</li> <li>10 times Water conserved and Harvested than consumed during the year</li> <li>Reduction in Volume of treated water discharged by 5 % compared to FY 23-24.</li> <li>No change in Specific Total Waste intensity (kg / Lakh INR) compared to FY23-24.</li> <li>84% Plastic packaging that was introduced into the market were recycled through authorised plastic waste recyclers during FY24-25.</li> <li>The Company carried out Taskforce on Climate related Financial Disclosures (TCFD) and Biodiversity Assessment of Bharuch site during the year</li> </ul> |
| P7         | Sustainability reporting as per GRI Standards and assured by third party; participated in CII, FICCI, FAI, CMA, ISMA, AMA.   |
| P8         | Preventive Healthcare: Education, vocational skills and livelihood; Environment Sustainability and Rural development are regularly pursued and monitored by CSR Committee of the Board-For details please refer Section C under Principle 8.   |
| P9         | Information about the product and its use provided on the product labels and also relevant safety related information shared through MSDS supplied along with the products as applicable.  |

## 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).

During the year the company continued to work towards integrating environmental, social and governance (ESG) principles into all our operations across the value chain. In all our initiatives, communities we serve, and biodiversity has been at the core of it. During the year, Code of Conduct for employees was revised. Being mindful of the importance of a healthy ecosystem for a sustainable future, we strived to work towards minimizing the environmental impacts. Furthermore, the company strengthened the business strategies designed to cover Climate Change impacts, ensuring Health & Safety of all, rich biodiversity, sustainable use of natural resources and social well-being. During the year S & P Global Corporate Sustainability Assessment (CSA) score improved to 59 from previous year score of 54 which is a testament to our ESG excellence journey. With an S & P Global ESG score of 61, we now rank among the top 7% of 523 global chemical companies, showcasing our leadership in sustainability.

Our efforts in sustainability have also been recognized by EcoVadis achieving a Bronze medal for the first time improving our Sustainability Scorecard by 38% scoring 62 out of 100, up from 45 in the previous year. This reflects significant improvements in key areas such as environmental management, labor practices, and ethical business conduct. This accomplishment demonstrates our progress toward implementing global best practices across our operations.

Company is cognizant of the threats imposed by the increasing water scarcity in the multiple regions of the country. As part of a long-term mitigation plan, multiple initiatives are taken to reduce the withdrawal of groundwater and increasing the ground-water recharge. In our operations we are continuously shifting to new technologies that enables us to reduce the water consumption. Around our operations, we take multiple initiatives to create a long-term impact of surface-water and groundwater. Water management continues to be a priority area, and this year, we harvested and conserved 10 times more the amount of water consumed at our manufacturing sites.

Energy transition remains a strategic priority. We are actively aligning with India's Nationally Determined Contributions (NDCs) to transition towards low-carbon energy. In FY24, we signed a 50 MW Renewable Power Purchase Agreement (PPA) for our Bharuch site, significantly reducing our dependence on conventional energy. We also established a Special Purpose Vehicle (SPV) and invested ₹57 crore in renewable energy projects at Kota, scheduled to be operational by March 2026.

The Company stands committed to mix of green energy in its overall consumption of different energy sources. This year, 35% of our total energy came from non-fossil fuel sources as compared to 42% last year. The decrease in green energy resulted from climate change that reduced non-fossil fuel based energy in sugar mills due to reduced cane crushing and reduced biomass utilization resulting in 11 % increase of specific GHG emission intensity (tCO<sub>2</sub>e/ t production) as compared to FY24. On another key environmental parameters, the Company has been acting swiftly with an agenda to get a status of zero waste to landfill and zero liquid discharge across facilities. The efforts undertaken have resulted in no change in total waste intensity (kg / Lakh INR) and reduction of 5% discharged water as compared to FY24. The Company's Bharuch facility is awarded commendation for significant achievement in environment management for commendable results from deployment of policy and processes on the journey to environmental excellence in sustainable business by CII during the financial year.

During the year 84% Plastic packaging that was introduced into the market were recycled through authorised plastic waste recyclers ensuring EPR compliance.

Safety remains at the core of our operational strategy. This year, we achieved zero fatality for our employees and workers (including contractual), reflecting our strong emphasis on fostering a robust safety culture. Alongside, we invested in enhancing the health and well-being of employees and communities through skill development programs and improved healthcare facilities through our collaboration with Global Safety experts from British Safety Council.

The transition to the Integrated Reporting Framework has enabled us to provide a holistic view of value creation across all six capitals—Financial, Manufactured, Intellectual, Human, Social & Relationship, and Natural Capital. This milestone reflects our commitment to aligning our reporting practices with global standards and ensuring greater transparency.

This year, we adopted a Dynamic and Double Materiality Framework to assess the relevance of ESG issues with a deeper focus on both positive and negative impacts. We integrated this approach with our Enterprise Risk Management (ERM) processes to evaluate material topics based on stakeholder concerns, organizational impact, and sustainability opportunities. This refined methodology has enabled us to prioritize 15 critical ESG aspects, ensuring alignment with global reporting standards like GRI 2021 and European Sustainability Reporting Standards (ESRS).

Company continued to demonstrate unwavering dedication towards its social responsibilities. Through CSR initiatives, company positively engaged with the communities located around our operation areas. With an idea to engage with the different sets of stakeholders in a community and addressing the needs of the region, programs on health, sanitation, education, environmental sustainability, and livelihood generation are implemented. Special initiatives had been taken to strengthen the socio-economic profile of farmers, which company recognizes as a key stakeholder. These initiatives were directed towards strengthening their capabilities for smart agriculture practices, leading to increased profitability margins. Overall, through CSR initiatives, an amount of INR 24.33 Crores has been spent on different projects undertaken across various states. More than 1.39 lakhs people were positively impacted by various CSR initiatives undertaken during the financial year.

Recognizing the urgency of climate action, we conducted a detailed Climate Risk Assessment this year. This helped us identify both the physical and transition risks associated with climate change, along with opportunities to future-proof our operations. These insights will shape our long-term climate strategy and investment planning.

As we reflect on the achievements of the past year, we remain committed to advancing our sustainability journey. We recognize that the challenges ahead are complex, requiring collaborative solutions and innovative approaches. With the unwavering support of our stakeholders, we are confident in our ability to drive positive change and create enduring value for future generations. We extend our deepest gratitude to our employees, partners, investors, and communities for their continued trust and support. Together, we are building a sustainable and inclusive future.

K. K. Sharma

Whole Time Director-EHS

\*As on 18<sup>th</sup> December 2024



| Disclosure Questions   | 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 |
|--|--|--------|--------|--------|--------|--------|--------|--------|--------|
| 8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy/policies  | Board of Directors   |        |        |        |        |        |        |        |        |
| 9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustain ability related issues? (Yes / No). If yes, provide details. | Yes<br>1. Led by Mr. K. K. Sharma, Whole Time Director (EHS) following members have been nominated as a team to head the Business Responsibility and Sustainability Reporting initiatives:<br>2. Mr. Amit Agarwal, Executive Director and Group Chief Financial Officer<br>3. Mr. Sandeep Girotra, Executive Director and Group Chief HR Officer |        |        |        |        |        |        |        |        |

**10.Details of Review of NGRBCs by the Company:**

| Subject for Review   | Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee                    |        |        |        |        |        |        |        |        | Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify) |        |        |        |        |        |        |        |        |
|--|---|--------|--------|--------|--------|--------|--------|--------|--------|--|--------|--------|--------|--------|--------|--------|--------|--------|
|  | P<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 |
| Performance against above policies and follow up action  | Yes   | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Annually   |        |        |        |        |        |        |        |        |
| Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances        | Yes   | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Yes    | Annually   |        |        |        |        |        |        |        |        |
| 11.Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? | 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 |
|  | Yes. Det Norske Veritas (DNV)#, Sanjay Grover & Associates Company Secretaries, SD Partners Lawyers, RMG Associates |        |        |        |        |        |        |        |        |  |        |        |        |        |        |        |        |        |

#Independent Audit on ISO 14001, ISO 45001, and ISO 9001 standard

**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<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 |
|---|--------|--------|--------|--------|--------|--------|--------|--------|--------|
| The entity does not consider the Principles material to its business (Yes/No)   | NA     |        |        |        |        |        |        |        |        |
| 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)   |        |        |        |        |        |        |        |        |        |

**Table 1- Annexure to 1a- Policies aligned to NGRBC Principles**

| Principles | DCM Shriram's Policy   |
|------------|--|
| P1         | Code of Conduct, Policy on Related Party Transactions, Insider Trading Policy, Code of Fair Disclosure     |
| P2         | EHS Policy   |
| P3         | Code of Conduct, EHS Policy, Human Rights policy, Responsible Procurement Policy                           |
| P4         | Business Responsibility Initiatives, Policy and Framework, Whistle Blower Policy                           |
| P5         | Code of Conduct, Human Rights Policy, POSH Policy, Whistle Blower Policy                                   |
| P6         | EHS Policy, Biodiversity Policy  |
| P7         | Code of Conduct, EHS Policy  |
| P8         | CSR Policy   |
| P9         | Code of Conduct, EHS Policy, Whistleblower Policy, Integrity and Customer Centricity Value, Privacy Policy |

**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.**

**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 | Topic principles covered under the training and its impact   | % age of persons in respective category covered by the awareness programmes |
|-------------------------------------|--|--|---|
| Board of Directors                  | 5  | The Companies Act 2013, SEBI Regulations including SEBI Listing Regulations and SEBI Insider Trading Regulations, Sustainability Reporting, Project Safety, Business Responsibility initiatives, Global financial, business Trends, CSR and Financial reporting, Whistle Blower, Awareness/ Compliances of Related Party Transactions, Policy on Materiality of events and information to be reported to the stock exchanges under Regulation 30 of the SEBI Listing Regulations, etc..  | 100%  |
| Key Managerial Personnel            | 9  | Code of Conduct, Company Values, ESG, Sustainability Reporting, Whistle Blower Policy, Prevention of Sexual Harassment (POSH) Policy, Global and National financial updates, business trends, financial reporting, HR Policies and employee welfare, Awareness/ Compliances of Related Party Transactions, Insider Trading Compliances, Policy on Materiality of events and information to be reported to the stock exchanges under Regulation 30 of the SEBI Listing Regulations, etc.. | 100%  |
| Employees (other than BoD and KMPs) | 1789   | Crop Management, Training of Genovix etc, Handling complaint In Sales Industry, Product awareness, 5S, ESG, Field Quality Improvement, Safety, Business Communication Skills, Managerial Effectiveness, Habits of Successful people, Team Building, Well being, Values, POSH, Safety, Emotional Intelligence, Accountability, Insider Trading Compliances, Fish Bone Analysis on Electrical Breakdown/ Business Etiquettes / Team Congruence /Conflict Mgt/                              | 100%  |

|         |     |   |      |
|---------|-----|---|------|
|         |     | Emotional Intelligence/Delegation/ Sense of ownership, Communication, Presentation, Payroll, Compliance, Project Management, Inventory Handling, Chemical Plant Concept, Seed Sampling, Biometrics and Breeding Scheme Optimization and Plant Protection. |      |
| Workers | 354 | POSH, BBS, COC & Executive Presence, Safety, 5-S, Workmanship / Behaviour / Safety / BBS/ Discipline / Team Work, Competency Building on Factory Laws, IMS Audit Workshop, Breaking Unconscious Bias  | 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        |                 |   |                 |   |  |
|-----------------|-----------------|---|-----------------|---|--|
| Category        | NGRBC Principle | Name of the regulatory/ enforcement agencies/ judicial institutions | Amount (In INR) | Brief of the Case   | Has an appeal been preferred? (Yes/No) |
| Penalty/ Fine   | P1              | BSE Limited   | 30,000          | BSE Limited had imposed for late submission of Annual Secretarial Compliance Report (ASCR) under Regulation 24A of SEBI Listing Regulations for the year ended 31st March 2024 in XBRL mode. ASCR was filed in both PDF and XBRL formats with NSE and BSE Limited on 21st May 2024, within the prescribed timelines. However, XBRL submission on BSE Limited was unsuccessful due to a technical glitch. The compliance has been subsequently ensured by the Company and the fine imposed was also paid | No                                     |
| Settlement      | Nil             | Not applicable  | Not applicable  | Not applicable  | Not applicable                         |
| Compounding fee | Nil             | Not applicable  | Not applicable  | Not applicable  | Not applicable                         |

| Non - Monetary |                 |   |                   |  |
|----------------|-----------------|---|-------------------|--|
|                | NGRBC Principle | Name of the regulatory/ enforcement agencies/ judicial institutions | Brief of the Case | Has an appeal been preferred? (Yes/No) |
| Imprisonment   | Nil             | Not applicable  | Not applicable    | Not applicable                         |
| Punishment     | Nil             | Not applicable  | Not applicable    | Not applicable                         |

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

| Case Details   | Name of regulatory/enforcement agencies/judicial institutions |
|----------------|---|
| Not applicable |   |

- 4. Does the entity have an anti-corruption or anti-bribery policy ? If yes, provide details in brief and if available, provide a web-link to the policy.**
- As part of DCM Shriram's Code of Conduct, we have established anti-corruption and anti-bribery guidelines. All employees, the Board of Directors, and senior management are considered under the policy. According to the policy, employees are prohibited from offering or receiving bribes in the form of gifts, donations, hospitality, or entertainment from the Company's current or potential suppliers, customers, or third parties with business

dealings under any circumstances. To demonstrate their understanding of the policy and pledge to follow its guidelines, all employees are encouraged to attend a training session on it.

As part of the internal audits, risk assessments are done to find and acknowledge any potential risks related to bribery and corruption. In case of a complaint on bribery or corruption, DCM Shriram follows a formal procedure by investigating, and taking appropriate action. This kind of misconduct can be brought to the attention of the Board Audit Committee on a regular basis. Disciplinary moves are to be made in the event of any infringement of the General set of principles, which can incorporate punishments, lawful activity and even end of work or business contract, contingent on the seriousness of the breach. The weblink of our code of conduct policy:

[https://www.dcmshriram.com/sites/default/files/CODE%20OF%20CONDUCT%20-%20BRD%20MEMB%20&%20SR.%20MGMT%20-%20Final%20\(BM%2004.10.2014\)%20.pdf](https://www.dcmshriram.com/sites/default/files/CODE%20OF%20CONDUCT%20-%20BRD%20MEMB%20&%20SR.%20MGMT%20-%20Final%20(BM%2004.10.2014)%20.pdf)

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

No disciplinary action has been taken against any of the directors, KMPs or employees pertaining to anti-corruption and anti-bribery.

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

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

|  | FY 2024-25 |         | FY 2023-24 |         |
|--|------------|---------|------------|---------|
|  | Number     | Remarks | Number     | Remarks |
| Number of complaints received in relation to issues of Conflict of Interest of the Directors | Nil        | Nil     | Nil        | Nil     |
| Number of complaints received in relation to issues of Conflict of Interest of the KMPs      | Nil        | Nil     | Nil        | Nil     |

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

Not Applicable

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

| FY 2024-25 (Current Financial Year) | FY 2023-24 (Previous Financial Year) |
|-------------------------------------|--------------------------------------|
| No. of days of accounts payables    | No. of days of accounts payables     |
| 44.29                               | 41.50*                               |

Note: Cost of goods sold comprises of Total Expenses excluding Employee Benefit Expenses, Depreciation, Excise duty & Finance Cost

\*Restated based on SEBI's Industry Standards on Reporting of BRSR Core

**9. Open-ness of business:**

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

| Parameter                   | Metrics  | FY 2024-25 (Current Financial Year) | FY 2023-24** (Previous Financial Year) |
|-----------------------------|--|-------------------------------------|--|
| Concentration of Purchases* | a. Purchases from trading houses as % of total purchases                               | 55%                                 | -                                      |
|                             | b. Number of trading houses where purchases are made from                              | 2142                                | -                                      |
|                             | c. Purchases from top 10 trading houses as % of total purchases from trading houses    | 77%                                 | -                                      |
| Concentration of Sales      | a. Sales to dealers/distributors as % of total sales                                   | 40%                                 | -                                      |
|                             | b. Number of dealers/ distributors to whom sales are made                              | 3461                                | -                                      |
|                             | c. Sales to top 10 dealers/ distributors as % of total sales to dealers/distributors   | 43%                                 | -                                      |
| Share of RTPs in            | a. Purchases(Purchases with related parties/Total Purchases)                           | 0.98%                               | -                                      |
|                             | b. Sales (Sales to related parties / Total Sales)                                      | 0.57%                               | -                                      |
|                             | c. Loans & advances (Loans & advances given to related parties/Total loans & advances) | 9.82%                               |  |
|                             | d. Investments (Investments in related parties/ Total Investments made)                | 99.57%                              |  |

\*PO based purchases have been considered for the purpose of identification of transactions with trading houses for FY24-25 and also Trading Houses are identified basis the declaration provided by the vendors on the GST portal.

\*\*Not reported for FY 23-24

### Leadership Indicators

#### 1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

| Total number of awareness programmes held | Topics / principles covered under the training   | % age of value chain partners covered (by value of business done with such partners) under the awareness programmes |
|---|--|---|
| 95,672                                    | Climate smart agricultural practices, Soil health & Nutrition Management<br>Ratoon Management<br>Biological Control of insect & diseases.<br>Planting method & seed treatment<br>Sustainable Agronomical Practices for Sugar | 95%   |
| 1,92,211                                  | Farmer campaigns and meeting, Crop Shows/ Field Days, Product demonstration, jeep campaigns for Bioseed Business   | 95%   |
| 61,000                                    | Farmer meeting, Dealers meeting and Visits to the field Crop Shows/Field Days, Product demonstration, Jeep campaigns for SFS Business  | 75%   |
| 255                                       | TREM Card, Emergency information panel, Chemical hazards, Road safety programs etc. for Transporters carrying hazardous chemicals  | 100%  |

#### 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, DCM Shriram has established stringent procedures to prevent Board members from engaging in conflicts of interest. The Board's Code of Conduct, Code on Prevention of Insider Trading and Policy Related Party Transactions provide guidelines for avoiding conflicts of interest and are applicable to all directors. In accordance with the policy, Senior Management and Board Members do not participate in any circumstance in which they may have a conflict of interest with the Company and they confirm such status to the Board annually.

The goal of the Policy on Related Party Transactions is to make sure that all transactions between the Company and related parties are properly reported, approved, and disclosed. The Director who is

concerned or interested cannot discuss or approve contracts or arrangements with related parties.

### **PRINCIPLE 2 :**

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

### **Essential Indicators**

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

|       | FY 2024-25 | FY 2023-24 | Details of improvements in environmental and social impacts  |
|-------|------------|------------|--|
| R&D   | 100%       | 100%       | R&D of hybrid seeds that are resistant to adverse weather conditions, salinity, drought, water logging, insect pests and diseases. |
| Capex | 13%        | 5%         | Effluent Treatment Plants, Air Pollution Control Devices, Green belt Development, Rainwater Harvesting, Waste Management etc.      |

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

Yes, DCM Shriram has procedures in place for sustainable sourcing. A policy on Sustainable Procurement is in place which is available on company's website. Link: <https://www.dcmshriram.com/docs/sustainability-report/responsible-procurement-policy.pdf>

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

Sugar and Distillery business: Local farmers provided 100% of the sustainable sugarcane feedstock and for Chemicals business: By value, sustainably sourced inputs made up more than 49% from Tier-1 suppliers.

#### 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.

**(a) Plastics :** DCM Shriram has registered as brand owners with CPCB under the EPR obligation as part of compliance of the Plastic Waste Management rules. The Company has engaged three Plastic Waste Reprocessing agencies authorized by CPCB for recycling of plastics wastes.

**(b) e-waste :** Not applicable

**(c) Hazardous waste:** Not applicable

**(d) Other waste:** Not applicable



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

Yes, plastic packaging introduced into the market is recycled through the CPCB (Central Pollution Control Board) authorized plastic waste re-processors. During the year, 84% of the plastic packaging introduced into the market was recycled by plastic waste re-processing agencies

**Leadership Indicators**

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

| NIC Code  | Name of Product/Service   | % of total Turnover contributed | Boundary for which the Life Cycle Perspective / Assessment was conducted | Whether conducted by independent external agency (Yes/No) | Results communicated in public domain (Yes/No) If yes, provide the web-link.  |
|---|---|---------------------------------|--|---|---|
| 2011  | Sodium Hydroxide, Chlorine, Hydrogen, Sodium Hypochlorite, Hydrochloric Acid, Aluminium Chloride, Calcium Carbide, PVC Resin, PVC Compound, Bleaching Powder, UPVC and Aluminium Doors & Window | Approx. 34%                     | Cradle to Gate   | Yes   | Yes, included in the Sustainability Report FY24-25. <a href="https://www.dcmshriram.com/sustainability/sustainability-reports">https://www.dcmshriram.com/sustainability/sustainability-reports</a> |
| During the year, the company carried out LCA of Fenesta products – UPVC and Aluminium Doors & Windows |   |                                 |  |   |   |

**2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

| Name of Product/Service                  | Description of the risk / concern  | Action Taken  |
|--|--|---|
| Sodium Hydroxide, Chlorine, and Hydrogen | It was identified through the LCA study that the maximum environmental impacts are associated with the consumption of electricity (captive and grid electricity) as well as steam followed by the purchased primary raw materials (mainly, Sodium Chloride). Other than these, there is an insignificant contribution from other sources across the value chain of the products. | Selective initiatives to improve on the identified hotspots are considered and further being evaluated. As electricity and steam are major contributors, alternative sources of fuels (e.g., solid biomass) in place of fossil fuel, switching to renewable sources of electricity (e.g., solar photovoltaic energy, Wind energy etc.) would lead to a reduction in product environmental impacts. The Company is evaluating recommendations to explore use of highly pure Sodium chloride as a raw material, which will reduce the raw material consumption and brine sludge generation. |
| Sodium Hypochlorite                      | It was identified through the LCA Study that the overall impact is from the primary raw materials (Chlorine and Sodium Hydroxide) which are produced in-house.   | The Company is continuously improving the upstream Chlor-Alkali process which will enhance the overall environmental performance of sodium hypochlorite.  |
| Hydrochloric Acid                        | It was identified through the LCA study that 97% of the overall impact is from Chlorine and the rest is from hydrogen, water and electricity.  | The Company is continuously improving the upstream Chlor-Alkali process which will enhance the overall environmental performance of Hydrochloric Acid.  |
| Aluminium Chloride                       | It was identified through the LCA study that maximum environmental impact is associated with the procurement of primary raw material (Aluminium). The other primary raw material produced in the Chlor-Alkali process is chlorine which contributes significantly to the overall environmental impact.   | The Company is exploring the recommendation to use recycled Aluminium for the manufacturing of Aluminium Chloride without compromising on the quality of the raw material.  |
| Caustic Soda, Caustic Lye and Urea       | Health & Safety Risk   | The Company has adequate safety systems in place related to manufacturing process and safety data sheet (SDS) is provided to customers along with the product for more information on safe handling and response during emergency situations.   |

| Name of Product/Service                        | Description of the risk / concern  | Action Taken   |
|--|--|--|
| Calcium Carbide                                | The maximum environmental impacts are associated with the consumption of electricity (captive and grid electricity) followed by raw materials such as lime and pet coke. | The Company has undertaken initiatives to improve on the energy efficiency. As electricity and steam are major contributors, alternative sources of fuels (e.g., solid biomass) in place of fossil fuel, switching to renewable sources of electricity would lead to a reduction in product environmental impacts.   |
| Fenesta Doors and Windows (UPVC and Aluminium) | The maximum environmental impacts are associated with the consumption of Aluminium as raw material that requires extraction and processing                               | <p>The Company is exploring the following recommendations:</p> <ul style="list-style-type: none"> <li>- Use recycled aluminium, which requires significantly less energy to process compared to virgin aluminium.</li> <li>- Source raw aluminium from suppliers who use sustainable mining practices and have lower environmental impacts.</li> <li>- Develop lightweight aluminium profiles that use less material without compromising structural integrity, reducing the overall environmental footprint.</li> </ul> <p>Source raw materials and components locally to minimize transportation distances and associated environmental impacts.</p> |

**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).**

We use only bio-degradable inputs in our sugar and distillery operations, which are composted at the end of the process.

| Indicate input material          | Recycled or re-used input material to total material |            |
|----------------------------------|--|------------|
|                                  | FY 2024-25   | FY 2023-24 |
| Lime sludge, Fly ash and bagasse | 27%  | 25%        |

**4. Of the products and packaging reclaimed at end of life of products, amount (in metric tons) reused, recycled, and safely disposed of.**

| Material                       | FY 2024-25 |             |                 | FY 2023-24 |             |                 |
|--------------------------------|------------|-------------|-----------------|------------|-------------|-----------------|
|                                | Re-used    | Recycled    | Safely Disposed | Re-used    | Recycled    | Safely Disposed |
| Plastics (including packaging) | 0          | 4024 Tonnes | 0               | 0          | 4733 Tonnes | 0               |
| E-waste                        | N/A        | N/A         | N/A             | N/A        | N/A         | N/A             |
| Hazardous waste                | N/A        | N/A         | N/A             | N/A        | N/A         | N/A             |
| Other waste                    | N/A        | N/A         | N/A             | N/A        | N/A         | N/A             |

**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 |
|--|---|
| Packing Material (Tote Bins for Aluminum Chloride) | 1.05%   |
| Chlorine and Hydrogen Cylinders                    | 100%  |
| PVC Resin using small bulkers                      | 100%  |
| Plastic Wastes (Packaging Material)                | 100%  |

**PRINCIPLE 3:**

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

**Essential Indicators**

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

| % of employees covered by             |           |                  |         |                    |         |                    |         |                    |         |                   |         |
|---------------------------------------|-----------|------------------|---------|--------------------|---------|--------------------|---------|--------------------|---------|-------------------|---------|
|                                       |           | Health insurance |         | Accident insurance |         | Maternity benefits |         | Paternity benefits |         | Day Care benefits |         |
| Category                              | Total (A) | No. (B)          | % (B/A) | No. (C)            | % (C/A) | No. (D)            | % (D/A) | No. (E)            | % (E/A) | No. (F)           | % (F/A) |
| <b>Permanent employees</b>            |           |                  |         |                    |         |                    |         |                    |         |                   |         |
| Male                                  | 3593      | 2564             | 71%     | 3548               | 99%     | NA                 | NA      | 0                  | 0%      | 0                 | 0%      |
| Female                                | 244       | 131              | 54%     | 244                | 100%    | 244                | 100%    | 0                  | 0%      | 0                 | 0%      |
| Total                                 | 3837      | 2695             | 70%     | 3792               | 99%     | 244                | 6%      | 0                  | 0%      | 0                 | 0%      |
| <b>Other than Permanent employees</b> |           |                  |         |                    |         |                    |         |                    |         |                   |         |
| Male                                  | 54        | 5                | 9%      | 51                 | 94%     | 0                  | NA      | 0                  | 0%      | 0                 | 0%      |
| Female                                | 4         | 1                | 25%     | 4                  | 100%    | 4                  | 100%    | 0                  | 0%      | 0                 | 0%      |
| Total                                 | 58        | 6                | 10%     | 55                 | 95%     | 4                  | 7%      | 0                  | 0%      | 0                 | 0%      |

Note: All employees are given option to take insurance cover under the group medical cover of the Company.

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

| % of employees covered by    |       |                  |      |                    |      |                    |      |                    |      |                   |      |
|------------------------------|-------|------------------|------|--------------------|------|--------------------|------|--------------------|------|-------------------|------|
|                              |       | Health insurance |      | Accident insurance |      | Maternity benefits |      | Paternity benefits |      | Day Care benefits |      |
| Category                     | Total | No.              | % (B | No.                | % (C | No.                | % (D | No.                | % (E | No.               | % (F |
|                              | (A)   | (B)              | /A)  | (C)                | /A)  | (D)                | /A)  | (E)                | /A)  | (F)               | /A)  |
| Permanent workers            |       |                  |      |                    |      |                    |      |                    |      |                   |      |
| Male                         | 2355  | 1976             | 84%  | 2355               | 100% | NA                 | NA   | 0                  | 0%   | 0                 | 0%   |
| Female                       | 5     | 3                | 60%  | 5                  | 100% | 5                  | 100% | 0                  | 0%   | 0                 | 0%   |
| Total                        | 2360  | 1979             | 84%  | 2360               | 100% | 5                  | 0.2% | 0                  | 0%   | 0                 | 0%   |
| Other than Permanent workers |       |                  |      |                    |      |                    |      |                    |      |                   |      |
| Male                         | 8661  | 5855             | 68%  | 7036               | 81%  | NA                 | NA   | 0                  | 0%   | 0                 | 0%   |
| Female                       | 534   | 504              | 94%  | 528                | 99%  | 498                | 93%  | 0                  | 0%   | 0                 | 0%   |
| Total                        | 9195  | 6359             | 69%  | 7564               | 82%  | 498                | 5%   | 0                  | 0%   | 0                 | 0%   |

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

| Cost incurred on well-being measures as a % of total revenue of the company |  |
|---|--|
| FY 2024-25<br>Current Financial Year  | FY 2023-24*<br>Previous Financial Year |
| 0.02%   | 0.02%                                  |

\*Restated based on SEBI's Industry Standards on Reporting of BRSR Core

**2. Details of retirement benefits :**

| FY 2024-25<br>Current Financial Year |  |  |  | FY 2023-24<br>Previous Financial Year              |  |  |
|--------------------------------------|--|--|--|--|--|--|
| Benefits                             | 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%   | Yes  | 100%   | 100%   | Yes  |
| Gratuity                             | 100%   | 100%   | NA   | 100%   | 100%   | NA   |
| ESI                                  | 100%   | 100%   | Yes  | 100%   | 100%   | Yes  |
| 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.**

Yes, in accordance with requirements, the necessary arrangements are made to promote accessibility for employees and workers with disabilities.

**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, Human Rights Policy contains guidelines for ensuring that employees with disabilities have equal opportunity.  
<https://www.dcmshriram.com/docs/files/Human%20Rights%20Policy.pdf>

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

|        | Permanent employees |                 | Permanent workers   |                 |
|--------|---------------------|-----------------|---------------------|-----------------|
| Gender | Return to work rate | Retention rate  | Return to work rate | Retention rate  |
| Male   | Not Applicable*     | Not Applicable* | Not Applicable*     | Not Applicable* |
| Female | 100%                | 100%            | 100%                | 100%            |
| Total  | 100%                | 100%            | 100%                | 100%            |

\* No male employee or worker availed any parental leave during FY'24-25

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

|                                | Yes/No<br>(If Yes, then give details of the mechanism in brief)  |
|--------------------------------|--|
| Permanent Workers              | Yes - Grievance Redressal Committee/Works/POSH Committee is formed in the Manufacturing Locations and we have multiple platforms where employee can raise their grievance like Open Houses & Leena AI (Online Tool).             |
| Other than Permanent Workers   | We have planned monthly supervisor meeting for the discussion on day to day grievance and awareness.   |
| Permanent Employees            | Yes - Grievance Redressal Committee/ Works Committee is formed in the Manufacturing Locations and We have multiple platforms where employee can raise their grievance like Monthly Sampark, Open Houses, Leena AI (Online Tool). |
| Other than Permanent Employees | Yes - Grievance Redressal Committee/ Works Committee is formed in the Manufacturing Locations and We have multiple platforms where employee can raise their grievance like Monthly Sampark, Open Houses, Leena AI (Online Tool). |

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

| FY 2024-25                |  |   |           | FY 2023-24   |  |           |
|---------------------------|--|---|-----------|--|--|-----------|
| Category                  | Total employees / workers in respective category (A) | No. of employees / workers in respective category, who are part of association (s) or Union (B) | % (B / A) | Total employees / workers in respective category (C) | No. of employees / workers in respective category, who are part of association(s) or Union (D) | % (D / C) |
| Total Permanent Employees | 3837   | 0   | 0%        | 4061   | 0  | 0%        |
| - Male                    | 3593   | 0   | 0%        | 3854   | 0  | 0%        |
| - Female                  | 244  | 0   | 0%        | 207  | 0  | 0%        |
| Total Permanent Workers   | 2360   | 426   | 18%       | 1711   | 486  | 28.4%     |
| - Male                    | 2355   | 426   | 18%       | 1710   | 486  | 28.4%     |
| - Female                  | 5  | 0   | 0%        | 1  | 0  | 0%        |

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

|           | FY 2024-25 |                      |         |                             |         | FY 2023-24 |                      |         |                             |         |
|-----------|------------|----------------------|---------|-----------------------------|---------|------------|----------------------|---------|-----------------------------|---------|
| Category  | Total (A)  | On Skill Upgradation |         | On Health & Safety Measures |         | Total (D)  | On Skill Upgradation |         | On Health & Safety Measures |         |
|           |            | No. (B)              | % (B/A) | No. (C)                     | % (C/A) |            | No. (E)              | % (E/D) | No. (F)                     | % (F/D) |
| Employees |            |                      |         |                             |         |            |                      |         |                             |         |
| Male      | 3593       | 3438                 | 96%     | 3205                        | 89%     | 3854       | 2304                 | 60%     | 2149                        | 56%     |
| Female    | 244        | 218                  | 89%     | 232                         | 95%     | 207        | 102                  | 49%     | 109                         | 53%     |
| Total     | 3837       | 3656                 | 95%     | 3437                        | 90%     | 4061       | 2406                 | 59%     | 2258                        | 56%     |
| Workers   |            |                      |         |                             |         |            |                      |         |                             |         |
| Male      | 2355       | 2195                 | 93%     | 2184                        | 93%     | 1710       | 1001                 | 59%     | 1710                        | 100%    |
| Female    | 5          | 5                    | 100%    | 5                           | 100%    | 1          | 0                    | 0%      | 1                           | 100%    |
| Total     | 2360       | 2200                 | 93%     | 2189                        | 93%     | 1711       | 1001                 | 59%     | 1711                        | 100%    |

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

| Category         | FY 2024-25  |             |             | FY 2023-24  |             |             |
|------------------|-------------|-------------|-------------|-------------|-------------|-------------|
|                  | Total (A)   | No. (B)     | % (B / A)   | Total (C)   | No. (D)     | % (D / C)   |
| <b>Employees</b> |             |             |             |             |             |             |
| Male             | 3593        | 3593        | 100%        | 3854        | 3854        | 100%        |
| Female           | 244         | 244         | 100%        | 207         | 207         | 100%        |
| <b>Total</b>     | <b>3837</b> | <b>3837</b> | <b>100%</b> | <b>4061</b> | <b>4061</b> | <b>100%</b> |
| <b>Workers</b>   |             |             |             |             |             |             |
| Male             | 2355        | 2291        | 97%         | 1710        | 1710        | 100%        |
| Female           | 5           | 5           | 100%        | 1           | 1           | 100%        |
| <b>Total</b>     | <b>2360</b> | <b>2296</b> | <b>97%</b>  | <b>1711</b> | <b>1711</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). If yes, the coverage such system?

Yes, this encompasses robust safety protocols, comprehensive training programmes and continuous risk assessment, . Continuous improvement is ensured through the regular EHS Audits.

Comprehensive EHS Policy aligns with statutory requirements, covering all employees and contractors and is implemented via a robust Operating Management System (OMS).

DCM Shriram's Bharuch, Kota, Sugar & distillery units, Fenesta sites, Bioseed and Shriram Farm Solution business all use an ISO 45001-certified occupational health and safety management system. At each of our locations, we have a well-established EHS function that effectively facilitates the implementation of all occupational health and safety policies and procedures. In addition, in order to steer site-level safety initiatives, each location has a Safety Committee that includes employees and senior management from the plant. The Corporate EHS team at DCM reviews and monitors safety performance on a regular basis using specific leading and lagging indicators. To fulfill our commitment to ensuring the health and well-being of our employees, this informs our strategy and action plans for continuously strengthening safety systems

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

#### Safety Audits

- Internal and external safety experts carry out safety audits at all manufacturing locations on a regular basis to look over safety procedures and find any loopholes or gaps.
- External auditors also conduct ISO 45001 audits.
- We conduct job safety analysis, general plant conditions assessments, and periodic safety inspections at the plant level to identify safety risks and hazards. Scheduled preventive equipment health checks and process safety audits are also carried out.

#### Health and Safety Performance Review:

- We have an established EHS function at all sites that facilitates implementation of all policies and protocols effectively. Safety Performance review is carried out at site level, Business level and Board level on regular basis. An EHS MIS is in place to consolidate data on a monthly basis for all the manufacturing sites and share the learnings from various incidents reported to prevent the recurrence of such incidents by taking necessary corrective and preventive actions.
- There is a Safety Committee at each location with senior management and workforce members who meet on a regular basis to review and monitor the plant's safety performance.

#### Safety Incident reporting Investigation:

- The Company has a safety incident reporting system that empowers workers and employees to report safety hazards and participating in carrying out thorough investigation for CAPA. Each safety incident receives a thorough investigation and root cause analysis in order to implement corrective and preventative measures laterally across various sites. In addition, risk identification techniques such as HAZOP, Fault Tree Analysis etc are followed for taking corrective and preventive actions. Spot corrections of any safety hazard is followed to eliminate at risk behaviours to build a strong safety culture. Furthermore, labor union and collective bargaining framework exists to protect against reprisals. Whistle blower policy is in place to raise any concern that could cause injury or ill health to a worker.
- The hierarchy of controls being followed includes five levels: elimination, substitution, engineering controls, administrative controls, and personal protective equipment (PPE).
- We encourage continuous learning and skill development among our employees, with training needs identified through collaboration between employees, line managers, and the HR function. We provide safety training to contract workers w.r.t the task assigned such as mechanical, electrical, Instrumentation or civil etc., when necessary, in addition to their induction training on safety. We are delivering targeted interventions and training to employees in order to improve competency, behaviour, and safety.



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

Yes, DCM Shriram has a safety incident reporting system that allows workers and employees to report accidents, near misses, and identified safety hazards (unsafe acts and unsafe conditions) to the EHS department, Safety Toolbox Talks, and site-level safety committees. Furthermore, labor union and collective bargaining framework exists to protect against reprisals. Whistle blower policy is in place to raise any concern that could cause injury or ill health to a worker.

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

Yes, workers and employees have access to non-occupational medical and healthcare services. Employees receive free diagnostic camps, awareness programs, and regular medical examinations. Additionally, DCM Shriram allows employees to purchase health insurance.

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

| Safety Incident/Number  | Category* | FY 2024-25 | FY 2023-24** |
|---|-----------|------------|--------------|
| Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) | Employees | 0          | 0.11         |
|   | Workers   | 0.12       | 0.06         |
| Total recordable work-related injuries  | Employees | 0          | 1            |
|   | Workers   | 4          | 2            |
| No. of fatalities   | Employees | 0          | 1            |
|   | Workers   | 0          | 1            |
| High consequence work-related injury or ill-health (excluding fatalities)     | Employees | 0          | 0            |
|   | Workers   | 2          | 1            |

\*Including the contract workforce

\*\*Restated based on SEBI's Industry Standards on Reporting of BRSR Core.

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

All our significant operations are affirmed to ISO 45001. Bharuch and Kota destinations are likewise guaranteed for Five Star English Wellbeing Board Security Framework. To guarantee our employees' health and safety, we strictly adhere to all policies and procedures. At each site, we have a well-established EHS function and committee that uses KPIs to effectively implement all policies and protocols. In order to enhance the safety culture, reputed external consultants are also utilized.

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

|                    | FY 2024-25            |                                       |         | FY 2023-24            |                                       |         |
|--------------------|-----------------------|---------------------------------------|---------|-----------------------|---------------------------------------|---------|
|                    | Filed during the year | Pending resolution at the end of year | Remarks | Filed during the year | Pending resolution at the end of year | Remarks |
| Working Conditions | 0                     | 0                                     | 0       | 0                     | 0                                     | Nil     |
| Health & Safety    | 0                     | 0                                     | 0       | 0                     | 0                                     | Nil     |

**14. Assessment for the year:**

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

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

Based on a time-bound action plan and regular implementation reviews, necessary corrective and preventive steps were taken to improve working conditions and health and safety practices. Refresher training programs and campaigns, enhanced engineering controls for achieving safety excellence, and a review of the safety procedures are all examples of corrective actions.

**Leadership Indicators**

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

(A) Employees: Yes

(B) Workers: Yes

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

DCM Shriram conducts periodic due diligence to guarantee that partners in the value chain deduct and deposit required statutory fees. Additionally, this is examined as part of DCM's internal and statutory audits. In addition, we regularly interact with partners in the value chain to educate them about responsible business practices and guarantee their compliance with statutory requirements like these

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

|                  | Total no. of affected employees/workers |            | No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment |            |
|------------------|---|------------|---|------------|
|                  | FY 2024-25                              | FY 2023-24 | FY 2024-25  | FY 2023-24 |
| <b>Employees</b> | 0                                       | 0          | 0   | 0          |
| <b>Workers</b>   | 0                                       | 0          | 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)**

Yes

**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%*   |
| Working Conditions          |   |

\*The Company has assessment system which includes Health & Safety condition and Working Condition during new vendor registration and also included in the General Terms & Conditions of all issued Purchase Orders.

**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.**

Necessary corrective and preventive actions were taken to improve the health and safety practices and working conditions based on a time bound action plan accompanied with regular implementation review. Some examples of corrective action include review of the safety procedures for enhanced safety, refresher training programs/ campaigns and enhanced engineering controls for achieving safety excellence.

**PRINCIPLE 4:**

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

**Essential Indicators**

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

Enhancing stakeholder value is at the heart of our management strategy. By regularly engaging with our stakeholders to comprehend their distinct requirements, interests, and expectations, we foster close collaboration with them. We constantly reach out to our internal and external stakeholders through a variety of channels

because we recognize that value is created not only within the organization but also through relationships with others. The outcomes of our ongoing dialogue process are incorporated into the management strategy of the organization to facilitate efficient decision-making throughout the year. Shareholders, farmers, consumers, employees, local communities, distributors, employees, the media, and the state and central governments are some of our most important stakeholders. We have a conventional course of partner commitment based upon transparency and accountability.

The areas of action have been prioritized by conducting a materiality assessment. During the materiality evaluation, intuitive channels for commitment were laid out with many partners, for example, senior administration, representatives, providers, local area, NGO Accomplices, and so on. In order to learn about their major concerns and how they rank these issues in order of relative importance..

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

| Stakeholder Group                       | Whether identified as Vulnerable & Marginalized Group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other   | Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify) | Purpose and scope of engagement including key Topics and Concerns raised during such engagement  |
|---|--|---|---|--|
| <b>Employees</b>                        | No   | Intranet facilities, Internal newsletters, Communication meetings, Leader -ship site visits and interactions, Employee engagement survey, Induction and regular training programmes, Tool box talks, Regular drills on safety | Weekly/ Monthly   | Vision and mission of the company, Business performance and plans, Welfare, Health and safety of the employees and their families, Assuring support of management to employees, Work place hazards and controls, Skill development, Rewards and recognitions   |
| <b>Government and Regulatory bodies</b> | No   | Regular inspections, Periodic Reports, Regular direct and indirect interactions through industrial associations and other bodies  | Monthly/ Annually   | Compliance of rules and regulations, Submission of reports under various statutes at specific intervals, Response to any issues raised by government/ regulatory authority, Tax revenues, Ease of doing business through sound corporate governance mechanisms |

| Stakeholder Group                          | Whether identified as Vulnerable & Marginalized Group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other   | Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify) | Purpose and scope of engagement including key Topics and Concerns raised during such engagement   |
|--|--|---|---|---|
| <b>Shareholders &amp; Investors</b>        | No   | Annual General Meeting, Corporate Website, Annual Report, Social Media, Grievance Redressal Mechanism, Newspaper, Publications, Emails & Text Messages  | Quarterly   | Improved profitability and growth of organisation, Transparent and effective communication, Investor servicing, Sound corporate governance mechanisms               |
| <b>Customers</b>                           | No   | Regular personal Interactions and discussions, Market surveys, Customer surveys, Plant visits Customer  | Monthly   | Customer Satisfaction, Prompt response to customer complaints, Product/service quality and timely delivery, Building trust among the customers through plant visits |
| <b>Suppliers, Dealers and Distributors</b> | No   | Annual Meet with suppliers and customers, Plant visits, Interactions on a regular basis   | Monthly   | Share best practices among industries, Competency development of local vendor, Rewards and recognitions   |
| <b>Farmers</b>                             | Yes  | Need based regular interaction by Cane & CSR function, Awareness camps on good agricultural practices   | Weekly  | Sustainable sugarcane production, Improved livelihood and income of farmers, Easy, affordable and reliable access to inputs such as quality seeds, fertilizers etc. |
| <b>Local communities</b>                   | Yes  | Open dialogue with local communities, Need based surveys to understand community requirements, Awareness meets and Health camps, Celebration of cultural festivals/ occasion (Environment day, Safety day etc.), Public hearing for greenfield/expansion projects | Monthly   | Health and hygiene in rural community, Education & infrastructure, Good agricultural practices, Water conservation and Waste management                             |
| <b>Civil Society</b>                       | No   | Collaboration of various CSR projects   | Monthly   | Community developmental needs such as Healthcare, Education & Rural development etc   |
| <b>Industry Associations</b>               | No   | Meetings, Seminars, Workshops   | Monthly   | Networking, Industry collaborations, establishing best practices  |

| Stakeholder Group | Whether identified as Vulnerable & Marginalized Group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other | Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify) | Purpose and scope of engagement including key Topics and Concerns raised during such engagement |
|-------------------|--|---|---|---|
| <b>Media</b>      | No   | Advertisements/ promotions, Press Releases, Interviews of Senior Management   | Monthly   | Publishing reports, Releasing relevant reports regularly  |

### Leadership Indicators

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

To identify and reevaluate its environmental and social topics, DCM Shriram conducts a comprehensive materiality assessment and stakeholder engagement exercise every two years. The Board has delegated the procedure to management. DCM Shriram consults with key internal and external stakeholders as part of the materiality assessment process to learn about their concerns and expectations and incorporate their perspectives into the materiality assessment for setting priorities for environmental and social issues. The materiality matrix and the final list of environmental and social topics for DCM Shriram are based on insights gathered through stakeholder engagement. The EHS Function presents the assessment's findings to the BRSR Core Team nominated by the Board for the purpose of defining ESG goals and initiatives

- 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, as part of the materiality assessment exercise, the company undertakes consultation with key stakeholders to help identify and prioritize environmental and social issues. Based on the stakeholder feedback received, the company has implemented various policy and process reforms. DCM developed a human rights policy to reinforce its commitment to upholding human rights along with strengthening its EHS policy. Based on stakeholder consultations, we have identified environmental issues associated with farming. The Company puts continuous efforts in raising awareness among farmers to utilize water efficiently using best agricultural practices, non-chemical pest control and promoting use of bio-compost. This helps in providing better returns to farming community with increased productivity and water conservation. In addition, it also enhances soil fertility and protects and preserves the environment from undue chemicals. Wastes generated during sugar processing like boiler ash and press mud cake are used as organic manure and distributed to the farmers.

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

We have been engaging with famers, many of which belong to the vulnerable / marginalized stakeholder groups and face issues such as lower crop productivity and resulting lower income generation. These

sugarcane growers are member of Cooperative Cane Union and a Union of the farmers. DCM regularly educates these farmers are on good farming practices to produce sugarcane by using less irrigation water through trash mulching, trench planting, press mud application, laser land leveling and in addition using bio-control measures for controlling pests and diseases in sugarcane crop. The Company has created many engagement platforms including e-Suvidha App, WhatsApp Groups, Teleconferencing, Suvidha Centre (Call Centre) connecting to more than 2.6 Lakh Farmers. These initiatives have reaped many benefits to farmers related to support in yield increase, tagging and booking of Agri-inputs, faster query redressal etc.

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

### Essential Indicators

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

| Category             | FY 2024-25 |                                      |         | FY 2023-24 |                                      |         |
|----------------------|------------|--------------------------------------|---------|------------|--------------------------------------|---------|
|                      | Total (A)  | No. of employee /workers covered (B) | % (B/A) | Total (C)  | No. of employee /workers covered (D) | % (D/C) |
| <b>Employee</b>      |            |                                      |         |            |                                      |         |
| Permanent            | 3837       | 3837                                 | 100%    | 4061       | 4061                                 | 100%    |
| Other than permanent | 58         | 50                                   | 86%     | 1782       | 1782                                 | 100%    |
| Total employees      | 3895       | 3887                                 | 99.8%   | 5843       | 5843                                 | 100%    |
| <b>Workers</b>       |            |                                      |         |            |                                      |         |
| Permanent            | 2360       | 2284                                 | 97%     | 1711       | 1711                                 | 100%    |
| Other than permanent | 9195       | 6568                                 | 71%     | 5917       | 5917                                 | 100%    |
| Total workers        | 11555      | 8852                                 | 77%     | 7628       | 7628                                 | 100%    |

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

| Category                    | FY 2024-25 |                       |         |                        | FY 2023-24 |                       |         |                        |
|-----------------------------|------------|-----------------------|---------|------------------------|------------|-----------------------|---------|------------------------|
|                             | Total (A)  | Equal to Minimum Wage |         | More than Minimum Wage | Total (A)  | Equal to Minimum Wage |         | More than Minimum Wage |
|                             |            | No. (B)               | % (B/A) | No. (C)                |            | No. (E)               | % (E/D) | No. (F)                |
| <b>Employees</b>            |            |                       |         |                        |            |                       |         |                        |
| <b>Permanent</b>            |            |                       |         |                        |            |                       |         |                        |
| Male                        | 3593       | 45                    | 1%      | 3548                   | 99%        | 3854                  | 0       | 0%                     |
| Female                      | 244        | 0                     | 0%      | 244                    | 100%       | 207                   | 0       | 0%                     |
| <b>Other than Permanent</b> |            |                       |         |                        |            |                       |         |                        |
| Male                        | 54         | 1                     | 2%      | 53                     | 98%        | 1372                  | 0       | 0%                     |
| Female                      | 4          | 1                     | 25%     | 3                      | 75%        | 410                   | 0       | 0%                     |

| Category                    | FY 2024-25 |                       |         |                        | FY 2023-24 |                       |         |                        |
|-----------------------------|------------|-----------------------|---------|------------------------|------------|-----------------------|---------|------------------------|
|                             | Total (A)  | Equal to Minimum Wage |         | More than Minimum Wage | Total (A)  | Equal to Minimum Wage |         | More than Minimum Wage |
|                             |            | No. (B)               | % (B/A) | No. (C)                |            | No. (E)               | % (E/D) | No. (F)                |
| <b>Workers</b>              |            |                       |         |                        |            |                       |         |                        |
| <b>Permanent</b>            |            |                       |         |                        |            |                       |         |                        |
| Male                        | 2355       | 30                    | 1%      | 2325                   | 99%        | 1710                  | 42      | 2%                     |
| Female                      | 5          | 0                     | 0%      | 5                      | 100%       | 1                     | 0       | 0%                     |
| <b>Other than permanent</b> |            |                       |         |                        |            |                       |         |                        |
| Male                        | 8661       | 4258                  | 49%     | 4403                   | 51%        | 5791                  | 3678    | 64%                    |
| Female                      | 534        | 110                   | 21%     | 424                    | 79%        | 126                   | 126     | 100%                   |

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

| Category                           | Male   |  | Female |  |
|------------------------------------|--------|--|--------|--|
|                                    | Number | Median remuneration/ salary/ wages of respective category (in INR Lakhs) | Number | Median remuneration/ salary/ wages of respective category (in INR Lakhs) |
| Board of Directors (BoD)           | 12     | 89.67  | 2      | 62.80  |
| Key Managerial Personnel           | 2*     | 231.71   | 0      | Not Applicable   |
| Employees other than BoD and KMP** | 3646   | 8.76   | 248    | 7.198  |
| Workers**                          | 2349   | 4.23   | 5      | 1.97   |

\* Remuneration of Chairman and Sr. Managing Director (CEO) included in BoD.

\*\* Excludes non payroll employees

#### b) Gross wages paid to female as % of total wages paid:

|   | FY 2024-25<br>Current Financial Year | FY 2023-24*<br>Previous Financial Year |
|---|--------------------------------------|--|
| Gross wages paid to females as % of total wages | 4.22%                                | 3.82%                                  |

\*Restated based on SEBI's Industry Standards on Reporting of BRSR Core

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

Yes, Weblink to our Human Rights Policy:

<https://www.dcmshriram.com/sites/default/files/Human%20Rights%20Policy.pdf>

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

Through our Whistle Blower Policy, we have established a system for



reporting and redressing all human rights violations. Any concerns pertaining to human rights can be reported by all employees, contractors, and suppliers as a result of this. All actual violations are dealt with seriously, and remediation measures can include terminating employees and business contracts, depending on the severity of the violation.

In addition, there is a Policy on the Prevention of Sexual Harassment (POSH) at DCM Shriram, and any incidents of this kind can be reported to the Internal Committee (IC) for POSH in accordance with the procedure that is outlined in the policy. Each reported allegation is treated confidentially and with seriousness. Open House Discussions and City centers, balanced/ Group HR interfaces are coordinated every once in a while. Additionally, monthly meetings with representatives of unions are held.

Weblink to our whistle blower/vigil mechanism policy:

<https://www.dcmshriram.com/sites/default/files/Vigil%20Mechanism%20Policy.pdf>

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

| Complaints                        | 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                 | 1                     | 0                                     | The case has been closed by the Company's Internal Complaints Committee (ICC) constituted for the investigations and redressal of sexual harassment complaints. | 1                     | 0                                     | The case has been closed by the Company's Internal Complaints Committee (ICC) constituted for the investigations and redressal of sexual harassment complaints. |
| Discrimination at workplace       | 0                     | 0                                     | -   | 0                     | 0                                     | -   |
| Child Labor                       | 0                     | 0                                     | -   | 0                     | 0                                     | -   |
| Forced Labor /Involuntary Labor   | 0                     | 0                                     | -   | 0                     | 0                                     | -   |
| Wages                             | 0                     | 0                                     | -   | 0                     | 0                                     | -   |
| Other human rights related issues | 0                     | 0                                     | -   | 0                     | 0                                     | -   |

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

|   | FY 2024-25 | FY 2023-24 |
|---|------------|------------|
| Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH) | 1          | 1          |
| Complaints on POSH as a % of female employees / workers   | 0.43%      | 0.54%      |
| Complaints on POSH upheld   | 1          | 1*         |

\*Restated based on SEBI's Industry Standards on Reporting of BRSR

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

DCM Shriram guarantees, in accordance with the Whistle Blower Policy and Procedure, that employees and business associates are completely protected from retaliation, punishment, intimidation, coercive action, dismissal, or victimization for reporting genuine concerns, even if they are not proven. Punitive action will be taken on anyone who tries to victimize anyone who complains, cooperates with an investigation or complaint, or provides information or data related to it.

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

Yes

#### 10. Assessments of the year

| Complaints                  | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|-----------------------------|---|
| Child labour                | 100%  |
| Forced/involuntary labour   | 100%  |
| Sexual harassment           | 100%  |
| Discrimination at workplace | 100%  |
| Wages                       | 100%  |
| Others-please specify       | -   |

#### 11. Provide details of any corrective actions taken or under way to address significant risks/ concerns arising from the assessments at Question 9 above.

No significant deviations were observed in relation to aspects described in Question 9 above.

#### Leadership Indicators

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

Not applicable as there is no complaint / grievances related to human rights during the reporting year.

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

In order to identify potential risks, we have a human rights due diligence process which is conducted annually through DCM Shriram's internal audit process for monitoring company-wide compliance. This entails undertaking a detailed monitoring at 100% of

our sites including all business functions, to track performance on various human rights related subjects such as working conditions, minimum compensation, equal opportunity, freedom of association etc. including labour laws of the country. Any identified risks are dealt with corrective actions and closely monitored for progress at periodic frequencies.

**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?**

Yes, in accordance with requirements, the necessary arrangements are made to promote accessibility for employees and workers with disabilities

**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           | 100%   |
| Discrimination at workplace | 100%   |
| Child Labour                | 100%   |
| Forced / Involuntary Labour | 100%   |
| Wages                       | 100%   |
| Others -please specify      | -  |

\* For Tier 1 value chain partners

**5. Provide details of any corrective actions taken or underway to address significant tricks/ concerns arising from the assessments at Question 4 above.**

No significant deviations were observed in relation to aspects described in Question 4 above.

**PRINCIPLE 6 : Businesses should respect and make efforts to protect and restore the environment**

**Essential Indicators**

**1. Details of total energy consumption (in Joules or multiples) and energy intensity :**

| From Renewable sources                               | UoM | FY 24-25 | FY 23-24 |
|--|-----|----------|----------|
| Total electricity consumption (A)                    | TJ  | 675      | 452      |
| Total fuel consumption (B)                           | TJ  | 16,949   | 19,244   |
| Energy consumption through other sources (C)         | TJ  | -        | -        |
| Total energy consumed from renewable sources (A+B+C) | TJ  | 17,624   | 19,697   |
| <b>From non- renewable sources</b>                   |     |          |          |
| Total electricity consumption (D)                    | TJ  | 959      | 1,483    |
| Total fuel consumption (E)                           | TJ  | 32,092   | 25,366   |
| Energy consumption through other sources (F)         | TJ  | -        | -        |

|  | UoM               | FY24-25 | FY23-24 |
|--|-------------------|---------|---------|
| Total energy consumed from non-renewable sources (D+E+F)   | TJ                | 33,051  | 26,849  |
| <b>Total energy consumed (A+B+C+D+E+F)</b>   | TJ                | 50,675  | 46,546  |
| Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)   | TJ/ Lacs INR      | 0.041   | 0.042   |
| Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP) | TJ/Million USD    | 8.41    | 9.34    |
| Energy intensity in terms of physical output   | GJ/ MT Production | 14.82   | 14.28   |
| Energy intensity (optional) – the relevant metric may be selected by the entity  |                   | -       | -       |

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

Yes, Limited Assurance by Deloitte Haskins & Sells LLP

**2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Yes, targets as per schedule

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

| Parameter   | FY 2024-25         | FY 2023-24         |
|---|--------------------|--------------------|
| <b>Water withdrawal by source (in kiloliters)</b>                               |                    |                    |
| (i) Surface water   | -                  | -                  |
| (ii) Groundwater  | 19,91,628          | 20,03,335          |
| (iii) Third party water   | 1,27,22,251        | 1,12,87,754        |
| (iv) Seawater / desalinated water   | 0                  | 0                  |
| (v) Others  | 0                  | 0                  |
| <b>Total volume of water withdrawal (in kiloliters) (i + ii + iii + iv + v)</b> | <b>1,47,13,880</b> | <b>1,32,91,089</b> |

| Parameter   | FY 2024-25            | FY 2023-24            |
|---|-----------------------|-----------------------|
| Total volume of water consumption (in kilolitres)   | 1,24,21,556           | 1,08,80,336           |
| Water intensity per rupee of turnover (Total Water consumed / Revenue from operations)  | 9.98 KL/ Lacs INR     | 9.74 KL/ Lacs INR     |
| Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP) | 2063 KL/ Million USD  | 2183 KL/ Million USD  |
| Water intensity in terms of physical output   | 3.63 KL/ t Production | 3.34 KL/ t Production |
| Water intensity (optional)<br>- 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.**

Yes, Limited Assurance by Deloitte Haskins & Sells LLP

#### 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 kiloliters)</b> |                               |                               |
| (I) To Surface water   |                               |                               |
| - No treatment   | 0                             | 0                             |
| - With treatment – please specify level of treatment                         | 18,61,554 (primary treatment) | 20,54,775 (primary treatment) |
| (ii) To Groundwater  |                               |                               |
| - No treatment   | 0                             | 0                             |
| - With treatment – please specify level of treatment                         | 0                             | 0                             |
| (iii) To Seawater  |                               |                               |
| - No treatment   | 0                             | 0                             |
| - With treatment – please specify level of treatment                         | 0                             | 0                             |
| (iv) Sent to third parties   |                               |                               |
| - No treatment   | 0                             | 0                             |
| - With treatment – please specify level of treatment                         | 4,30,771 (primary treatment)  | 3,55,977 (primary treatment)  |
| (v) Others   |                               |                               |
| - No treatment   | 0                             | 0                             |
| - With treatment – please specify level of treatment                         | 0                             | 0                             |
| <b>Total water discharged (in kiloliters)</b>                                | <b>22,92,324</b>              | <b>24,10,752</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.**

Yes, Limited Assurance by Deloitte Haskins & Sells LLP

#### 5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, two of the distillery units of DCM Shriram are Zero Liquid Discharge units. In addition, the effluent from the sugar units are treated in state-of-the-art ETP and treated water is utilized for irrigation purposes without discharging outside the plant premises. The sewage generated at various manufacturing sites is also treated in STP and utilized for horticulture inside the plant premises without discharging into any water bodies.

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

| Parameter                           | Please specify unit | FY 2024-25 | FY 2023-24 |
|-------------------------------------|---------------------|------------|------------|
| NOx                                 | Metric tonnes       | 2,716      | 2,440      |
| SOx                                 | Metric tonnes       | 2,169      | 1,841      |
| Particulate Matter (PM)             | Metric tonnes       | 1,878      | 1,683      |
| Persistent Organic Pollutants (POP) | NA                  | NA         | NA         |
| Volatile organic Compounds (VOC)    | NA                  | NA         | NA         |
| Hazardous air pollutants (HAP)      | NA                  | NA         | NA         |
| Others- please specify              | 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.**

Yes, Limited Assurance by Deloitte Haskins & Sells LLP

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

| Parameter   | Unit  | FY 2024-25  | FY 2023-24*   |
|---|---|---|---|
| Total Scope 1 emissions* (Break-up of the GHG into 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 | CO <sub>2</sub> : 32,06,918<br>CH <sub>4</sub> : 13,947<br>N <sub>2</sub> O: 29,369<br>Total: 32,50,234 | CO <sub>2</sub> : 26,26,606<br>CH <sub>4</sub> : 15,398<br>N <sub>2</sub> O: 29,011<br>Total: 26,71,015 |
| Total Scope 2 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 | 1,89,123  | 2,92,413  |

| Parameter   | Unit  | FY 2024-25 | FY 2023-24 |
|---|---|------------|------------|
| Total Scope 1 and Scope 2 emissions per rupee of turnover   | tCO <sub>2</sub> e/<br>Revenue<br>in Lakh INR | 2.8        | 2.7        |
| Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) | tCO <sub>2</sub> e/<br>Million USD            | 571        | 595        |
| Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity   | tCO <sub>2</sub> e/<br>t production           | 1.01       | 0.91       |
| Total Scope 1 and Scope 2 emission intensity – the relevant metric may be selected by the entity (optional)   |   | -          | -          |

# The figures are restated in line with the reporting for 2024-25, after reassessing sources of GHG emissions.

\* SCOPE-1 Emission Factor reference used: Intergovernmental Panel on Climate Change (IPCC)

\*\*Scope-2 Emission Factor reference used: Central Electricity Authority (CEA)

**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.**

Yes, Limited Assurance by Deloitte Haskins & Sells LLP

**8. Does the entity have any project related to reducing Greenhouse Gas emissions? If yes, then provide details.**

The below initiatives has resulted in cumulative reduction of 28.7 Lac tCO<sub>2</sub>e emissions.

- Use of Biomass in the energy mix at Bharuch and Kota
- Use of Bagasse and Slop for generating power in Sugar and Distillery units
- Contracted supply of Renewable Power at Bharuch
- Vacuum pump installation in place of ejectors in the Chlor-Alkali Units at Bharuch
- Energy efficiency initiatives at Kota and Sugar sites
- Ethanol produced for blending petrol under the Ethanol Blended Petrol Program
- Re-membraning and Re-coating of Electrolyzers

- Replacement of existing cooling water pumps with energy efficient pumps
- Installation of Motor Operated Valve (MOV) in Boiler Feed Pump (BFP) Auto Recirculation Line and impeller trimming of Cooling water pump in 66 MW Power Plant

Besides above, during the year the Company successfully commissioned CBG (Compressed Bio Gas) plant from sugar industry waste (Press-mud) at Ajbapur providing a sustainable alternative to diesel and CNG.

**How many Green Credits have been generated or procured in FY2024-25?**

|  |               |
|--|---------------|
| By the listed entity   | Nil           |
| By the top ten (in terms of value of purchases and sales, respectively) value chain partners | Not Available |

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

| Parameter  | FY 2024-25                    | FY 2023-24                     |
|--|-------------------------------|--------------------------------|
| <b>Total Waste generated (in metric tonnes)</b>  |                               |                                |
| Plastic waste (A)  | 1484                          | 1666                           |
| E-waste (B)  | 9.38                          | 11.34                          |
| E-waste (Numbers)  | 141                           | 1239                           |
| Bio-medical waste (C)  | 0.06                          | 0.07                           |
| Construction and demolition waste (D)  | NA                            | NA                             |
| Battery Waste (E)  | 14.14                         | 3.09                           |
| Battery Waste (Numbers)  | 20                            | 229                            |
| Radioactive waste (F)  | NA                            | NA                             |
| Other Hazardous waste. Please specify, if any. (G)   | 1,560                         | 502                            |
| Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)                        | 7,63,515                      | 6,90,196*                      |
| <b>Total (A+B+C+D+E+F+G+H)</b>   | <b>7,66,583</b>               | <b>6,92,378*</b>               |
| <b>Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)</b>   | <b>0.0062 Kg/ INR</b>         | <b>0.0062 Kg/ INR*</b>         |
| <b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)</b> | <b>0.127 Kg /USD</b>          | <b>0.139 Kg /USD*</b>          |
| <b>Waste intensity in terms of physical output Waste intensity (optional) - the relevant metric may be selected by the entity</b>                          | <b>0.22 t/t of Production</b> | <b>0.21 t/t of Production*</b> |

\*Non-hazardous waste figures are restated in line with the reporting for 2024-25, after reassessing various categories of waste.



| Parameter   | FY 2024-25        | FY 2023-24                  |
|---|-------------------|-----------------------------|
| <b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b> |                   |                             |
| <b>Category of waste</b>  | <b>FY 2024-25</b> | <b>FY 2023-24</b>           |
| (i) Recycled  | 7,34,305          | 6,60,146 <sup>#</sup>       |
| (ii) Re-used  | 0                 | 0                           |
| (iii) Other recovery operations   | 0                 | 0                           |
| <b>Total</b>  | <b>7,34,305</b>   | <b>6,60,146<sup>#</sup></b> |
| <b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b> |                   |                             |
| <b>Category of waste</b>  | <b>FY 2024-25</b> | <b>FY 2023-24</b>           |
| (i) Incineration  | 0                 | 0                           |
| (ii) Landfilling  | 32,278            | 32,231                      |
| (iii) Other disposal operations   | 0                 | 0                           |
| <b>Total</b>  | <b>32,278*</b>    | <b>32,231**</b>             |

<sup>#</sup>Non-hazardous waste figures are restated in line with the reporting for 2024-25, after reassessing various categories of waste

\*It includes accumulated brine sludge (15,565 Tonnes) that also has been disposed during the year.

\*\*It includes accumulated brine sludge (15,052 Tonnes) that also has been disposed during 2023-24.

**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.**

Yes, Limited Assurance by Deloitte Haskins & Sells LLP

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

In order to promote resource efficiency and waste management, we have adopted practices around circularity such as

- Resource use optimization,
- Recycling,
- Upcycling or re manufacturing, and,
- Reuse

In order to control our impact on the environment, DCM Shriram employs the three R's: Reduce, Reuse, and Recycle. All non-reusable waste are discarded through approved recyclers endorsed by the State Pollution Control Board.

Utilizing fly ash from a Thermal Power Plant and waste lime sludge from Calcium Carbide, the company produces cement. In sugar plants, entire press mud and ash are mixed for distribution to farmers as manure. During the financial year, molasses based distillery units at two of its Sugar sites is operated utilizing the molasses waste generated from sugar mill for producing Ethanol. In distillery unit, slop is mixed with bagasse which is used in boiler as a fuel. Its Ash is rich in Potash and readily usable as manure. Entire treated water from ETP in Sugar mills is utilized for irrigation and treated water from Distillery units at Hariawan and Ajbapur are 100 % recycled in the distillery process thereby reducing net intake of fresh water. With approval from GPCB, the diluted sulfuric acid (78-80%) that is

produced at the caustic soda process plant is used in nearby industries to recycle it completely. In the processes for handling intermediate products, plastic drums generated from various process plants used raw materials are repurposed. In distillery units, plastic drums are sent back to the raw material supplier for reusing the same thereby saving resource. During the year, 1341 nos. drums were reused.

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

| S. No.   | Location of operations /offices | Type of operations | Whether the conditions of environmental approval clearance are being complied with? (Y/N)<br><br>If no, the reasons thereof and corrective action taken, if any. |
|--|---------------------------------|--------------------|--|
| None of the DCM Shriram offices / plants are located around ecologically sensitive areas |                                 |                    |  |

**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 |
|-----------------------------------|----------------------|------|---|--|-------------------|
| Nil                               |                      |      |   |  |                   |

**13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Yes, the Company is in compliance with the applicable environmental laws/ regulations/ guidelines

| S. No.         | Specify the law/ regulation/ guidelines which was not complied with | Provide details of the non-compliance | Any fines/ penalties / action taken by regulatory agencies such as pollution control boards or by courts | Corrective action taken if any |
|----------------|---|---------------------------------------|--|--------------------------------|
| Not applicable |   |                                       |  |                                |

### Leadership Indicators

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

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

- Name of the area : NA
- Nature of operations : NA
- Water withdrawal, consumption and discharge in the following format:

| Parameter  | FY 2024-25 | FY 2023-24 |
|--|------------|------------|
| Water withdrawal by source (in kiloliters)                                     |            |            |
| (i) Surface water  | NA         |            |
| (ii) Groundwater   |            |            |
| (iii) Third party water  |            |            |
| (iv) Seawater / desalinated water  | NA         |            |
| (v) Others (Recycled) Recovered water from Treated Effluent                    |            |            |
| Total volume of water withdrawal (in kiloliters)                               |            |            |
| Total volume of water consumption (in kiloliters)                              |            |            |
| Water intensity per rupee of turnover (Water consumed / turnover)              |            |            |
| Water intensity (optional) - the relevant metric may be selected by the entity |            |            |
| Water discharge by destination and level of treatment (in kiloliters)          |            |            |
| (i) Into Surface water   | NA         |            |
| - No treatment   |            |            |
| - With treatment - please specify level of treatment                           |            |            |
| (ii) Into Ground water   | NA         |            |
| - No treatment   |            |            |
| - With treatment - please specify level of treatment                           |            |            |
| (iii) Into Seawater  | NA         |            |
| - No treatment   |            |            |
| - With treatment - please specify level of treatment                           |            |            |
| (iv) Sent to third parties   | NA         |            |
| - No treatment   |            |            |
| - With treatment - please specify level of treatment                           |            |            |
| (v) Others   | NA         |            |
| - No treatment   |            |            |
| - With treatment - please specify level of treatment                           |            |            |
| Total water discharged (in kiloliters)   |            |            |

**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.

Not Applicable.

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

| Parameter  | Unit   | FY 2024-25                   | FY 2023-24**                 |
|--|--|------------------------------|------------------------------|
| Total Scope 3 emissions*<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                    | 34,90,395 tCO <sub>2</sub> e | 31,66,905 tCO <sub>2</sub> e |
| Total Scope 3 emissions per rupee of turnover  | Metric tonnes of CO <sub>2</sub> equivalent                    | 2.81 x 10-5                  | 2.83 x 10-5                  |
| Total Scope 3 emission intensity (optional)<br>- the relevant metric may be selected by the entity   | Metric tonnes of CO <sub>2</sub> equivalent per ton of product | 1.02                         | 0.97                         |

\*SCOPE-3 Emissions considered for estimation: (Category 1 to 9 and Category 11)  
Emission Factor reference: LCA database of products using SimPro & Gabi Softwares  
Intergovernmental Panel on Climate Change (IPCC)  
Department for Environment, Food and Rural Affairs (DEFRA)  
Central Electricity Authority (CEA)  
US Environmentally-Extended Input-Output (EEIO)

\*\* Restated based on consideration of all applicable Scope 3 categories for FY23-24

**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.

The Company published Sustainability Report 2024-25 as per IR Framework and GRI Sustainability Reporting Standards, issued by the Global Reporting Initiative (GRI) referred to as GRI Standards 2021.

Limited Assurance by Deloitte Haskins & Sells LLP for Scope 3 emissions is carried out for Sustainability Report 2024-25 as per GRI Standard and "GHG Protocol Corporate Accounting & Reporting Standard" as amended thereto developed by the GHG Protocol Initiative, a partnership between World Resources Institute (WRI) and the World Business Council for Sustainable Development (WBCSD).

#### 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 rededication activities.

Not Applicable, as DCM Shriram does not have any operations in ecologically sensitive areas.

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

| Sr. No | Initiative undertaken  | Details of the initiative (Web-link, if any, may be provided along-with summary)   | Outcome of the initiative                    |
|--------|--|--|--|
| 1      | Renewable Power supply at Bharuch Plant  | Contracted supply of 50.4 MW from Renewable Power during FY 24-25  | 121446 tCO <sub>2</sub> e saved per year     |
| 2      | Vacuum pump installation in place of ejectors at Bharuch   | Energy efficient vacuum pumps were installed in place of ejectors in the Chlor-Alkali Units at Bharuch   | 97270 tCO <sub>2</sub> e saved per year      |
| 3      | Recycling of waste material from uPVC fabrication workshops  | Cut pieces and profile wastes from various uPVC fabrication workshops are collected and recycled to save use of virgin raw material for making windows and doors profiles at Kota. | Around 5% saving of the virgin raw material  |
| 4      | Compressed Biogas Plant installed and commissioned at Ajbapur  | During the year, a 12 TPD CBG plant with feed stock of pressmud, a waste from sugar mill was commissioned at Ajbapur   | Reduced GHG emission across the value chain. |
| 5      | Energy audit recommendations implementation at Bharuch   | Various recommendations of the energy audit by external agency were implemented during the year  | 2663 tCO <sub>2</sub> e saved per year       |
| 6      | Improved power factor at Bharuch site  | With an improved power factor at Bharuch site reduced losses in the power system making it more efficient  | 3337 tCO <sub>2</sub> e saved per year       |
| 7      | Installation of new designed Aerofin heater in PVC plant at Kota   | Installation of new designed Aerofin heater element in PVC plant at Kota resulted in reduced steam consumption.  | 475 tCO <sub>2</sub> e saved per year        |
| 8      | Installation of VFDs in P66 boilers, PA Fans and BFPs at Kota  | Installation of VFDs in P66 boilers PA Fans and BFPs in the Power plant at Kota  | 1860 tCO <sub>2</sub> e saved per year       |
| 9      | Installation of energy efficient Falling-Film Evaporator (FFE), Mechanical Vapor Compression (MVR) & Vertical Continuous Pan (VCP) | Installation of Juice Heaters, Falling-Film Evaporator (FFE), Mechanical Vapor Compression (MVR) & Vertical Continuous Pan (VCP) in Sugar mill at Loni                             | 10376 tCO <sub>2</sub> e saved per year      |

Weblink for Sustainability report 24-25: <https://www.dcmshriram.com/sustainability/sustainability-reports>

**5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ weblink.**

Yes. As part of our business continuity plan, we have a plan in place for an emergency response in the event of any unforeseen circumstances. Everyone involved receives regular instruction on how to use tools like fire extinguishers and First Aid. In order to prepare for an efficient response in the event of an emergency, regular mock drills are also conducted on a variety of emergency scenarios. All of these risks are the subject of risk mapping based on their likelihood and impact. Regular audits and mock drills are conducted to assess the health of the emergency response plan and strengthen the system.

A plan for emergency preparedness includes:

- Key risks and hazards;
- Analysis of likelihood of occurrence and impact;
- Implementation of a mitigation strategy with delegated responsibilities;
- Publication of the plan to all relevant stakeholders

**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?**

Agriculture contributes to adverse environmental impacts such as, excessive water consumption, water pollution due to pesticide run-off, soil degradation, etc. DCM Shriram is undertaking multiple initiatives by engaging farmers to promote sustainable agricultural practices. For instance, treated water from our sugar sites is provided to farmers for irrigation, reducing the amount of fresh ground water withdrawn. DCM Shriram is also providing press mud, sludge and bagasse ash from sugar mills to farmers for soil amelioration in order to reduce the usage of chemical fertilizers.

In addition to above, as part of our Water Conservation initiative, desilting at Panai Jhabar (wetland) in Uttar Pradesh helped in creating surface water holding capacity, recharging ground water aquifers, sustaining aquatic flora and fauna indigenous to the area, including the elegant Sarus Crane thereby improving biodiversity and

ecosystem. Furthermore, during the year 3 rain water harvesting ponds and 7 rain water structures have been constructed and 4 ponds were renovated and desilted resulting in additional water recharge capacity.

In order to reduce impact of emission arising out of transportation, finished products such as Chlorine, Caustic lye and Hydrogen at our Bharuch site are transported through pipelines in place of trucks/tankers saving use of fossil fuels in transportation. Furthermore, at our Kota site, raw materials and finished products are transported in racks saving fossil fuel to reduce GHG emission.

Initiatives are undertaken for waste minimization, reuse and recycling to mitigate its impact on the environment. Lime sludge, fly ash and bagasse are recycled for utilization in manufacturing cement and generating power. Also majority of the wastes generated from the processes are recycled on-site and off-site for its effective utilization with an objective of reducing waste for disposal to landfill. Plastic wastes introduced into the market through the finished products such as Cement, Urea, Sugar and PVC in the form of plastic bags are also recycled through the authorized plastic re-processors in line with our EPR obligation.

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

100% (For Tier 1 Suppliers)

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

**Essential Indicators**

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

20

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

| S. No. | Name of the trade and industry chambers/ associations           | Reach of trade and Industry chambers/ associations (State/National) |
|--------|---|---|
| 1      | Federation of Seed Industry of India (FSII)                     | National  |
| 2      | Confederation of Indian Industry (CII)                          | National  |
| 3      | Federation of Indian Chamber of Commerce and Industries (FICCI) | National  |
| 4      | Fertilizer Association of India (FAI)                           | National  |
| 5      | Cement Manufacturing Associations (CMA)                         | National  |
| 6      | Indian Sugar Mills Association (ISMA)                           | National  |
| 7      | Alkali Manufacturers Association of India (AMAI)                | National  |
| 8      | All India Distillers' Association (AIDA)                        | National  |

| S. No. | Name of the trade and industry chambers/ associations  | Reach of trade and Industry chambers/ associations (State/National) |
|--------|--|---|
| 9      | Crop Care Federation of India (CCFI)                   | National  |
| 10     | UPVC Window and Door Manufacturers Association (UWDMA) | National  |

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

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

**Leadership Indicators**

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

| S. No. | Public policy advocated | Method resorted for such advocacy | Whether information available in public domain? (Yes/No) | Frequency of review by Board (Annually/ Half yearly/ Quarterly / Others - please specify) | Web Link, if available |
|--------|-------------------------|-----------------------------------|--|---|------------------------|
|        | Not applicable          | Not applicable                    | Not applicable   | Not applicable  | Not applicable         |

**PRINCIPLE 8: Businesses should promote inclusive growth and equitable development**

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

**Essential Indicators**

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

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

| S. No.         | Name of Project for which R&R is ongoing | State | District | No. of Project Affected Families (PAFs) | % of PAFs covered by R&R | Amounts paid to PAFs in the FY (In INR) |
|----------------|--|-------|----------|---|--------------------------|---|
| Not applicable |  |       |          |   |                          |   |



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

As part of the program design, regularly feedback to address community needs is collected. Additionally, a monitoring and evaluation system conducted by a third party, Give Grants was introduced. This involves quarterly site visits and cadence calls with partners and key stakeholders within the community to assess all programs' impact and receive insights from the community

### 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                        | 11%         | 24%        |
| Sourced directly from within the district and neighboring districts | 89%         | 73%        |

\* Based on SEBI's Industry Standards on Reporting of BRSR Core and data for previous year is not comparable

### 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<br>Current Financial Year | FY 2023-24*<br>Previous Financial Year |
|--------------|--------------------------------------|--|
| Rural        | 65%                                  | 58%                                    |
| Semi-urban   | 3%                                   | 3%                                     |
| Urban        | 27%                                  | 33%                                    |
| Metropolitan | 5%                                   | 6%                                     |

\*Restated based on SEBI's Industry Standards on Reporting of BRSR

### Leadership Indicators

#### 1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

| Details of negative social impact identified | Corrective action taken |
|--|-------------------------|
| Not applicable                               | 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) |
|--------|---------------------------------------|-----------------------|-----------------------|
| 1      | Uttar Pradesh - Agri Skilling project | Sonbhadra             | 27,46,191             |

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

Yes

#### (b) From which marginalized /vulnerable groups do you procure?

We source sugarcane for our Sugar and Distillery business from more than 70% of the small land-owning local farmers.

#### (c) What percentage of total procurement (by value) does it constitute?

>80% (For Sugar and Distillery Business)

#### 4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

| S. No.          | Intellectual Property based on traditional knowledge | Owned/ Acquired (Yes/No) | Benefit shared (Yes / No) | Basis of calculating benefit share |
|-----------------|--|--------------------------|---------------------------|------------------------------------|
| Not applicable* |  |                          |                           |                                    |

\* DCM Shriram has not acquired any intellectual property based on traditional knowledge.

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

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

#### 6. Details of beneficiaries of CSR Projects:

| Details of beneficiaries of CSR Projects: FY 2024-25 (Current Financial Year) |                |  |  |   |
|---|----------------|--|--|---|
| S. No.  | CSR Project    | No. of persons benefited from CSR Projects | % Of beneficiaries from vulnerable and marginalized groups | Remarks   |
| 1   | Khushali Sehat | 35694                                      | 90   | A flagship healthcare initiative involving the delivery of quality antenatal and postnatal service to pregnant and lactating women by operationalising mobile healthcare units and building capacities of government healthcare front line workers such as ASHA, AWW & ANM. |

| Details of beneficiaries of CSR Projects: FY 2024-25<br>(Current Financial Year) |  |  |  |  |
|--|--|--|--|--|
| S. No.   | CSR Project                            | No. of persons benefited from CSR Projects | % Of beneficiaries from vulnerable and marginalized groups | Remarks  |
| 2  | DCM Shriram Skill Academy              | 130  | 90   | A livelihoods initiative to increase the employability of rural youth in General Duty Assistant trade and Solar and electrical trade.  |
| 3  | Khushali Rozgaar (DCS Operator)        | 15   | 100  | A livelihoods initiative to equip students with future ready skills required in the chemical industry on plant operation automations.  |
| 4  | Khushali Rozgaar (Project Zardozi)     | 50   | 100  | A rural livelihoods initiative to empower rural women artisans in the craft of zari embroidery thereby enhancing their incomes.  |
| 5  | Khushali Rozgaar (Siali School)        | 360  | 90   | A rural livelihoods initiative to empower rural women in the sewing trade.   |
| 6  | Khushali Shiksha                       | 14,306                                     | 80   | An Education initiative in improving the early childhood learning outcomes of students enrolled in Anganwadis in the age group of 3-5 years by building the capacities of anganwadi workers, ICDS supervisors. |
| 7  | Jeetega Kisaan Agriculture Extension   | 947  | 90   | A rural skilling initiative of training the farmers on best package of practices to enhance their productivity and reduce their input costs thereby enhancing their incomes.                                   |
| 8  | Jeetega Kisaan Soil Health Improvement | 4553                                       | 80   | An environment and sustainability initiative of improving the soil organic carbon in the farm fields by adopting in-situ   |

| Details of beneficiaries of CSR Projects: FY 2024-25<br>(Current Financial Year) |  |  |  |   |
|--|--|--|--|---|
| S. No.   | CSR Project  | No. of persons benefited from CSR Projects | % Of beneficiaries from vulnerable and marginalized groups | Remarks   |
|  |  |  |  | management of agri waste, manure by applying compost to their farm fields.  |
| 9  | Krishi Udyam- Agri Entrepreneurship Development    | 15206                                      | 80   | A rural skilling initiative of developing a cadre of agri entrepreneurs focusing on Improving the level of farm mechanization, ancillary businesses to cater the local demand for mechanization.  |
| 10   | Hadoti Agro Farmer Producer Company-Supporting FPO | 545  | 80   | A rural skilling initiative of training a farmer producer organization on improving the access to quality services to small and marginal landholding farmers.   |
| 11   | Jeetega Kisaan-Cattle Development                  | 5000                                       | 90   | An agricultural-allied initiative on improving the breed of cattle population in the implementation geography by providing quality artificial insemination services, demonstrating best feeding practices, promoting best healthcare practices for enhancing cattle productivity. |
| 12   | DCM Shriram AgWater Challenge                      | 20000                                      | 80   | The DCM Shriram AgWater Challenge aims to improve water efficiency, productivity, and profitability smallholder farmers in India, focusing on four major water-intensive crops by driving innovation across four key  |

| Details of beneficiaries of CSR Projects: FY 2024-25<br>(Current Financial Year) |                    |  |  |   |
|--|--------------------|--|--|---|
| S. No.   | CSR Project        | No. of persons benefited from CSR Projects | % Of beneficiaries from vulnerable and marginalized groups | Remarks   |
|  |                    |  |  | technology categories - Irrigation as a Service, Advisory & Information Services, Irrigation Mechanisation/ Automation and BioAg Inputs.  |
| 13   | Khushali Swachhata | 42556                                      | 60   | A sanitation initiative of developing a lighthouse model of zero waste diversion to landfills at zero cost, by initiating circular economy principles, wealth is generated by the waste itself. |
|  |                    | 139362                                     |  |   |

**PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner.**

#### Essential Indicators

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

DCM Shriram gives products roads to clients to raise questions or grievances and give criticism. In the Sugar, SFS, Bioseed, and Fenesta businesses, we have established a dedicated customer care service to receive and respond to telephonic customer complaints and grievances. Customers can also voice their concerns via a specific email address or phone number listed on each business's website..

#### 2. Turnover of products and / services as percentage of turnover from all products / service that carry in formation 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               |                                   | Remarks   | FY 2023-24               |                                   | Remarks  |
|--------------------------------|--------------------------|-----------------------------------|---|--------------------------|-----------------------------------|--|
|                                | Received during the year | Pending resolution at end of year |   | Received during the year | Pending resolution at end of year |  |
| Data privacy                   | 0                        | 0                                 |   | 0                        | 0                                 |  |
| Advertising                    | 0                        | 0                                 |   | 0                        | 0                                 |  |
| Cyber -security                | 0                        | 0                                 |   | 0                        | 0                                 |  |
| Delivery of essential services | 0                        | 0                                 |   | 0                        | 0                                 |  |
| Restrictive Trade Practices    | 0                        | 0                                 |   | 0                        | 0                                 |  |
| Unfair Trade Practices         | 0                        | 0                                 |   | 0                        | 0                                 |  |
| Other                          | 4822                     | 320                               | *Product Quality / Weight related issues including repair and maintenance complaints for all the businesses | 5546                     | 242                               | Product Quality / Weight related issues including repair and maintenance complaints for all the businesses |

*\*Includes repair and maintenance related grievances. Considering normal turnaround time required for resolution of consumer complaints, during the year, 93% of the complaints have been resolved in best practical way to the satisfaction of customers and remaining are being resolved on an ongoing basis.*

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

|                   | Number | Reason for recall |
|-------------------|--------|-------------------|
| Voluntary recalls | 0      | Not applicable    |
| Forced recalls    | 0      | Not applicable    |

#### 5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes. The organization has established a framework to address cybersecurity, network safety, risks related to information security, and has a data privacy policy. To view the policy, visit the company's website at <https://www.dcmshriram.com/privacy-policy>

**6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products /services.**

No such case has been reported.

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

**a. Number of instances of data breaches along-with impact.**

There has been no instance of data breach.

**b. Percentage of data breaches involving personally identifiable information of consumers:**

There has been no instance of data breach involving personally identifiable information of customers

**c. 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).**

Details of all our products and services are provided on our website:  
<https://www.dcmshriram.com/>

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

The product label displays additional information relevant for consumers to help them consume a higher valued product and appropriate usage. Information related to safe handling, direction of

usage of products and specific certifications obtained by the company are also mentioned. All of these information is mentioned according to laws. For instance, our product calcium carbide's information label clearly mentions information on its non-usage of carbide for fruit ripening. To ensure safe transportation and educating consumers about safe and responsible usage of the products, MSDS is also supplied. Direction for Use (DFUs) are given with all the crop protection products.

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

Yes, customers are informed in advance of any disruptions to product or service delivery via email, phone, or in-person visit.

**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.**

No.

**5. Did your entity carry out any survey about consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

Yes, the company engages with regular customers through formal and informal channels such as surveys, direct feedback from sales teams and plant personnel, one-on-one meetings, during dealer meet, and other similar events. To fine-tune operational strategies, customer and channel satisfaction surveys are frequently conducted. Apart from above, using internal summer interns, customer surveys also conducted as a part of their project.



## INDEPENDENT PRACTITIONER'S LIMITED ASSURANCE REPORT ON IDENTIFIED SUSTAINABILITY INFORMATION OF DCM SHRIRAM LIMITED

**To the Board of Directors  
of DCM SHRIRAM LIMITED**

1. We have undertaken to perform limited assurance engagement, for DCM SHRIRAM LIMITED (the "Company") vide our engagement letter dated December 17, 2024, in respect of the agreed Sustainability Information listed below (the "Identified Sustainability Information") for the year ended March 31, 2025, in accordance with the Criteria stated in paragraph 3 below. This Sustainability Information is included in the Company's Business Responsibility and Sustainability Report (the "BRSR" or the "Report") included within the Annual Report of the Company for the year ended March 31, 2025. This engagement was conducted by a multidisciplinary team including assurance practitioners, environmental engineers and specialists.

### 2. Identified Sustainability Information

Our scope of limited assurance consists of the Identified Sustainability Information listed in the Appendix I to our report. The reporting boundary of the Report is disclosed in Question 13 of Section A: General Disclosures of the BRSR with exceptions disclosed by way of note under respective questions of the BRSR, where applicable.

Our limited assurance engagement was with respect to the year ended March 31, 2025 information and we have not performed any procedures with respect to earlier periods included in the Report, and, therefore, do not express any conclusion thereon.

### 3 Criteria

The Criteria used by the Company to prepare the Identified Sustainability Information is listed below:

- Regulation 34(2)(f) of the Securities and Exchange Board of India (the "SEBI") (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended;
- Business Responsibility and Sustainability Reporting Requirements for listed entities per Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (the "SEBI Master Circular");
- SEBI Press Release PR No.36/2024 dated December 18, 2024;
- Industry Standards on Reporting of BRSR Core as per SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177 dated December 20, 2024; and
- SEBI Circular SEBI/HO/CFD/CFD - PoD- 1/P/CIR/2025/42 dated March 28, 2025.



Regd. Office: One International Centre, Tower 3, 31st floor, Senapati Bapat Marg, Elphinstone Road (West), Mumbai-400 013, Maharashtra, India.  
Deloitte Haskins & Sells LLP is registered with Limited Liability having LLP identification No: AAB-8737

#### 4. Management's Responsibility

The Company's management is responsible for selecting or establishing suitable criteria for preparing the Sustainability Information including the reporting boundary of the Report, taking into account applicable laws and regulations, if any, related to reporting on the Sustainability Information, identification of key aspects, engagement with stakeholders, content, preparation and presentation of the Identified Sustainability Information in accordance with the Criteria. This responsibility includes design, implementation and maintenance of internal controls relevant to the preparation of the Report and the measurement of Identified Sustainability Information, which is free from material misstatement, whether due to fraud or error.

#### 5. Inherent limitations

The absence of a significant body of established practice on which to draw to evaluate and measure non-financial information allows for different, but acceptable, measures and measurement techniques and can affect comparability between companies.

#### 6. Our Independence and Quality Control

We have maintained our independence and confirm that we have met the requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") and the SEBI Master Circular, and its clarifications thereto and have the required competencies and experience to conduct this assurance engagement.

The firm applies Standard on Quality Control ("SQC") 1, "Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements", and accordingly maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

#### 7. Our Responsibility

Our responsibility is to express a limited assurance conclusion on the Identified Sustainability Information listed in Appendix I based on the procedures we have performed and evidence we have obtained.

We conducted our engagement in accordance with the Standard on Sustainability Assurance Engagements (SSAE) 3000, "Assurance Engagements on Sustainability Information", and Standard on Assurance Engagements (SAE) 3410 "Assurance Engagements on Greenhouse Gas Statements" (together the "Standards"), both issued by the Sustainability Reporting Standards Board (the "SRSB") of the ICAI.

These standards require that we plan and perform our engagement to obtain limited assurance about whether the Identified Sustainability Information is free from material misstatement.

As part of limited assurance engagement in accordance with the Standards, we exercise professional judgment and maintain professional skepticism throughout the engagement.

#### 8. Limited Assurance

A limited assurance engagement involves assessing the suitability in the circumstances of the Company's use of the Criteria as the basis for the preparation of the Identified Sustainability Information as listed in Appendix I, assessing the risks of material misstatement of the Identified Sustainability Information whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the Identified Sustainability Information.

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both the risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks.



# Deloitte Haskins & Sells LLP

The procedures we performed were based on our professional judgment and included inquiries, observation of processes performed, inspection of documents, evaluating the appropriateness of quantification methods and reporting policies, analytical procedures and agreeing or reconciling with underlying records.

Given the circumstances of the engagement, in performing the procedures listed above, we:

- Obtained an understanding of the Identified Sustainability Information and related disclosures;
- Obtained an understanding of the assessment criteria and their suitability for the evaluation and/or measurements of the Identified Sustainability Information;
- Made inquiries of Company's management at corporate Office and sites, including Environment Health and Safety team, finance team, human resources team amongst others and those with the responsibility for preparation of the Report;
- Obtained an understanding and performed an evaluation of the design of the key systems, processes and controls for recording, processing and reporting on the Identified Sustainability Information at the corporate office and at sites on a sample basis. This included evaluating the design of those controls relevant to the engagement and determining whether they have been implemented by performing procedures in addition to inquiry of the personnel responsible for the Identified Sustainability Information;
- Based on the above understanding and the risks that the Identified Sustainability Information may be materially misstated, determined the nature, timing and extent of further procedures;
- Tested the key assumptions, emission factors and methodologies used for calculation of the Greenhouse Gas (the "GHG") emissions;
- Reviewed the Company's process for collating the sustainability information through agreeing or reconciling the Identified Sustainability Information with the underlying records on a sample basis; and
- Reviewed the consolidation of sites on a sample basis and corporate office under the reporting boundary for ensuring the completeness of data being reported.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.

## 9. Exclusions

Our assurance scope excludes the following and therefore we do not express a conclusion on:

- Aspects of the Report and the data/information (qualitative or quantitative) other than the Identified Sustainability Information; and
- The statements that describe expression of opinion, belief, aspiration, expectation, aim, or future intentions provided by the Company.

## 10. Limited Assurance Conclusion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Identified Sustainability Information listed in Appendix I and presented for the year ended March 31, 2025 in the Report are not prepared, in all material respects, in accordance with the Criteria as stated in paragraph 3 above.

## 11. Restriction on use

Our Limited Assurance report has been prepared and addressed to the Board of Directors of the Company at the request of the Company solely, to assist the Company in reporting on Company's sustainability performance and activities. Accordingly, we accept no liability to anyone, other than the Company. Our Limited Assurance report should not be used for any other purpose



# Deloitte Haskins & Sells LLP

or by any person other than the addressees of our report. We neither accept nor assume any duty of care or liability for any other purpose or to any other party to whom our report is shown or into whose hands it may come without our prior consent in writing.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W / W-100018)



**Pratiq Shah**  
Partner

Membership No. 111850  
UDIN: 25111850BNUHLQ8427

Place: Mumbai  
Date: May 19, 2025



**APPENDIX I**

**Identified Sustainability Information subject to Limited Assurance in the BRSR**

| <b>Sr. No</b> | <b>BRSR (Essential Indicator -[E])</b> | <b>Description of Indicator</b>  | <b>Boundary for assurance (Refer note)</b> |
|---------------|--|--|--|
| 1             | Principle 1, Question 8 [E]            | Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured)  | Note 2                                     |
| 2             | Principle 1, Question 9 [E]            | Open-ness of business:<br>Details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties.   | Note 2                                     |
| 3             | Principle 3, Question 1(c) [E]         | Spending on measures towards well-being of employees and workers (including permanent and other than permanent)  | Note 2                                     |
| 4             | Principle 3, Question 11 [E]           | Details of safety related incidents:<br><ul style="list-style-type: none"> <li>- Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) (employees and workers)</li> <li>- Total recordable work-related injuries (employees and workers)</li> <li>- No. of fatalities (employees and workers)</li> <li>- High consequence work-related injury or ill-health (excluding fatalities) (employees and workers)</li> </ul>  | Note 1                                     |
| 5             | Principle 5, Question 3(b) [E]         | Gross wages paid to females as % of total wages paid by the entity   | Note 2                                     |
| 6             | Principle 5, Question 7 [E]            | Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:<br><ul style="list-style-type: none"> <li>- Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)</li> <li>- Complaints on POSH as a % of female employees/workers</li> <li>- Complaints on POSH upheld</li> </ul>   | Note 2                                     |
| 7             | Principle 6, Question 1 [E] /          | Details of total energy consumption (in Joules or multiples) and energy intensity:<br><ul style="list-style-type: none"> <li>- Total energy consumed</li> <li>- Total energy consumption from renewable sources (% of energy consumed from renewable sources)</li> <li>- Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)</li> <li>- Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)</li> </ul> | Note 1                                     |
| 8             | Principle 6, Question 3 [E]            | Details of the disclosures related to water consumption and water intensity:<br><ul style="list-style-type: none"> <li>- Surface water, Groundwater, Third-Party Water, Seawater / desalinated water, Others</li> <li>- Total volume of water withdrawal (in kiloliters)</li> <li>- Total volume water consumption (in kiloliters)</li> </ul>  | Note 1                                     |



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| Sr. No | BRSR (Essential Indicator -[E]) | Description of Indicator  | Boundary for assurance (Refer note) |
|--------|---------------------------------|---|-------------------------------------|
|        |                                 | <ul style="list-style-type: none"> <li>- Water intensity per rupee of turnover (Total water consumption / Revenue from operations)</li> <li>- Water intensity per rupee of turnover adjusted for PPP (Total water consumption / Revenue from operations adjusted for PPP)</li> </ul>  |                                     |
| 9      | Principle 6, Question 4 [E]     | Water Discharge by destination and level of treatment (in kiloliters)   | Note 1                              |
| 10     | Principle 6, Question 7 [E]     | Details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity: <ul style="list-style-type: none"> <li>- Total Scope 1 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)</li> <li>- Total Scope 2 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)</li> <li>- Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)</li> <li>- Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)</li> </ul> | Note 1                              |
| 11     | Principle 6, Question 9 [E]     | Details related to waste management by the entity: <ul style="list-style-type: none"> <li>- Total waste generated: Plastic waste, E-waste, Construction demolition waste, Biomedical waste, Battery waste, Radioactive waste, Other Hazardous waste and Non-hazardous waste</li> <li>- Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)</li> <li>- Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)</li> </ul> Each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tones)<br>Each category of waste generated, total waste disposed by nature of disposal method (in metric tones)  | Note 1                              |
| 12     | Principle 8, Question 4 [E]     | Percentage of input material (inputs to total inputs by value) sourced from suppliers <ul style="list-style-type: none"> <li>- Directly sourced from MSMEs/ small producers</li> <li>- Directly from within India</li> </ul>  | Note 2                              |
| 13     | Principle 8, Question 5 [E]     | Job creation in smaller towns <ul style="list-style-type: none"> <li>- Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis)</li> </ul>   | Note 2                              |



# Deloitte Haskins & Sells LLP

| Sr. No | BRSR (Essential Indicator -[E]) | Description of Indicator   | Boundary for assurance (Refer note) |
|--------|---------------------------------|--|-------------------------------------|
| 14     | Principle 9, Question 7 [E]     | Information relating to data breaches:<br><ul style="list-style-type: none"> <li>- Number of instances of data breaches</li> <li>- Percentage of data breaches involving personally identifiable information of customers</li> <li>- Impact, if any, of the data breaches</li> </ul> | Note 2                              |

Note 1- Indicators under Principle 6 and safety related incidents under Principle 3 are reported for manufacturing and fabrication sites of the Company.

Note 2- All the operations and businesses of the Company.



# Board's Report

## Dear Members,

Your Directors are pleased to present the 36<sup>th</sup> Annual Report of the Company along with the Audited Financial Statements, both Standalone and Consolidated, for the financial year ended March 31, 2025.

## Financial Highlights

The results for the financial year ended March 31, 2025, and March 31, 2024, are as under:

(Rs. in Crores)

| Particulars                                      | Standalone |           | Consolidated |           |
|--|------------|-----------|--------------|-----------|
|  | 31-Mar-25  | 31-Mar-24 | 31-Mar-25    | 31-Mar-24 |
| Revenue from operations                          | 12441.96   | 11,170.89 | 12741.32     | 11,431.29 |
| Profit before finance cost, depreciation and tax | 1409.85    | 1,055.38  | 1472.40      | 1,089.22  |
| Profit before tax                                | 858.29     | 671.10    | 909.41       | 698.74    |
| Profit after tax                                 | 566.53     | 426.25    | 604.27       | 447.10    |
| Share of profit/(loss) of joint venture          | -          | -         | -            | -         |
| Non-controlling interest                         | -          | -         | -            | -         |
| Other comprehensive income (after tax)           | (5.55)     | (7.16)    | (5.53)       | (7.71)    |
| Total comprehensive income (after tax)           | 560.98     | 419.09    | 598.74       | 439.39    |
| Basic/Diluted - EPS (Rs. per equity share)       | 36.33      | 27.33     | 38.75        | 28.67     |
| Other equity                                     | 6989.49    | 6,545.23  | 6972.78      | 6,490.75  |

## STATE OF COMPANY'S AFFAIRS/PERFORMANCE

In the current financial year, the Company witnessed improved financial performance driven by higher volumes and robust realizations in the Chemicals-Vinyl and Shriram Farm Solutions segments. Our business segments of Sugar and Ethanol and Fenesta Building Systems also contributed to revenue growth but witnessed margin pressures.

The Chemicals and Vinyl segment reported an increase in earnings driven by higher volumes led by capacity additions and better margins supported by higher realisation and lower cost, mainly due to efficiencies achieved from newly commissioned power plant and lower prices of energy and carbon material. The earnings of the Sugar and Ethanol business were impacted by reduced margins on account of higher cane prices (SAP) and lower recovery due to climatic conditions, partially mitigated by higher realizations. Fenesta witnessed margin pressure due to an increase in fixed expenses towards enhancing capabilities and higher promotional expenses, whereas Shriram Farm Solutions' earning improved driven by higher volumes. Bioseed businesses witnessed a significant improvement in earnings led by higher margins.

The Company's total revenue from operations at a standalone level stood at Rs. 12,442 Crores in FY'25 vs. Rs. 11,171 Crores last year. Chemicals and Vinyl business reported a revenue increase of about 24% driven by higher volumes and better realizations. Sugar and Ethanol business went up by 4% led by higher realizations of Sugar and higher DDGS sales. The Fenesta Building Systems business registered a growth of 5%, driven by volumes, while the Shriram Farm Solutions business registered a 21% growth, and the Bioseed India business registered a 18% growth in revenue. The Fertilizer business witnessed a decline of about 4%, led by lower gas prices, which is a pass-through.

Profit before depreciation, interest and tax at Rs. 1410 Crores, up ~34% over last year. On a consolidated basis, it was up about 35%. The growth

was mainly on account of ~187% increase in the PBDIT of Chemicals and Vinyl segment primarily due to higher volumes and realisations supported by reduced energy costs and a 27% increase in the PBDIT of SFS business led by higher volumes. The Bioseed India PBDIT improved significantly, up by 236%, driven by better margins. The Fertilizer business recorded an increase of ~31% in PBDIT, mainly due to fertilizer arrears received in FY'25. Other businesses recorded a decline in PBDIT majorly due to increased input cost, partially set off by improved realizations. The Sugar and Ethanol business was down by 21%, and Fenesta Building Systems business was down by ~9%. Cement business also registered a decline in PBDIT, led by lower realisations.

Overall PBDIT margins increased to ~12% from ~10% last year.

Net Profit on a standalone basis for FY'25 was higher by 33% to Rs. 567 Crores from Rs. 426 Crores in FY'24. It was up by ~35% on a consolidated basis. Net Debt (consolidated) as on March 31, 2025 stood at Rs. 1395 Crores vis-à-vis Rs. 1430 Crores as on March 31, 2024, led by surplus funds being utilized for project capex. Net Debt to equity stood at 0.21x as on March 31, 2025 vs 0.23x as on March 31, 2024.

The Company commissioned following projects in FY '25 at a cumulative investment of ~ Rs. 2270 Crores:

- 850 TPD Caustic soda plant and 600 TPD Caustic soda flaker at Bharuch
- 165 TPD Hydrogen Peroxide facility at Bharuch
- 120 MW coal and biomass based power plant at Bharuch
- 2100 TCD expansion at Loni sugar complex
- 12 TPD Integrated Compressed Biogas Project at Ajbapur Sugar complex

The following projects are under implementation:

### Bharuch

- 52000 TPA Epichlorohydrine (ECH) facility with Glycerin purification facility will start trial runs in Q1 FY'26
- Anhydrous Sodium Sulphate (AnSS) is expected to be completed by Q1 FY'26
- Energy saving project is expected to be commissioned in Q4 FY'26
- Aluminium Chloride expansion and Calcium Chloride by 100 TPD and 225 TPD respectively is planned to be commissioned by Q1 FY'27.
- Enhancement by 6.6 MW in Renewable (Solar + wind) power for Bharuch complex via SPV route (group captive) by Q1 FY'26.

**Fenesta:** Aluminium extrusion plant at Kota is expected to be commissioned by Q4 FY'26

**Kota Complex:** 68 MW (peak) Renewable (Solar + wind) power for Kota complex via SPV route (group captive) by Q4 FY'26

### DIVIDEND

Your Directors are pleased to recommend a Final Dividend @ 170% i.e. Rs.3.40 per equity share of Rs.2/- each for the year ended March 31, 2025, subject to approval of the Members at the ensuing Annual General Meeting ('AGM').



In addition, during the year, the Board had declared an Interim Dividend @ 100% i.e. Rs.2/- per equity share of Rs.2/- each in October 2024 and 2nd Interim dividend @ 180% i.e. Rs. 3.60/- per equity share of Rs. 2/- each in January 2025. Therefore, subject to approval of Final Dividend by the shareholders, the cumulative dividend for the financial year 2024-25 will aggregate to 450% i.e. Rs. 9/- per equity share.

The Dividend Distribution Policy of the Company as approved by the Board is available on the Company's website at the following web link:

<https://www.dcmshriram.com/sites/default/files/Dividend%20Distribution%20Policy%20-%20Final%20-%20Website.pdf>

### **TRANSFER TO RESERVES**

During the financial year 2024-25, the Company transferred a total of Rs. 9.41 Crores to Reserves, namely, Rs. 9.13 Crores to General Reserve and Rs. 0.28 Crores to Storage Fund for Molasses.

### **STATUS OF BORROWINGS BY WAY OF ISSUANCE OF DEBT SECURITIES**

The Company was identified as a Large Corporate, pursuant to the criteria prescribed by SEBI. Accordingly, the Company was required to raise 25% of its incremental borrowings by way of issuance of debt securities till the financial year 2024-25. However, the Company did not raise the required amount, as the Company borrows funds after exploring various products / options in the market and decides based on most optimal cost of funds.

### **REPORT ON PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES, ASSOCIATES AND JV COMPANY**

During the year under review, no company became or ceased to be subsidiary, joint venture, or associate of your Company.

However, subsequent to close of the financial year, the Company acquired 53% of the equity shares of DNV Global Private Limited, a Company engaged in manufacturing and trading of hardware of windows and doors. Consequently, DNV Global Private Limited has become subsidiary of the Company.

Details regarding the performance and financial position of Company's Subsidiaries, Associates, etc. are appearing in Form AOC-1 given at Annexure-1 of this Board's Report.

### **RISK MANAGEMENT FRAMEWORK**

The Company has in place an effective and robust Risk Management System. The Risk Management Policy and Risk Management framework have been formulated in accordance with the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and business requirements. The said framework includes identification, assessment, response and monitoring system for mitigation of various risks.

### **INTERNAL FINANCIAL CONTROL WITH RESPECT TO FINANCIAL STATEMENTS**

The Company has in place adequate Internal Financial Controls with respect to financial statements. No material weakness in the design or operation of such controls was observed during the financial year 2024-25.

### **RELATED PARTY TRANSACTIONS**

During the financial year 2024-25, there has been no materially significant Related Party Transaction between the Company and its related parties which requires disclosure in Form AOC-2.

The Company has formulated a Policy on dealing with Related Party transactions, which is available on the Company's website at the following web link

<https://www.dcmshriram.com/sites/default/files/RPT%20Policy.pdf>

### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The Company is a strong believer in the philosophy of giving back to the community and acknowledging the role played by communities in the growth of our business. The details of the programs/activities undertaken as CSR along with Annual Report on CSR activities and the composition of CSR Committee are provided in a separate section, which forms part of this Board's Report.

The Company has framed a policy on CSR which includes the guidelines on the major area in which the Company engages itself with the CSR activities/projects and the manner of implementation and monitoring the activities/projects. The composition of the CSR committee, CSR Policy, details of activities/projects approved by the Board and details of impact assessment, are also available on the Company's website at the following web link:

<https://www.dcmshriram.com/social-responsibility>

Details of meetings and attendance of Committee Members is given in given in the Corporate Governance Report forming part of this Annual Report.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has in place a Vigil Mechanism/Whistle Blower Policy which is available on the website of the Company at the following web link:

<https://www.dcmshriram.com/sites/default/files/Vigil%20Mechanism%20Policy.pdf>

### **INTERNAL COMPLAINTS COMMITTEE ON POSH**

The Company has zero tolerance for sexual harassment at the workplace and the Company has complied with the provisions relating to constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH"). During the period under review, 1 case was reported on sexual harassment which stands resolved at the end of the financial year. The Company is committed to raise awareness and ensure compliance on this subject.

### **MATERIAL SUBSIDIARY POLICY**

The Company has formulated a Policy for determining Material Subsidiaries, which is available on the Company's website at the following web link:

<https://www.dcmshriram.com/sites/default/files/MATERIAL%20SUBSIDIARY%20POLICY%20-%20FINAL.pdf>

As on March 31, 2025, basis the above policy, there was no Material Subsidiary of the Company.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Particulars of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act and relevant rules thereunder are given in the Notes to the Financial Statements.

#### **DEPOSITS**

1. The details relating to deposits for the financial year 2024-25, covered under Chapter V of the Act is as under:
  - a) Accepted including renewals during the year: Rs. 10.41 Crores
  - b) Remained unpaid/ unclaimed as at the end of the year: Nil
  - c) There has been no default in repayment of deposits or payment of interest thereon during the financial year 2024-25.
2. All deposits are in the compliance with the requirements of Chapter V of the Act.

#### **DCM SHRIRAM EMPLOYEE STOCK PURCHASE SCHEME**

The Company has an Employee Stock Purchase Scheme "DCM Shriram ESPS" duly approved by Members, which has been aligned with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. DCM Shriram ESPS is a secondary market scheme and provides for grants of equity shares through Trust, purchased from the secondary market to the eligible employees, as may be decided by the Nomination, Remuneration and Compensation Committee (NRCC), from time to time.

There are no voting rights exercised on the shares held by the Trust. The details required as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are available on the Company's website at the following web link:

<https://www.dcmshriram.com/DCM-Shriram-ESPS-Report>

#### **COMPANY'S POLICY ON DIRECTOR(S) APPOINTMENT AND REMUNERATION**

The criteria for Directors' appointment have been set up by NRCC which, inter-alia, includes criteria for determining qualifications, positive attributes, independence of a Director, basis/criteria of remuneration to Directors/KMPs and other matters provided under Section 178 of the Companies Act, 2013 ('the Act') and Listing Regulations.

The Company has a Remuneration Policy in place which deals in the remuneration of the Directors, Key Managerial Personnel (KMPs), Senior Management Personnel (SMPs) and other employees of the Company. The said remuneration policy is available on the Company's website at the following web link:

[http://www.dcmshriram.com/sites/default/files/Remuneration%20Policy\\_0.pdf](http://www.dcmshriram.com/sites/default/files/Remuneration%20Policy_0.pdf)

#### **NUMBER OF MEETINGS OF THE BOARD**

The Board met 5 times during the financial year 2024-25 i.e. on May 6, 2024, July 23, 2024, October 30, 2024, January 18, 2025, and March 4,

2025. Details of attendance of Directors in meetings is given in the Corporate Governance Report forming part of this Annual Report.

#### **COMPOSITION OF AUDIT COMMITTEE AND OTHER COMMITTEES**

Details regarding composition and meetings of the Audit Committee and other Committees of the Board and attendance of Committee Members in respective Committee meetings are mentioned in the Corporate Governance Report forming part of this Annual Report.

#### **DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

During the year under review, Mr. Pranam Wahi (DIN: 00031914), Ms. Seema Bahuguna (DIN: 09527493), Dr. Simrit Kaur (DIN: 10628625), Mr. Vipin Sondhi (DIN: 00327400) and Mr. Tejpreet Singh Chopra (DIN: 00317683) were appointed as Independent Directors on the Board of the Company for a period of 5 years, from their respective dates of appointment.

On Completion of 2<sup>nd</sup> term as Independent Directors, Mr. Pradeep Dinodia (DIN: 00027995), Mr. Sunil Kant Munjal (DIN: 00003902), Mr. Vimal Bhandari (DIN: 00001318) and Ms. Ramni Nirula (DIN: 00015330) ceased as Independent Directors of the Company.

Mr. Pradeep Dinodia was appointed as a Non-Executive Non-Independent Director of the Company.

In terms of the provisions of Section 152 of the Act, Mr. Krishan Kumar Sharma (DIN No.: 07951296) Whole Time Director of the Company and Mr. Rabinarayan Mishra (DIN No.: 10377015), Nominee Director (LIC), retires by rotation at the ensuing AGM and offer themselves for re-appointment.

The existing tenure of Mr. Ajit S. Shriram (DIN No.: 00027918) as Joint Managing Director of the Company will expire on May 1, 2026. The Board of Directors, based on recommendation of NRCC, has recommended his re-appointment for a further term of 5 (five) years effective from May 2, 2026, to the Members for their approval at the ensuing AGM.

Justice (Retd.) Vikramajit Sen (DIN No.: 00866743), an Independent Director on the Board of the Company, shall during his existing tenure will attain the age of 75 years. Accordingly, in terms of Listing Regulations, the Board of Directors, based on recommendation of NRCC, has recommended continuation of his directorship on attaining the age of 75 years upto the end of his present tenure on existing terms & conditions, to the Members for their approval at the ensuing AGM.

The Company has received declaration from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149 of the Act and Regulation 16 of Listing Regulations. In the opinion of the Board, the said Directors possess the integrity, expertise and experience including proficiency required for their appointment as Independent Director in the Company.

None of the Directors of the Company are disqualified as per the provisions of Section 164 of the Act. The Directors of the Company have made necessary disclosures under Section 184 and other relevant provisions of the Act.

Brief resume and other details of the Directors being re-appointed at the ensuing AGM as stipulated under Secretarial Standard-2 issued by the Institute of Company Secretaries of India and Regulation 36 of Listing Regulations, are separately disclosed in the Notice of ensuing AGM.

The details of familiarization program for Independent Directors are available on the Company's website at the following web link:

<https://www.dcmshriram.com/independent-directors>

Mr. Deepak Gupta (F4615) was appointed as Company Secretary & Compliance Officer of the Company, w.e.f. January 18, 2025. Consequently, Ms. Swati Patil Lahiri (F7221) had ceased to be the Acting Company Secretary & Compliance Officer of the Company, effective from the said date.

#### **MANNER & CRITERIA OF FORMAL ANNUAL EVALUATION OF BOARD'S PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

In compliance with requirements of the Act and Listing Regulations, the formal annual performance evaluation of the Board, its Committees and Individual Directors has been conducted as under:

##### **A. Manner of evaluation as recommended to the Board by NRCC.**

1. The Chairman of the Board had taken feedback from each of the Directors about the performance of Board, Committees and other Directors and sought inputs in relation to the above. The Chairman then collated all the inputs and shared the same with the Board.
2. In respect of the evaluation of Chairman of the Board, the Chairman of NRCC collated the inputs from Directors about his performance as a Director and as Chairman of the Board/Company and as Chairman/Member of the Board Committees and shared the same with the Board.

The Board discussed the inputs on performance of Board/Committees/Individual Directors and performed the evaluation.

##### **B. Criteria of evaluation as approved by NRCC**

The aforesaid evaluation was conducted as per the criteria laid down by NRCC as follows:

| Performance of       | Evaluation Criteria   |
|----------------------|---|
| (i) Board as a whole | <ul style="list-style-type: none"> <li>• Structure of Board including Composition/ Diversity/Process of appointment/qualifications/ experience, etc.;</li> <li>• Fulfillment of functions of the Board (for instance guiding corporate strategy, risk policy, business plans, corporate performance, monitoring Company's governance practices etc., as per the Act and Listing Regulations);</li> <li>• Meetings of Board (Number/Manner of board meetings) held during the year including quality/quantity/timing of circulation of agenda for Board Meetings, approval process/recording of minutes and timely dissemination of information to Board; and</li> <li>• Professional Development and Training of Board of Directors as required.</li> </ul> |

| Performance of             | Evaluation Criteria  |
|----------------------------|--|
| (ii) Board Committees      | <ul style="list-style-type: none"> <li>• Composition of Committee;</li> <li>• Fulfillment of functions of the Committee with reference to its terms of reference, the Companies Act and Listing Regulations 2015; and</li> <li>• Number of Committee meetings held during the year.</li> </ul>   |
| (iii) Individual Directors | <ul style="list-style-type: none"> <li>• Fulfillment of responsibilities as a director as per provisions of the Act, Listing Regulations and applicable Company Policies and Practices;</li> <li>• In case of the concerned director being Independent Director, Executive Director, Chairperson of the Board or Chairperson or member of the Committees, with reference to such status and role;</li> <li>• In case of Independent Directors, fulfillment of the independence criteria as specified under applicable Regulations and their independence from the management;</li> <li>• Board and/or Committee meetings attended; and General meetings attended.</li> </ul> |

#### **PARTICULARS OF EMPLOYEES AND MANAGERIAL REMUNERATION**

The details required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of Directors, KMPs and other employees of the Company, are given in Annexure-2 of this Board's Report.

However, in terms of Section 136(1) of the Act, the Report and Financial Statements are being sent to the Members and others entitled thereto, excluding the Statement of Particulars of Employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended. The said statement is available for inspection by the Members at the Registered Office of the Company during business hours on working days (except Saturdays) upto the date of the ensuing AGM.

#### **ANNUAL RETURN**

In terms of Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the Company's website at the following web link:

[https://www.dcmshriram.com/annual\\_reports](https://www.dcmshriram.com/annual_reports)

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo are given in Annexure-3 of this Board's Report.

#### **SECRETARIAL STANDARDS**

The Company is in compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

#### **MANAGEMENT DISCUSSION AND ANALYSIS**

A separate section on Management Discussion and Analysis on the operations of the Company forms part of this Annual Report.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

A separate section on Business Responsibility and Sustainability Report prepared pursuant to Regulation 34(2)(f) of the Listing Regulations forms part of this Annual Report.

## CORPORATE GOVERNANCE

The Company is committed to adhere to best Corporate Governance practices. A separate section on the Corporate Governance, along with a certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under the Listing Regulations, forms part of this Annual Report.

## AUDITORS AND AUDIT REPORTS

### STATUTORY AUDITOR

M/s Deloitte Haskins & Sells, Delhi, a firm of Chartered Accountants (FRN: 015125N) were appointed as Statutory Auditors of the Company by the Members of the Company in its 33<sup>rd</sup> AGM held on July 19, 2022 for a period of five consecutive years i.e. from the conclusion of 33<sup>rd</sup> AGM till the conclusion of 38<sup>th</sup> AGM.

The Reports given by the Statutory Auditors on the financial statements (Standalone and Consolidated) of the Company for the financial year 2024-25 are forming part of this Annual Report. The said Reports are unmodified and there are no qualifications, reservation, adverse remark or disclaimer.

### SECRETARIAL AUDITOR

Pursuant to the amended provisions of Regulation 24A of the Listing Regulations and Section 204 of the Act, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors, based on recommendation of the Audit Committee, has recommended the appointment and remuneration of M/s RMG & Associates, Company Secretaries, New Delhi (FRN: P2001DE016100) as Secretarial Auditors of the Company for a term of five (5) consecutive years, effective from the conclusion of the ensuing AGM till the conclusion of 41<sup>st</sup> AGM, to be held in the year 2030 for approval of the Members at the ensuing AGM.

The Secretarial Audit Report for the financial year 2024-25 received from the Secretarial Auditors, is attached as Annexure-4 to this Board's Report. The Secretarial Audit Report does not contain any qualification or reservation or adverse remark or disclaimer.

### COST AUDITOR AND COST RECORDS

The Company is required to maintain Cost Records as directed by the Central Government pursuant to Section 148(1) of the Act and accordingly such accounts and records are prepared and maintained by the Company.

Based on the recommendation of the Audit Committee, the Board had appointed M/s. J P Sarda & Associates, Cost Accountants, Kota (FRN: 000289) and M/s. Yogesh Gupta & Associates, Cost Accountants, New Delhi (FRN: 000373), as the Cost Auditors to conduct the cost audit of the Company for FY 2024-25, subject to ratification of their remuneration by the members of the Company.

## DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

- in preparation of annual accounts for the year ended March 31, 2025, the applicable accounting standards have been followed and there are no material departures;

- they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025, and of the profit of the Company for that period;
- they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- they have prepared the annual accounts on a going concern basis;
- they have laid down internal financial controls as followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## SIGNIFICANT AND MATERIAL ORDERS

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

## INDUSTRIAL RELATIONS

The Company continued to maintain harmonious and cordial relations with its workmen in all its divisions, which enabled it to achieve this performance level on all fronts.

## OTHER DISCLOSURES

- No material change or commitment has occurred after close of the financial year 2024-25 till the date except as mentioned in this Report, which affects the financial position of the Company.
- There are no proceedings initiated / pending against the Company under the Insolvency and Bankruptcy Code, 2016 which impact the business of the Company.
- There were no instances of one time settlement which require the valuation from the Banks or Financial institutions.
- There were no instances of any fraud reported by the Auditors under Section 143(12) of the Act.

## ACKNOWLEDGEMENTS

Your Directors wish to place on record their appreciation for valuable co-operation and support from, the Government Authorities, Financial Institutions, Bankers, Other Business Associates/ Stakeholders and Members and encouragement extended to the Company. The Directors also place on record their deep appreciation for the contribution made by the employees at all levels.

On behalf of the Board

Ajay S. Shriram

New Delhi  
May 5, 2025

Chairman & Senior Managing Director  
DIN: 00027137



## AOC - 1

## Performance and financial position of Company's Subsidiaries and Associates

## Part "A" - Subsidiaries

| Name of the subsidiary  | DCM Shriram Credit and Investments Limited <sup>(i)</sup> | 12-05-1993 | DCM Shriram Aqua Foods Limited | 12-06-1995 | Bloseed India Limited | 20-07-2000 | DCM Shriram Infrastructure Limited | 12-12-2003 | Shriram Bloseed Ventures Limited | 30-06-2007 | Hariyali Rural Ventures Limited | 18-12-2007 | Fenesta India Limited | 18-12-2008 | Shriram Polytex Limited | 19-10-2021 | DCM Shriram Bio Enchem Limited | 11-03-2022 | DCM Shriram Prochem Limited | 11-03-2022 | DCM Shriram Ventures Limited | 30-03-2022 | Shriram Agsmart Limited | 11-07-2022 | DCM Shriram Foundation <sup>(ii)</sup> | Shridhar Shriram Foundation <sup>(ii)</sup> | 02-09-2010 | Bloseed Research Philippines, INC <sup>(iii)</sup> | 16-07-2002 | Bloseed's Holdings Pte. Limited | 31-01-2009 | Bloseed Research USA, INC | 12-07-2012 |
|---|---|------------|--------------------------------|------------|-----------------------|------------|------------------------------------|------------|----------------------------------|------------|---------------------------------|------------|-----------------------|------------|-------------------------|------------|--------------------------------|------------|-----------------------------|------------|------------------------------|------------|-------------------------|------------|--|---|------------|--|------------|---------------------------------|------------|---------------------------|------------|
| The Date since when the Subsidiary was acquired/incorporated.   |   |            |                                |            |                       |            |                                    |            |                                  |            |                                 |            |                       |            |                         |            |                                |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Reporting period for the subsidiary concerned, if different from the holding Company's reporting period                     | N.A   | N.A        | N.A                            | N.A        | N.A                   | N.A        | N.A                                | N.A        | N.A                              | N.A        | N.A                             | N.A        | N.A                   | N.A        | N.A                     | N.A        | N.A                            | N.A        | N.A                         | N.A        | N.A                          | N.A        | N.A                     | N.A        | N.A                                    | N.A   | N.A        | N.A  | N.A        | N.A                             | N.A        | N.A                       |            |
| Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | N.A   | N.A        | N.A                            | N.A        | N.A                   | N.A        | N.A                                | N.A        | N.A                              | N.A        | N.A                             | N.A        | N.A                   | N.A        | N.A                     | N.A        | N.A                            | N.A        | N.A                         | N.A        | N.A                          | N.A        | N.A                     | N.A        | N.A                                    | N.A   | N.A        | N.A  | N.A        | N.A                             | N.A        | N.A                       |            |
| Share capital   | 9.00  | 8.35       | 0.10                           | 0.05       | 7.43                  | 1.82       | 0.05                               | 3.47       | 2.76                             | 0.09       | 0.02                            | 1.96       | 0.01                  | 0.05       | 52.58                   | 338.96     | 0.21                           |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Other Equity  | (1.90)  | (2.99)     | (0.08)                         | (32.48)    | 165.67                | 13.09      | 0.24                               | 74.90      | 58.06                            | 6.61       | (0.02)                          | 21.90      | 0.04                  | (0.04)     | 15.06                   | (271.29)   | (0.18)                         |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Total assets  | 7.12  | 5.37       | 0.02                           | 0.07       | 173.20                | 16.50      | 1.85                               | 99.06      | 64.55                            | 7.04       | -*                              | 46.69      | 0.06                  | 0.01       | 100.83                  | 67.83      | 0.07                           |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Total Liabilities   | 0.02  | 0.01       | -*                             | 32.50      | 0.10                  | 1.59       | 1.36                               | 20.69      | 3.73                             | 0.34       | -*                              | 22.83      | 0.01                  | -*         | 33.19                   | 0.16       | 0.04                           |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Investments   | 1.24  | -          | -                              | -          | 83.78                 | -          | -                                  | -          | -                                | -          | -                               | -          | -                     | -          | -                       | 34.33      | -                              |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Turnover  | 4.62  | -          | -                              | -          | -                     | 0.02       | 6.17                               | 201.63     | 19.90                            | 0.04       | -                               | 52.20      | -                     | -          | 140.73                  | 0.11       | -                              |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Profit/(loss) before taxation   | 4.61  | 0.27       | (0.01)                         | (0.10)     | 0.28                  | (0.10)     | 0.14                               | 10.65      | 6.62                             | (1.59)     | -*                              | 3.95       | 0.05                  | -*         | 27.21                   | 1.38       | 0.07                           |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Provision for taxation  | 0.27  | 0.10       | -*                             | -          | 0.07                  | 0.02       | 0.03                               | 2.88       | 1.11                             | 0.01       | -                               | 0.66       | -                     | -          | 8.03                    | 0.18       | -                              |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Profit/(loss) after taxation  | 4.34  | 0.17       | (0.01)                         | (0.10)     | 0.21                  | (0.12)     | 0.11                               | 7.77       | 5.51                             | (1.60)     | -*                              | 3.29       | 0.05                  | -*         | 19.18                   | 1.20       | 0.07                           |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Other Comprehensive income  | (0.19)  | -          | -                              | -          | -                     | -          | -*                                 | (0.03)     | (0.01)                           | (0.01)     | -                               | 0.04       | -                     | -          | (0.07)                  | -          | -                              |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Total Comprehensive income  | 4.15  | 0.17       | (0.01)                         | (0.10)     | 0.21                  | (0.12)     | 0.11                               | 7.74       | 5.50                             | (1.61)     | -*                              | 3.33       | 0.05                  | -*         | 19.11                   | 1.20       | 0.07                           |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| Proposed Dividend   | -   | -          | -                              | -          | -                     | -          | -                                  | -          | -                                | -          | -                               | -          | -                     | -          | -                       | -          | -                              |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |
| % of shareholding   | 100.00%   | 100.00%    | 100.00%                        | 100.00%    | 100.00%               | 100.00%    | 100.00%                            | 100.00%    | 100.00%                          | 100.00%    | 100.00%                         | 100.00%    | 100.00%               | 100.00%    | 100.00%                 | 100.00%    | 100.00%                        |            |                             |            |                              |            |                         |            |  |   |            |  |            |                                 |            |                           |            |

\* Represent amount less than Rs.50 thousands

## Notes:

1. In case of foreign subsidiaries, the assets and liabilities have been translated into Indian Rupees at the closing exchange rate at the year end and whereas statement of profit and loss numbers have been translated into Indian Rupees at average exchange rate for the year.
2. Names of subsidiaries which are yet to commence operations :  
(i) DCM Shriram Ventures Limited
3. Names of subsidiaries which have been struck off/liquidated during the year : None
4. Based on financial statement prepared for consolidation purposes as per Ind AS.

## AOC -1 - Part “B”: Associates

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies

| Name of Associate Company   | Renew Green (GJ Ten) Private Limited                                    | Renew Green (GJ Nine) Private Limited                                   |
|---|---|---|
| Latest audited Balance Sheet date   | *   | *   |
| Date on which the Associate was associated or acquired                    | February 23, 2023   | May 18, 2023  |
| No. of Shares of Associate held by the Company at the year end            | 3,03,32,788   | 1,90,96,000   |
| Amount of Investment in Associate   | Rs. 33.57 Crores  | Rs. 19.10 Crores  |
| Extent of Holding %   | 31.2%   | 31.2%   |
| Description of how there is significant influence                         | Holding more than 20% of the total paid-up share capital of the Company | Holding more than 20% of the total paid-up share capital of the Company |
| Reasons why the Associate is not consolidated                             | *   | *   |
| Networth attributable to Shareholding as per latest audited Balance Sheet | *   | *   |
| Total Comprehensive Income/(Loss) for the year                            |   |   |
| i. Considered in Consolidation  | *   | *   |
| ii. Not Considered in Consolidation                                       | *   | *   |

\* Investment in Associates are valued at fair value through profit & loss (FVTPL) as equity method is not applicable (Also refer note 3.1 of the consolidated financial statements)

### Notes:

- Names of associate which are yet to commence operations : None
- Names of associate which have been liquidated or sold during the year : None

Deepak Gupta  
Company Secretary

Amit Agarwal  
Chief Financial Officer

Vipin Sondhi  
Director  
DIN: 00327400

Ajay S. Shriram  
Chairman & Senior Managing Director  
DIN : 00027137

Date : May 05, 2025

Place : New Delhi

## Annexure - 2

### Information required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

- (i) (a) **The percentage increase in remuneration of each Director during the Financial Year 2024-25 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2024-25:**

| Sl. No. | Name of the Director and Designation  | % increase in remuneration in the financial year 2024-25 | Ratio of remuneration of each Director to the median remuneration of employees |
|---------|---|--|--|
| 1.      | Mr. Ajay S. Shriram<br>Chairman & Senior Managing Director & KMP  | 7.31   | 214:1  |
| 2.      | Mr. Vikram S. Shriram<br>Vice Chairman & Managing Director  | 8.51   | 215:1  |
| 3.      | Mr. Ajit S. Shriram<br>Joint Managing Director  | 5.79   | 194:1  |
| 4.      | Mr. Aditya A. Shriram<br>Deputy Managing Director   | 4.16   | 62:1   |
| 5.      | Mr. Pradeep Dinodia<br>Non-Executive Non Independent Director   | 5.58   | 16:1   |
| 6.      | Mr. Sunil Kant Munjal <sup>1</sup><br>Non-Executive Independent Director<br>(Ceased to be an Independent Director (ID) of the Company w.e.f. July 16, 2024, due to completion of 2 <sup>nd</sup> tenure as an ID) | Not Comparable   | 7:1  |
| 7.      | Mr. Vimal Bhandari <sup>1</sup><br>Non-Executive Independent Director<br>(Ceased to be an Independent Director (ID) of the Company w.e.f. July 16, 2024, due to completion of 2 <sup>nd</sup> tenure as an ID)    | Not Comparable   | 7:1  |
| 8.      | Ms. Ramni Nirula <sup>1</sup><br>Non-Executive Independent Director<br>(Ceased to be an Independent Director (ID) of the Company w.e.f. February 2, 2025, due to completion of 2 <sup>nd</sup> tenure as an ID)   | Not Comparable   | 8:1  |
| 9.      | Mr. Pravesh Sharma<br>Non-Executive Independent Director  | 5.35   | 8:1  |
| 10.     | Justice (Retd.) Vikramajit Sen<br>Non-Executive Independent Director  | 6.81   | 7:1  |
| 11.     | Mr. Pranam Wahi <sup>1</sup><br>Non-Executive Independent Director  | Not Comparable   | 7:1  |
| 12.     | Ms. Seema Bahuguna <sup>1</sup><br>Non-Executive Independent Director   | Not Comparable   | 5:1  |
| 13.     | Dr. Simrit Kaur <sup>1</sup><br>Non-Executive Independent Director  | Not Comparable   | 5:1  |
| 14.     | Mr. Vipin Sondhi <sup>1</sup><br>Non-Executive Independent Director   | Not Comparable   | 7:1  |
| 15.     | Mr. Rabinarayan Mishra <sup>1 &amp; 2</sup><br>Nominee Director (LIC)   | Not Comparable   | 6:1  |
| 16.     | Mr. Krishan Kumar Sharma<br>Whole Time Director (EHS)   | 12.86  | 21:1   |

Notes :

- Percentage increase/decrease in remuneration is not reported as they were holding directorship / office for part of the Financial Year 2023-24 / 2024-25 and/or they were appointed during the Financial Year 2024-25.
- Sitting fees paid to Nominee Director and Commission paid to LIC of India.

(i) (b) **The percentage increase in remuneration of Chief Financial Officer and Company Secretary during the Financial Year 2024-25:**

| Sl. No. | Name of KMP and Designation   | % increase in Remuneration in the Financial Year 2024-25 |
|---------|---|--|
| 1.      | Mr. Amit Agarwal<br>Executive Director & Group Chief Financial Officer                | 41.70%   |
| 2.      | Mr. Deepak Gupta*<br>Company Secretary (w.e.f. January 18, 2025)                      | NA   |
| 3.      | Mr. Sameet Gambhir*<br>Company Secretary (upto May 21, 2024)                          | NA   |
| 4.      | Ms. Swati Patil Lahiri*<br>Acting Company Secretary (May 22, 2024 - January 18, 2025) | NA   |

\* Percentage increase/decrease in remuneration is not reported as they were holding position of KMP for part of the financial year 2024-25.

- (ii) In the Financial Year 2024-25, there was an increase of 5.94% in the median remuneration of employees.
- (iii) There were 6,255 permanent employees on the rolls of the Company as on March 31, 2025.
- (iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year was 5.80% whereas the increase in managerial remuneration for the same Financial Year was 6.56%. The increase in managerial remuneration also includes Commission, recommended by the Nomination Remuneration and Compensation Committee and approved by the Board of Directors.
- (v) Affirmation :  
It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

Place : New Delhi  
Date : May 5, 2025

Ajay S. Shriram  
Chairman & Senior Managing Director  
DIN : 00027137



## Annexure - 3

### Particulars of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo, as required under the Companies (Accounts) Rules, 2014.

#### A) CONSERVATION OF ENERGY

##### i. The steps taken and/or impact on conservation of energy:

| <b>KOTA COMPLEX</b>            |   |
|--------------------------------|---|
| <b><u>Fertiliser Plant</u></b> | <ul style="list-style-type: none"> <li>Installation of Liquid Nitrogen Storage tank to use Nitrogen gas during start up and emergencies in the ammonia plant in place of hydrogen rich synthesis gas. This eliminated the storage and use of hydrogen rich gas, leading to saving of 0.0023 Gcal/ MT Urea per year, i.e. 87 MToe/Annum.</li> <li>Installation of a Variable Frequency Drive (VFD) in High Pressure Boiler Feed Water Pump and Vertical Cold-Water Pump. This has resulted in saving of power by 20 Kw, i.e. 57 MToe/Annum</li> </ul>  |
| <b><u>Power Plants</u></b>     | <ul style="list-style-type: none"> <li>Installation of VFDs in P66 boilers PA Fans and BFPs : 321 Kwh saving achieved resulting in 780 MToe/Annum saving.</li> <li>Replacement of P35 Coal crusher with efficient crusher: 53 Kwh saving achieved resulting in 146 MToe/Annum saving.</li> <li>Replacement of P35 Extraction steam De-superheater: 187 TKcal/Hour coal energy saving achieved resulting in 153 MToe/ Annum saving</li> <li>Installation of P66 Acoustic soot blower for steam saving: 107 TKcal/Hour savings achieved resulting in 87 MToe/Annum saving.</li> <li>Installation of VFD in P40 Condensate extraction Pump (CEP) - 30 Kwh saving achieved resulting in 82 MToe/Annum saving.</li> <li>Replacement of root blowers with high-capacity fans for pneumatic biomass feeding. 20 Kwh savings achieved resulting in 55 MToe/Annum saving.</li> </ul>   |
| <b><u>Chemicals Plant</u></b>  | <ul style="list-style-type: none"> <li>Stoppage of pump used for feeding milk of lime and its tank agitator in CAG Plant with an energy saving of 888 Kwh/Day i.e.97 MToe/Annum.</li> <li>Installation of low-capacity BL pump in CAG Plant with an energy saving of 528 Kwh/Day i.e.58 MToe/Annum.</li> <li>Installation of low-capacity cooling water pump in flaker plant with an energy saving of 552 Kwh/Day i.e.60 MToe/Annum.</li> </ul>   |
| <b><u>Cement Plant</u></b>     | <ul style="list-style-type: none"> <li>Installation of VFD in CA fan of coal mill circuit. 11.5 kw saving achieved resulting in 21 MToe/Annum saving</li> </ul>   |
| <b><u>Plastics</u></b>         | <ul style="list-style-type: none"> <li>Installation of new designed Aerofin heater element Steam saving of 2800 Ton/Annum resulting in 142 MToe/Annum saving.</li> <li>Replacement of ID Fan Motor. 9 Kwh Saving achieved resulting in 12 MToe/Annum saving.</li> <li>Replacement of Stripper cooling tower pump with new energy efficient pump. Saving achieved 22 Kw resulting in 56 MToe/Annum saving.</li> <li>Modification in Anthracite mix (Alternate fuel reluctant) in all carbide furnaces leading to better energy efficiencies thereby reducing 8 Kg Fixed Carbon per ton of carbide which is equivalent to 695 MToe/Annum</li> <li>Providing of VFD and optimization in operating hours of batch process equipment's. 42 Kw saving achieved resulting in 107 MToe/Annum saving.</li> <li>Reduction in canal water consumption by 27 M3/Hour by increase in utilization of Fertilizer waste water &amp; installation of control valve in generators.</li> </ul> |
| <b>SAC – BHARUCH</b>           |   |
| <b><u>Chemical Plant</u></b>   | <ul style="list-style-type: none"> <li>Re-membraning (8 Nos) and Re-coating (7 Nos) of Electrolyzers (1,460 membranes replaced out of 4,612) in caustic soda plant with an energy saving of 142.54 Lacs Kwh.</li> <li>Installation of Motor Operated Valve (MOV) in Boiler Feed Pump (BFP) Auto Recirculation Line in 66 MW Power Plant with an energy saving of 14.27 Lacs Kwh.</li> </ul>   |

|                            |  |
|----------------------------|--|
| <b>SAC – BHARUCH</b>       |  |
| <b>Chemical Plant</b>      | <ul style="list-style-type: none"> <li>• Impeller trimming of Cooling water pump in 66 MW Power Plant with an energy saving of 10.49 Lacs Kwh.</li> <li>• Replacement of existing cooling water pumps with energy efficient pumps with an energy saving of 7.44 Lacs Kwh.</li> <li>• Replacement of existing inefficient motors with super premium energy efficient Motors (IE4) with an energy saving of 4.54 Lacs Kwh.</li> <li>• Installation of VFD in Anthracite &amp; Saturated brine pumps of Caustic Soda Plant with an energy saving of 0.83 Lacs Kwh.</li> </ul>   |
| <b>SUGAR PLANTS - U.P.</b> |  |
| <b>Ajbapur</b>             | <p><b>Ajbapur Sugar</b></p> <ol style="list-style-type: none"> <li>1. Activity – Evaporator Third Effect floating arrangement <ul style="list-style-type: none"> <li>• <b>Benefit/ Energy saving-</b> Reduction in Steam Consumption by 0.2% and saving of Rs. 30 Lacs.</li> <li>• <b>Installation Cost-</b> Rs. 30 Lacs.</li> </ul> </li> <li>2. Activity- Installation of Steam drains Condensate recovery system at Power Plant Station. <ul style="list-style-type: none"> <li>• <b>Benefit/ Power saving/ Energy saving-</b> 4000 Tone 80 °C Condensate recovered. Cost Saved Rs. 3 Lacs.</li> <li>• <b>Installation Cost-</b> Rs. 6 Lacs</li> </ul> </li> <li>3. Activity- Installation of 200 KW VFD at Injection Pump No.6 <ul style="list-style-type: none"> <li>• <b>Benefit/ Power Saving-</b> Rs. 5.5 Lacs ( Power Saved 144000 Kwh)</li> <li>• <b>Installation Cost-</b> Rs. 8 Lacs</li> </ul> </li> </ol> <p><b>Ajbapur Distillery</b></p> <ol style="list-style-type: none"> <li>1. Activity – Increasing the return condensate recovery by development in process area using traps in drain line &amp; insulation of open line. <ul style="list-style-type: none"> <li>• <b>Benefit/ Power saving/ Energy saving</b> – saving of 1.1 TPD average steam in De-aerator by increasing return condensate recovery by 45 TPD</li> <li>• <b>Cost saving-</b> Rs. 12.47 Lacs/Year.</li> <li>• <b>Installation cost-</b> Nil</li> </ul> </li> <li>2. Activity – Energy saving in using the heat of process condensate in pre heating the DM water i.e. boiler feed water ; installation of PHE <ul style="list-style-type: none"> <li>• <b>Benefit/ Energy Saving-</b> Rs. 40 Lacs /Year by steam saving-3960 Ton/Year</li> <li>• <b>Installation cost</b> - Rs. 4 Lacs</li> </ul> </li> </ol> |
| <b>Rupapur</b>             | <p>Activity – Installation of VFD panel on Boiler no. 2 ID &amp; FD fans</p> <ul style="list-style-type: none"> <li>• <b>Benefit/Power Saving</b> – Rs. 3.28 Lacs (82000 Kwh, Cost saved @Rs. 4.00/unit )</li> <li>• <b>Capex Cost</b> - Rs. 20 Lacs</li> </ul>  |
| <b>Hariawan</b>            | <p><b>Hariawan Sugar</b></p> <ol style="list-style-type: none"> <li>1. Activity – Optimizing operation of evaporator third effect <ul style="list-style-type: none"> <li>• <b>Benefit / Energy Saving</b> – Rs. 6.50 Lacs (0.05% reduction in steam consumption )</li> <li>• <b>Installation cost</b> - Rs. 2.75 Lacs</li> </ul> </li> <li>2. Activity – Arrangement of air blasting system at Refinery batch machines plough/scrapper (02 Nos.) <ul style="list-style-type: none"> <li>• <b>Benefit/ Energy Saving</b> – Rs. 5 Lacs by 0.002% reduction in steam consumption</li> <li>• <b>Installation cost</b> - Rs. 5 Lacs</li> </ul> </li> <li>3. Activity – Melt pump (screw pump) replaced with centrifugal pump (low head) -Reduction in power load 30 to 22 Kwh <ul style="list-style-type: none"> <li>• <b>Benefit/ Power Saving</b> - Rs. 0.8 Lacs by 0.20 Lacs Kwh power saving</li> <li>• <b>Installation cost</b> - Rs. 4.60 Lacs</li> </ul> </li> </ol>   |

|                        |  |
|------------------------|--|
| <b><u>Hariawan</u></b> | <p><b><u>Hariawan Sugar</u></b></p> <ol style="list-style-type: none"> <li>Activity - Installation of Capacitor banks <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving</b> - Rs. 10 Lacs by saving 2.50 Lacs Kwh power</li> <li><b>Installation cost</b> - Rs. 16 Lacs</li> </ul> </li> </ol> <p><b><u>Hariawan Distillery</u></b></p> <ol style="list-style-type: none"> <li>Activity – 55 TPH H-Distillery Boiler Modification <ul style="list-style-type: none"> <li><b>Benefit Energy Saving</b> - Rs. 3.3 Crores/ Year by increasing Fuel -Slop to Bagasse ratio from 70:30 to 80:20</li> <li><b>Installation Cost</b> - Rs. 5 Crores</li> </ul> </li> <li>Activity – Bag Filter erection to maintain SPM <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving/ Energy Saving</b> - Additional generation and sale of Fly ash quantity by 10 TPD rich in Potash (K)</li> <li><b>Saving</b> – Rs 16.5 Lacs</li> <li><b>Installation Cost</b> - Rs. 25.3 Crores</li> </ul> </li> <li>Activity – Waste Heat Recovery <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving/ Energy Saving</b> - Increase in Steam /Ton of Fuel ratio (SFR) by Economizer Extension, Flue gas temperature reduced by 25 °C.</li> <li><b>Saving</b> – Rs 1 Crore</li> <li><b>Installation cost</b> - Rs. 2 Crores</li> </ul> </li> </ol>   |
| <b><u>Loni</u></b>     | <ol style="list-style-type: none"> <li>Activity- Direct pumping of return condensate into deaerator <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving</b> - Rs. 4.75 Lacs by saving 41.41 Kwh/Day. Total 137149 Kwh saved.</li> <li><b>Benefit/ Energy Saving</b> - Rs. 34 Lacs by bagasse saving – 1159 Tons</li> <li><b>Benefit/ Energy Saving</b> - Rs. 18.76 Lacs by Steam saving – 1237 Kg/Hour.,</li> <li><b>Total saving</b> - Rs. 57.51 Lacs</li> <li><b>Installation cost</b> - Rs. 25 Lacs</li> </ul> </li> <li>Activity- VFD installations at Boiler SA fans. <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving</b> - Rs. 2.84 Lacs by saving 19.4 Kwh/Day. Total 66240 Kwh</li> <li><b>Installation cost</b> - Rs. 0.25 Lacs (Old Mill House VFDs used which were spared in expansion)</li> </ul> </li> <li>Activity- Replacement of less efficient Worm Gear Box with high efficient helical gear box (2 Nos.) at Magma Pump <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving</b> - Rs. 1 Lac by 207 Kwh/Day power saving. Total 28408 Kwh</li> <li><b>Installation cost</b> - Rs. 4 Lacs</li> </ul> </li> <li>Activity- Installation of Twin Rota pump (3 Nos) having anti-friction bearing at magma. <ul style="list-style-type: none"> <li><b>Benefit/ Power Saving</b> - Rs. 0.93 Lacs by 198 Kwh/Day power saving. Total 26942 Kwh</li> <li><b>Installation cost</b> - Rs. 3.90 Lacs</li> </ul> </li> <li>Activity- Capacity enhancement with Steam Saving project by installation of JHs, FFE, MVR &amp; VCP Pan <ul style="list-style-type: none"> <li><b>Benefit</b> - Rs. 10.77 Crores by Steam Saving – 7.51% on cane</li> <li><b>Installation cost</b> - Rs. 72 Crores</li> </ul> </li> </ol> |

**BIOSEED HYDERABAD**

|                      |   |
|----------------------|---|
| <b>Bioseed Plant</b> | <p><b>Activity :</b></p> <ul style="list-style-type: none"> <li>Installation of VFDs in the place of 50 KW electromagnetic switches systems for seed surface dryer blower chambers and Elevators in processing lines.</li> <li>Installing a 150 KVAR APFC (Automatic Power Factor Control) Panel to support production lines during peak load in processing operations.</li> </ul> <p><b>Benefit :</b></p> <ul style="list-style-type: none"> <li>Energy saving &amp; Reduction of maintenance cost, and by Installing Automatic power factor controller panel to automatically regulate and improve the power factor close to unity (usually ~0.98 – 1.0). This helps in reducing peak demand cost during operations.</li> </ul> |
|----------------------|---|

| <b>BIOSEED HYDERABAD</b> |  |
|--------------------------|--|
| <b>Bioseed Plant</b>     | <ul style="list-style-type: none"> <li>Total energy saving - Power saving / Energy Saving - 22080 Kwh/Year.</li> <li>Cost saving - Rs. 2.76 Lacs/Annum savings.</li> </ul> |

**ii. The steps taken by the Company for utilizing alternate sources of energy**

|                      |   |
|----------------------|---|
| <b>Kota Complex</b>  | <ul style="list-style-type: none"> <li>Various initiatives taken to increase biomass consumption as alternative fuel and increasing capacity of its consumption. This year consumption of biomass increased from 153507 MTY (419 TPD) to 181574 MTY (497 TPD), increased by 78 TPD resulting in savings of ~ 17712 MT of Coal equivalent to 7154 MToe/Annum.</li> </ul> |
| <b>SAC - Bharuch</b> | <ul style="list-style-type: none"> <li>Contracted Supply of 50.4 MW Renewable Power started from June 2023 on captive model</li> <li>Renewable Power net drawl units – 1,758 Lacs Kwh</li> </ul>  |

**iii. The capital investment on energy conservation equipments**

Major investments on energy conservation equipments are as under:

| <b>Plants</b>              | <b>Investment (Rs./Crores)</b> | <b>Details of Equipments</b>   |
|----------------------------|--------------------------------|--|
| <b>Kota Complex</b>        |                                |  |
| Fertilizer Plant           | 1.09                           | Liquid Nitrogen Storage Tank   |
|                            | 0.17                           | VFD for HP Boiler Feed Water Pump and Vertical Cold-Water Pump   |
| Power Plant                | 3.25                           | Installation of VFDs in P66 boilers  |
|                            | 2.42                           | Enhancement in Biomass Feeding System to increase biomass consumption  |
|                            | 0.37                           | Replacement of P35 Coal crusher  |
|                            | 0.19                           | Installation of VFD in P40 CEP   |
|                            | 0.12                           | Replacement of Extraction Desuperheater  |
|                            | 0.08                           | P66 Acoustic Soot blower   |
| Plastics                   | 0.23                           | Installation of New designed Aerofin heater element  |
|                            | 0.05                           | Replacement of ID Fan Motor  |
|                            | 0.08                           | Replacement of Stripper cooling tower pump with new energy efficient pump  |
|                            | 0.05                           | VFD & Optimization   |
|                            | 0.75                           | Effluent utilization system and control valve for generators   |
|                            | 0.16                           | Visual Analytics System  |
| Cement                     | 0.08                           | VFD in CA Fan (coal mill)  |
| Chemical Plant             | 0.03                           | Installation of low-capacity cooling water pump in flaker plant  |
| <b>SAC - Bharuch</b>       |                                |  |
| <b>Chemical Plant</b>      | 0.11                           | Installation of Motor Operated Valve (MOV) in Boiler Feed Pump (BFP)   |
|                            | 0.13                           | Impeller trimming of Cooling water pump  |
|                            | 0.20                           | Replacement of existing cooling water pumps with energy efficient pumps  |
|                            | 0.77                           | Replacement of existing inefficient motors with super premium energy efficient Motors (IE4).   |
|                            | 0.29                           | Installation of VFD in Anthracite & Saturated brine pumps of Caustic Soda Plant  |
| <b>Sugar Plants - U.P.</b> |                                |  |
| <b>Ajbapur</b>             | 0.44                           | Evaporator Third Effect floating arrangement, Installation of Steam drains Condensate recovery system at Power Plant Station and Installation of 200 KW VFD at Injection Pump No.6 |

|                            |  |  |
|----------------------------|--|--|
| <b>Ajbapur Distillery</b>  | 0.04   | Development in process area using traps in drain line & insulation of open line and Energy saving in using the heat of process condensate in pre heating the DM water i.e. boiler feed water installation of PHE.  |
| <b>Rupapur</b>             | 0.20   | Installation of VFD panel on Boiler no. 2 ID & FD fans   |
| <b>Hariawan Sugar</b>      | 28.35  | Arrangement of air blasting system at Refinery batch machines plough/scrapper (2 Nos.), Melt pump (screw pump) replaced with centrifugal pump (low head) Reduction in power load 30 to 22 Kwh and Installation of Capacitor banks  |
| <b>Hariawan Distillery</b> | 32.03  | 55 TPH H-Distillery Boiler Modification and Bag Filter erection to maintain Sugarcane Press Mud (SPM)  |
| <b>Loni</b>                | 72.33  | Direct pumping of return condensate into deaerator, VFD installations at Boiler SA fans, Replacement of less efficient Worm Gear Box with high efficient helical gear box (2 Nos.) at Magma Pump, Installation of Twin Rota pump (3 Nos.) having anti-friction bearing at magma and Capacity enhancement with Steam Saving project by installation of JHs, FFE, MVR & VCP Pan. |
| <b>BIOSEED HYDERABAD</b>   |  |  |
| <b>Bioseed Plant</b>       | The energy efficiency is being considered as important criteria when purchasing new lab and office equipment |  |

## 1) TECHNOLOGY ABSORPTION

### (i) The efforts made towards technology absorption;

|                            |   |
|----------------------------|---|
| <b>Kota Complex</b>        | <p><b>Carbide plant:</b></p> <ul style="list-style-type: none"> <li>NIFPS (Nitrogen injected fire prevention system, CTR make) has been installed in 30 MVA furnaces (Capex of Rs. 0.5 Crores).</li> <li>Visual Analytics system by M/s Daten &amp; Wissen for carbide cake disposal to reduce cooling hall losses and improve overall efficiency.</li> </ul> <p><b>Cement plant:</b></p> <ul style="list-style-type: none"> <li>In Cement plant, by utilization of Energy Management System, we developed a real time load display monitoring system of critical equipment of plant.</li> <li>Installation of temperature-based fire extinguisher system in HT &amp; LT cable cellar of plant for Fire safety.</li> <li>Substitution of 10 M3/Hour. fresh canal water by using fertilizer effluent water in Sludge Carbonation system thus avoiding freshwater consumption.</li> <li>Installation of new engineering designed suction dusts in the VSI dust collection system to enhance effectiveness of the bag filter. It has resulted into avoiding fugitive dust emissions surrounding the VSI area.</li> </ul> |
| <b>SAC - Bharuch</b>       | <ul style="list-style-type: none"> <li>KVT &amp; P&amp;ID technology imported for Epichlorohydrin and Hydrogen Peroxide projects</li> <li>In Epichlorohydrin project we are establishing the CLOSED cycle with optimum integration to the Chlor-alkali plant by using the patented SEABRINE brine recycling technology. This internally purified brine to the required purity which can be directly introduced to the brine cycle of Caustic soda plant</li> <li>R2 technology (First of its kind in India) to monitor electrolyser performance in 850 TPD Caustic Project</li> <li>Power Plant with reheat technology – 120 MW Power Plant is a reheat cycle power plant that enhances thermal efficiency compared to conventional cycles. This improvement lowers the overall station heat rate, resulting in significant fuel savings and reduced emissions.</li> </ul>  |
| <b>Sugar Plants - U.P.</b> | <ul style="list-style-type: none"> <li>On Line Condition monitoring of critical single line equipment – 50 sensors installed in Distillery Total -621 Nos across all units.</li> <li>AI &amp; ML for process optimization in all units.</li> </ul>  |



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

|                            |  |
|----------------------------|--|
| <b>Kota Complex</b>        | <ul style="list-style-type: none"> <li>Cost reduction by saving power / energy</li> <li>Using fertiliser effluent water in sludge carbonation system resulted in avoiding fresh water consumption.</li> </ul>            |
| <b>SAC - Bharuch</b>       | <ul style="list-style-type: none"> <li>Usage of power plant with reheat technology has enhanced thermal efficiency compared to conventional cycles resulting in significant fuel saving and reduced emission.</li> </ul> |
| <b>Sugar Plants - U.P.</b> | <ul style="list-style-type: none"> <li>Cost reduction by Energy saving</li> <li>Reduction in Down Time</li> <li>Product Improvement</li> </ul>   |

**(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year)**

**Chemicals Plant - Kota**

|    |   |   |
|----|---|---|
| a) | Technology Imported   | Installation of new zero gap cells with NCZ technology in Electrolyser # A, B & C |
| b) | Year of Import  | 2021  |
| c) | Whether technology has been fully absorbed                                | Yes   |
| d) | If technology not fully absorbed, reason for same & future plan of action | Not Applicable  |

**Sugar Plants - U.P.**

|    |   |                                      |
|----|---|--------------------------------------|
| a) | Technology Imported   | Grain Mill for distillery at Ajbapur |
| b) | Year of Import  | 2022-23                              |
| c) | Whether technology has been fully absorbed                                  | Yes                                  |
| d) | If technology not fully absorbed, reason for same and future plan of action | Not Applicable                       |

**(iv) The expenditure incurred on Research and Development:**

**Rs./Crores**

|         |       |
|---------|-------|
| Capital | 30.35 |
| Revenue | 51.55 |

**2) FOREIGN EXCHANGE EARNINGS AND OUTGO**

**Rs./Crores**

|  |        |
|--|--------|
| - Total foreign exchange used in terms of actual outflows during the year  | 228.57 |
| - Total foreign exchange earned in terms of actual inflows during the year | 304.19 |

Place : New Delhi  
Date : May 5, 2025

Ajay S. Shriram  
Chairman & Senior Managing Director  
DIN : 00027137

## Annexure - 4

### SECRETARIAL AUDIT REPORT

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

*[Pursuant to Section 204(1) of the Companies Act, 2013 read with  
Rule 9 of the Companies (Appointment and Remuneration of  
Managerial Personnel) Rules, 2014]*

To,

The Members,

**DCM SHRIRAM LIMITED**

(CIN : L74899DL1989PLC034923)

2<sup>nd</sup> Floor, (West Wing), Worldmark 1,

Aerocity, New Delhi-110037

We have conducted the secretarial audit of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **DCM Shriram Limited** (hereinafter referred to as “**the Company**”), for the financial year ended on **March 31, 2025 (“Audit Period”)**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records as maintained by the Company for the Audit Period, according to the provisions of:

- I. The Companies Act, 2013 ('the Act') and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, wherever applicable;
- V. The following Regulations and/or Guidelines as prescribed by the Securities and Exchange Board of India, Act, 1992 ('SEBI Act'); -
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; [Not applicable as the Company has not issued any further share capital during the financial year under review];

- d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [Applicable to the limited extent for issuance of Commercial papers];
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client [Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent];
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 [Not Applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the Audit Period]; and
- h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 [Not Applicable as the Company has not bought back/propose to buy-back any of its securities during the Audit Period].

VI. Laws specifically applicable to the industry to which the Company belongs, as identified by the management and compliance whereof as examined on test check basis and as confirmed by the management, that is to say:

1. Essential Commodities Act, 1955;
2. Insecticide Act, 1968;
3. Seeds Act, 1966;
4. Sugar Control Order, 1966; and
5. The Fertiliser (Inorganic, Organic or Mixed) (Control) Order, 1985.

For the compliances of Environmental Laws, Labour Laws & other General Laws, our examination and reporting is based on the documents, records and files as produced and shown to us and the information and explanations as provided to us, by the officers and management of the Company and to the best of our judgment and understanding of the applicability of the different enactments upon the Company, in our opinion there are adequate systems and processes exist in the Company to monitor and ensure compliance with applicable Environmental Laws, Labour Laws & other General Laws.

The compliance by the Company of applicable Financial Laws, like Direct and Indirect Tax Laws, has not been reviewed in our audit since the same have been subject to review by the Statutory Auditor and other designated professionals.

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

1. Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.
2. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended.

3. General Circular no. 09/2024 dated September 19, 2024 read with General Circular no. 09/2023 dated September 25, 2023, General Circular no. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020, General Circular no. 20/2020 dated May 5, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular no. 02/2022 dated May 5, 2022 and General Circular no. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs to hold Annual General Meetings through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and transact items through Postal Ballot and Section VI-J of Master Circular no. SEBI/HO/CFD/PoD2 /CIR/P/0155 dated November 11, 2024 and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India for dispensation of dispatching the physical copies of financial statements and annual report.

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

#### **We further report that**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notices were given to all directors to schedule the Board Meetings and Committee Meetings, Agenda and detailed notes on agenda were generally sent seven days in advance in accordance with the applicable laws except to the information which are in the nature of the UPSI. Further, 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.
- As per the signed minutes, all the decisions of the Board and Committee Meetings were carried through unanimously and no minuted instance of dissent in Board or Committee meetings.
- As per the records, the Company has generally filed all the forms, returns, disclosures, documents and resolutions as were required to be filed with the Registrar of Companies and other authorities.
- The BSE Limited ('BSE') has imposed penalty of Rs. 30,000/- on the Company for late submission of the XBRL version of the Secretarial Compliance Report under Regulation 24A of Listing Regulations, for the financial year ended March 31, 2024.

**We further report that** during the audit period, the Company has undertaken following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. referred to above:

1. Mr. Sunil Kant Munjal (DIN: 00003902) and Mr. Vimal Bhandari (DIN: 00001318) ceased to hold office as Independent Directors of the Company upon completion of their second term w.e.f. July 16, 2024.

2. Mr. Pradeep Dinodia (DIN: 00027995) completed his second term as Non-Executive Independent Director of the Company with effect from the conclusion of 35<sup>th</sup> AGM held on July 16, 2024. Subsequently, he was appointed as Non-Executive Non-Independent Director on the Board of the Company, liable to retire by rotation w.e.f. July 16, 2024.
3. Mr. Pranam Wahi (DIN: 00031914), Ms. Seema Bahuguna (DIN: 09527493), Mr. Vipin Sondhi (DIN: 00327400) and Dr. Simrit Kaur (DIN: 10628625) were appointed as Independent Directors of the Company for a term of 5 consecutive years w.e.f. July 16, 2024.
4. Mr. Sameet Gambhir, Company Secretary & Compliance Officer of the Company tender his resignation and Ms. Swati Patil Lahiri was appointed as Acting Company Secretary & Compliance Officer of the Company w.e.f. May 22, 2024.
5. Mr. Deepak Gupta was appointed as Company Secretary & Compliance Officer of the Company w.e.f. January 18, 2025. Subsequently, Ms. Swati Patil Lahiri, ceased to be Acting Company Secretary & Compliance Officer of the Company.
6. Mr. Tejpreet Singh Chopra (DIN: 00317683) was appointed as an Additional Independent Director for a term of 5 consecutive years w.e.f. January 18, 2025. His appointment was subsequently approved by the Members of Company through a Special Resolution passed by Postal Ballot on March 16, 2025.
7. Ms. Ramni Nirula (DIN: 00015330), ceased to hold office as Independent Director of the Company upon completion of her second term w.e.f. February 2, 2025.
8. The Board of Directors had approved the raising of funds through issuance of Non-Convertible Debentures ('NCDs'), up to Rs. 1,000 Crores, by way of Private Placement in their meeting held on January 18, 2025.
9. The Board of Directors in their meeting held on July 23, 2024 approved the Circular/Advertisement in form DPT-1 for inviting fixed deposit from the public and members of the Company.
10. The Company has declared a final dividend of Rs. 2.60/- (i.e., 130%) per equity share of Rs. 2/- each of the Company for the Financial Year 2023-24. Further, the Board of Directors of the Company at its meeting held on October 30, 2024 and January 18, 2025 declared interim dividend of Rs. 2.00/- (i.e., 100%) and Rs. 3.60/- (i.e., 180%) respectively for the Financial Year 2024-25.

#### **For RMG & Associates**

Company Secretaries  
Peer Review No.: 6403/2025  
Firm Registration No.: P2001DE016100

Date: May 5, 2025  
Place: New Delhi  
UDIN: F005123G000273358

**CS Manish Gupta**  
Managing Partner  
FCS : 5123 : C.P. No.: 4095

## Annexure

**Note: This report is to be read with 'Annexure' attached herewith and form an integral part of this report.**

To,  
The Members,  
**DCM SHRIRAM LIMITED**  
(CIN : L74899DL1989PLC034923)  
2<sup>nd</sup> Floor, (West Wing), Worldmark 1,  
Aerocity, New Delhi-110037

Our Secretarial Audit Report of even date, for the financial year ended March 31, 2025 is to be read along with this letter:

### **Management's Responsibility**

1. It is the responsibility of management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operating effectively.

### **Auditor's Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances as produced before us.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

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

### **Disclaimer**

5. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
7. We have conducted verification & examination of records, as facilitated by the Company, for the purpose of issuing this Report.

**For RMG & Associates**  
Company Secretaries  
Peer Review No.: 6403/2025  
Firm Registration No.: P2001DE016100

Date: May 5, 2025  
Place: New Delhi  
UDIN: F005123G000273358

**CS Manish Gupta**  
Managing Partner  
FCS : 5123 : C.P.No.: 4095



# CSR POLICY @ DCM SHRIRAM LTD



## Preventive Healthcare

We are committed to reducing maternal and infant mortality through early identification, counselling, and medical linkage support for High-Risk Pregnancies (HRP) in rural and underserved regions.



## Skilling & Livelihoods

We work to build future-ready youth by bridging rural skill gaps through market-aligned vocational training, ensuring sustainable livelihoods and employment outcomes.



## Environment & Biodiversity

We are dedicated to preserving ecological balance by supporting mangrove restoration, tree plantation, and watershed management in environmentally sensitive regions.

## Water in Agriculture

We aim to enhance water use efficiency and crop resilience by promoting climate-smart agricultural practices and community-led water conservation in key farming geographies.



## Education

We strive to improve learning outcomes by strengthening foundational literacy in anganwadis and empowering anganwadi workers through capacity-building initiatives.



## Sanitation

We promote sustainable solid waste management through our "Zero Waste at Zero Cost" model, empowering communities to reduce, reuse, and recycle waste at the source.





# CORPORATE SOCIAL RESPONSIBILITY (CSR) AT DCM SHRIRAM LTD.

**DCM Shriram Ltd.** is deeply committed to creating inclusive, sustainable, and resilient communities through its CSR arm, the **DCM Shriram Foundation**. The Foundation operates with a holistic development philosophy, with initiatives across five key focus areas collectively known as the **Khushali Program and Jeetega Kisaan Program** which covers Climate Sustainable Agriculture. Each initiative is designed to address systemic challenges across health, education, sanitation, livelihoods, and environmental sustainability, while aligning with national development priorities and the UN Sustainable Development Goals (SDGs).

## DCM Shriram CSR Ecosystem:

### A Model of Strategic Collaboration

At the heart of DCM Shriram's CSR model lies a **dynamic ecosystem of partnerships, platforms, and participation** that go beyond traditional project-based CSR. The Foundation has

built a responsive network that connects internal teams, community stakeholders, knowledge partners, and implementing agencies.

- ▶ **Sahyog** is the Foundation's co-learning platform that brings together implementing partners, field teams, and CSR teams. Through immersive workshops, data-based reflections, and peer exchange, Sahyog has created a culture of accountability and adaptive learning.
- ▶ **Samvaad** is the flagship quarterly CSR meet that convenes business leaders, CSR champions from different units, and subject matter experts. The dialogue is aligned with the company's CSR 2030 Vision, fostering synergy across units and geographies while setting the direction for strategic priorities like watershed development, skilling, and maternal health.



## This ecosystem approach enables:



Continuous Feedback Loops  
For Program Course Correction



Cross- Sectoral Convergence  
With Government Schemes



Stronger Impact Measurement  
Frameworks



Greater Alignment Of Csr Goals With  
Business Values And Societal Needs



# KHUSHALI SEHAT

Maternal And Child Preventive Healthcare

The cornerstone of the Foundation's health interventions, Khushali Sehat, focuses on ensuring accessible, equitable, and quality healthcare for women and children in rural and underserved regions. With a focus on reducing Maternal and Infant mortality.

## Mobile Health Units (MHUs):

Operating across six blocks in Hardoi, Lakhimpur Kheri,

Kota, and Jhagadia, the MHUs provide doorstep maternal and child healthcare services. With 22,976 beneficiaries recorded in FY 2024-25, the program facilitated over 21,554 antenatal check-ups and 13,447 postnatal consultations. It identified 4,373 high-risk pregnancies, constituting 38% of all pregnant women served—enabling timely referrals and institutional deliveries (7,776 conducted).





**Capacity Building of Frontline Workers (FLWs):** In collaboration with MAMTA HIMC and CHETNA, training programs were conducted for FLWs in Hardoi, Kheri, and Jhagadia, equipping them with skills in early identification of complications and referral protocols, thus strengthening the last-mile delivery of maternal healthcare services.



## KISHORI UTKARSH PAHEL

Adolescent Empowerment Program

A pioneering partnership with UNICEF, the District Administration of Bharuch, and various government departments, this initiative targeted 13,000 adolescent girls. Through peer-led education and leadership development, 70 'Jagrut Kishoris' (Awakened Girls) were trained to lead community-level engagement. Notable achievements include anchoring VHSNC meetings and increasing Iron Folic Acid consumption to over 60% among participants.





# KHUSHALI SHIKSHA

Early Childhood Education (ECE)

Khushali Shiksha addresses the foundational need for quality early learning environments that set the stage for lifelong education. The initiative works through a Hub and Spoke model in 156 Anganwadi centres across the districts of Hardoi and Lakhimpur Kheri with Pratham Education Foundation as the implementation partner.

The program strengthens Early Childhood Care and Education (ECCE) by:

- ▶ Enhancing the capacity of 155 Anganwadi workers in pedagogy, hygiene, and documentation.
- ▶ Reaching 8,000 children with interactive learning through Teaching-Learning Materials (TLMs) and improved centre infrastructure.
- ▶ Actively engaging 5,275 mothers and 875 community stakeholders to support children's school readiness at home.

- ▶ Driving a behavioural shift among caregivers by building awareness of the importance of ECCE in breaking the cycle of poverty and illiteracy.

By investing in the earliest years, Khushali Shiksha nurtures a generation of learners prepared for formal schooling and social integration.







# KHUSHALI SWACHHATA

Solid Waste Management

Khushali Swachhata is designed to promote a culture of cleanliness and sustainable waste practices across urban and rural settlements. With its decentralized waste management model, the initiative empowers communities to take ownership of their sanitation environment.

## Scope and Scale:

- ▶ Operating in Hardoi (6 wards), Kota (10 residential societies), and Bharuch (2 Gram Panchayats), the project ensures 100% door-to-door waste collection across 9,789 households.
- ▶ Promotes source segregation with compliance rates between 88%–100%.

## Resource Recovery Outcomes (FY 2024-25):

- ▶ 673.7 MT of wet waste collected and 643.7 MT processed
- ▶ 35.2 MT of nutrient-rich compost produced
- ▶ 276.2 MT of dry waste diverted from landfills

## Recognition & Replication:

- ▶ Gujarat's first "Sanitation Park" in Bharuch
- ▶ The model is nominated for PM Award and state CSR accolades, and is currently being evaluated for replication in five additional blocks by the District Development Office.

The initiative showcases how innovative design, public-private partnerships, and strong local governance can achieve zero-waste ecosystems.







# KHUSHALI ROZGAAR

Skilling And Livelihoods

Khushali Rozgaar is the Foundation's flagship livelihood intervention aimed at addressing youth unemployment through market-aligned vocational training.

Under the DCM Shriram Skill Academy, youth in Hardoi, Lakhimpur Kheri, and Bharuch receive comprehensive training, including hands-on industry exposure, mentorship, and placement assistance.

## Key Program Streams:

- ▶ **General Duty Assistant (GDA)**
- ▶ **Electrical and Solar Technician**

## Program Highlights:

- ▶ Mobilization of nearly 300 youth in high-demand trades
- ▶ Focus on rural youth, especially from economically weaker sections, and women participants
- ▶ Collaboration with Schneider Foundation for setting up the two Electrical and Solar Labs at the DCM Shriram Skill Academy

The program's industry-aligned design ensures that youth not only gain skills but also access sustained employment or self-employment opportunities.





# KHUSHALI PARYAVARAN

Environmental Sustainability

With ecosystems under pressure, Khushali Paryavar champions community-driven environmental stewardship by restoring ecological balance through afforestation and water resource management.

## Major Outcomes:

- ▶ Creation of 36.6 lakh cubic metres of surface water storage infrastructure across 3 states
- ▶ Formation of 46 Jal Samitis to manage local water assets and ensure community ownership
- ▶ Plantation of 13,700 native species trees and 4.1 lakh mangroves in Gujarat to build climate resilience

## Integrated Activities:

- ▶ Soil and water conservation in villages of Hardoi, Lakhimpur Kheri, Kota, and Bharuch
- ▶ Collaboration with NM Sadguru Foundation, BAIF, and PANI Foundation to leverage technical expertise and scale impact

The initiative exemplifies how integrated watershed management and afforestation can regenerate landscapes and revive water security.







Climate-sustainable Agriculture

## JEETEGA KISAAN

DCM Shriram Foundation aims to play a catalytic role in creating a more enabling ecosystem for enhancing climate-resilient agriculture. The Foundation focuses on three critical pillars: **water use efficiency**, **soil health improvement**, and **agri-mechanization**, with close collaboration from government, research institutions, startups, and farming communities.



## WATER IN AGRICULTURE

### DCM Shriram Agwater Challenge: Journey of Innovation for Water-Smart Agriculture

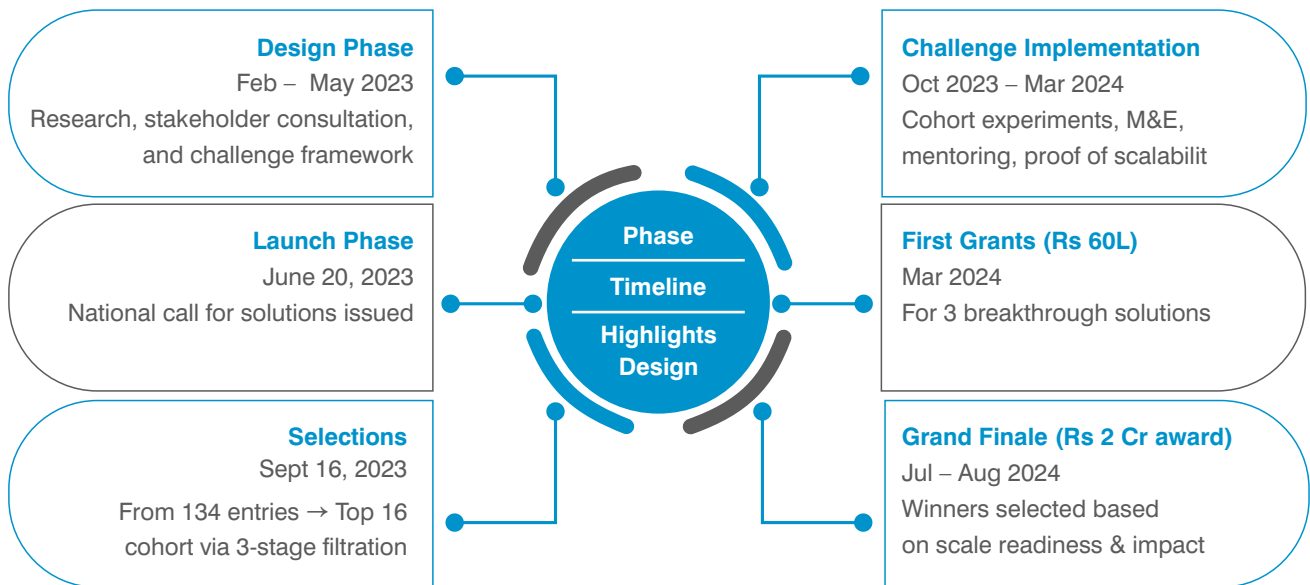
In a bold move to reimagine water stewardship in Indian agriculture, **DCM Shriram Foundation**, in partnership with **The/Nudge Prize** and the **Office of the Principal Scientific Adviser to the Government of India**, launched the **DCM Shriram AgWater Challenge** in 2023. The mission: to spark tech-enabled, scalable innovations that enhance **water use efficiency**, **farmer profitability**, and **agro-climatic resilience**—particularly for smallholder farmers (SHFs) cultivating fine cereals and cash crops.

The challenge called upon AgTech innovators, researchers, and social enterprises to solve for:

- ▶ Minimum **60% improvement** in cropping water-use efficiency (WUE)
- ▶ Minimum **40–50% increase** in SHF profitability
- ▶ Delivery of tech at **10–20% of cultivation cost**
- ▶ Demonstrated scalability across **5,000+ SHFs or hectares**



# Key Milestones in the Journey



## Robust Selection Process

- ▶ **134 applications** received nationwide
- ▶ **78 shortlisted**, then narrowed to **Top 45** → **26** → **16** through:
  - Product-SHF fit
  - Scalability and technological readiness
  - Impact and entrepreneurial capability
- ▶ Evaluated by 18-member ecosystem panel from investors, incubators, academia, and farmer networks along with third party Impact assessment agency – Ecocoiate.





# TOP INNOVATIONS SELECTED

## 1. EF Polymer (Winner) – Rajasthan

Developed Fasal Amrit, a biodegradable polymer from fruit peels that retains water up to 100x its weight and slowly releases it to crops. Focused on dryland wheat farmers.

## 2. CultYvate – Karnataka

IoT-based Alternate Wetting and Drying (AWD) system for paddy. Enabled real-time irrigation advisory, saving water, fertilizers, and energy.

## 3. Arms4AI – Delhi

Geo-AI powered farm insights using satellite data to enhance water productivity for sugarcane.

## 4. Oorja Solutions – Delhi

Offered pay-per-use solar irrigation services bundled with digital advisory—providing affordable, clean water access to smallholders.

## 5. BharatRohan – Haryana

Hyperspectral imaging via drones to detect water stress and optimize irrigation in wheat.

## 6. Agrirain – Telangana

Developed a movable hose-reel-based rain gun system, making mechanized irrigation accessible to clusters of small farms.

## 7. Virenxia – Delhi

Provided a fully automated Climate Smart Agriculture digital stack, integrating soil health, bio-agri inputs, and irrigation optimization.

These interventions spanned various crops like sugarcane, paddy, cotton, wheat—each solution contributing to a multi-layered, tech-first ecosystem for SHFs.

### Enablers of Scale and Impact

- **Mentor-in-Residence model:** Ongoing technical, business, and field strategy guidance
- **Measurement & Evaluation (M&E):** Third-party impact audits
- **Capital Access:** Seed grants (Rs 60L) and a final Rs 2.25 Cr prize to unlock Series-A scaling
- **Platform-based Outreach:** Digital tools and field pilots for visibility and farmer trust

**The final winners of the DCM Shriram Agwater Challenge were EF Polymer (winner) offering biodegradable water-retaining granules and CultYvate (special mention) enabling real-time irrigation advisory through IoT.**

### Conclusion: From Innovation to Ecosystem Transformation

The DCM Shriram AgWater Challenge has done more than incubate startups—it has seeded a **new narrative for water-smart agriculture** rooted in collaboration, capital, and community. As the top performers prepare to scale their solutions post-2024, the challenge has already laid the foundation for a **livelihood-centered water strategy** for India's most vulnerable farmers.

This journey reflects the Foundation's catalytic role in using CSR not merely for compliance, but as a **lever for systemic change**—ensuring that every drop of water delivers prosperity.







# UPJAU MATI PARIYOJANA

Healthy Soil Campaign

A flagship initiative of DCM Shriram Foundation, the Upjau Mati Pariyojana focuses on revitalizing soil health through sustainable practices such as composting and organic soil enhancement. Implemented across 420 villages in Hardoi and Lakhimpur Kheri districts, the program leverages mobile soil health vans to test and analyze key soil parameters at the farm level.

- ▶ 6,750 lead farmers trained across 420 villages with each mentoring 10 additional farmers
- ▶ Use of mobile soil health vans for field-level soil testing and customised crop advisory
- ▶ Promotion of aerobic composting using farm waste, improving soil organic matter and reducing chemical dependency







# KRISHI UDYAM PARIYOJANA

Agri- Entrepreneurship Program

This initiative seeks to convert progressive farmers into agri-entrepreneurs capable of delivering mechanized services to the wider farming community. In districts where farm mechanization lags behind national averages, the program trains rural youth and farmers to run agri-service enterprises along with allied activities and a focus on better access to government schemes/subsidy to agri mechanization.

- ▶ 206 Agripreneurs trained to deliver mechanisation services and allied
- ▶ 898 machines deployed, logging over 2.13 lakh hours of usage

- ▶ Rs 15.9 Cr revenue generated from equipment rentals and Rs 4.88 Cr from haulage services
- ▶ Rs 8.20 Cr in total subsidies unlocked for solar pumps and machinery
- ▶ Outreach to over 1.72 lakh farmers through service delivery and demonstration

The program not only enhances agricultural productivity but transforms farmers into agri-business leaders, contributing to rural economy diversification.



## 2. Composition of CSR committee

| S. No. | Name of the director                 | Designation / nature of directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|--------|--------------------------------------|--------------------------------------|--|--|
| 1      | Mr. Ajay S Shriram Managing Director | Chairman and Senior                  | 2  | 1  |
| 2      | Mr. Vikram S Shriram                 | Vice-Chairman and Managing Director  | 2  | 2  |
| 3      | Mr. Ajit S Shriram                   | Joint Managing Director              | 2  | 2  |
| 4      | Mr. Sunil Kant Munjal                | Non-Executive Independent Director   | 2  | 2  |
| 5      | Justice(Retd.) Vikramajit Sen        | Non-Executive Independent Director   | 2  | 2  |
| 6      | Shri Pravesh Sharma                  | Non-Executive Independent Director   | 2  | 2  |

The role of the CSR Committee of the Board provides strategic direction to the Company's overall CSR objectives. The Committee seeks to guide the Company in integrating its social and environmental objectives with its business strategies and assists in crafting unique models to support creation of sustainable CSR programs. The Committee formulates, reviews and monitors the CSR Policy and recommends to the Board the annual CSR Plan of the Company. The Committee also reviews the Business Responsibility Report of the Company.

### 3. Provide the web-link(s) where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

- The composition of the CSR committee is available on our website, at <https://www.dcmshriram.com/csr-committee>
- The Committee, with the approval of the Board, has adopted the CSR Policy as required under Section 135 of the Companies Act, 2013. The CSR Policy of the Company is available on our website, at <https://www.dcmshriram.com/csr-policy>
- The Board, based on the recommendation of the CSR committee, at its meeting held on May 3, 2024, has approved the annual action plan / projects for fiscal 2024, the details of which are available on our website, at <https://www.dcmshriram.com/csr-budget>

### 4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable

The Company undertakes regular monitoring of all its CSR initiatives, and these include periodic third-party assessment of baseline and impact of CSR interventions with key indicators in its areas of operation based every two-three years.

In line with this, in 2024-25, Amay Environmental Consultancy Services and Samhita Social Ventures was appointed by DCM Shriram towards third party assessment with the following objectives:

- Understanding the impact of DCM Shriram's Watershed development initiative running by the name of Khushali Paryavaran, across the intervention villages of Kota district in Rajasthan.
- Understanding the impact and perception of the community in relation to the interventions undertaken for the Khushali Paryavaran program.
- Understanding the impact of availability of water post monsoon.
- Understanding the impact of DCM Shriram's Khushali Sehat Mobile Health Unit undertaken in Pasgawan block, Lakhimpur Khiri district to assess the impact assessment by assessing the social return on investment (SROI).
- Effectiveness of the project monitoring and evaluation along with identifying the gap areas for way forward for each of the programs respectively.

The assessments undertaken for Khushali Paryavaran and Khushali Sehat programs was for the period of 2024-2025. The evaluation was undertaken using a mixed methodology, which involved both, qualitative and quantitative data collection. The assessment undertaken by Amay Environmental Consultancy and Samhita Social Ventures collected information in the form of conducting secondary research and supporting it with primary data collection by the use of Household (HH) surveys, focus group discussions, village level observations, joint consultations and workshops, Key Informant Interview (KIIs) with all relevant program stakeholders.

#### Some of the key highlights of the assessment were:

The assessment undertaken for Khushali Paryavaran showed a noticeable change in the program indicators.

- Through surveys it was observed that more medium and most importantly small and marginal farmers considered the project relevant to their needs. Thus, project was successful in reaching out to more marginalised farmers
- Awareness around the requirement for conservation of water during the year and especially during monsoon was observed as a considerably change in the perceptions of the communities.
- The assessment shows resulted in an increment in access to water post monsoon across all the structures that were undertaken during the project's timelines till the month of January, showing an increase in access to water resources yielding improving cropping intensity.
- The sustainability of the Dug well has been increased due to the renovation of the structures and the villagers has been benefited.

#### The assessment undertaken for Khushali Sehat showed the following progress over the program indicators.

- It was found that majority of the sampled respondents opted for the Mobile Health Units as their preferred healthcare service provider.
- In the intervention villages, more than half of the beneficiaries responded a decrease in the travel time and an increase access to quality healthcare services related to mother and child health outcomes.

- Similarly, Over 41% of women also highlighted HRP identification as a benefit, again indicating increased knowledge of the same amongst the respondents
- Also, 76% of beneficiaries responded an uptake on IFA & calcium tablets or other similar supplements were the most commonly availed service at the MHU, followed by ANC's and pathological tests. A positive change observed is that, all the HRP identified by the government are being plugged back into the government database to increase collaboration even further.

**Social Return on Investment (SROI) ratios and net value of impact suggest very positive results for our project.**

**1. SROI Ratios:**

- A ratio of 1.97 in the first year indicates that for every INR invested, there's a return of INR 1.97 in social value, which is a good start.
- By year three, the ratio of 3.69 suggests significant improvement, meaning every INR invested is yielding INR 3.69 in social value.
- By the five-year mark, a ratio of 4.72 indicates a strong and sustainable return, with every INR invested generating INR 4.72 in social value.

**2. Accumulated Impact Values:**

- The increasing accumulated values (from INR 39,07,254 in the first year to INR 1,50,03,498 by year five) reflect both growth in impact and effective scaling of your project.

Overall, these results indicate that our project is not only effective but also becoming increasingly impactful over time, making it a commendable initiative in terms of social return.

**Other Highlights:**

3. Due to an increase in access to essential healthcare needs such as antenatal check-ups, high-risk pregnancy identification and referrals,

counselling, and vaccination provided through the MHU there is an increased alignment with the RMNCH+ (Reproductive, Maternal, New-born, Child & Adolescent health practices) directly contributing to SDG 3.

4. More than 78% of the participants opted for institutional deliveries and approximately 37% of them delivered at community health center's thus improving the institutional deliveries in the geographies (one of the key pillars of Khushali Sehat).
5. Participants reported lower burdens related to healthcare expenses compared to those in villages without MHU services, showcasing an impact in the overall expenditure basket of a rural household in the healthcare expenditure.

**5 (a) Average net profit of the company as per sub-section (5) of section 135** Rs. 1216.39 Cr.

**(b) Two percent of average net profit of the company as per sub-section (5) of section 135** Rs. 24.33 Cr.

**(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.** NA

**(d) Amount required to be set off for the financial year, if any.** NA

**(e) Total CSR obligation for the financial year [(b)+(c)-(d)]** Rs. 24.33 Cr.

**6 (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)** Rs. 23.07 Cr.

**(b) Amount spent in Administrative Overheads** Rs. 1.22 Cr.

**(c) Amount spent on Impact Assessment, if applicable** Rs. 0.04 Cr.

**(d) Total amount spent for the Financial Year [(a)+(b)+(c)]** Rs. 24.33 Cr.

**(e) CSR amount spent or unspent for the financial year:**

| Total Amount Spent for the Financial Year. (in Cr.) | Amount Unspent (in Cr.)   |                   |   |         |                  |
|---|---|-------------------|---|---------|------------------|
|   | Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135 |                   | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135 |         |                  |
|   | Amount.   | Date of transfer. | Name of the Fund  | Amount. | Date of transfer |
| 24.33   | NA  | NA                | NA  | NA      | NA               |

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

| Sl. No. | Particular  | Amount (in Cr.) |
|---------|---|-----------------|
| (i)     | Two percent of average net profit of the company as per sub-section (5) of section 135                    | Rs. 24.33       |
| (ii)    | Total amount spent for the Financial Year   | Rs. 24.33       |
| (iii)   | Excess amount spent for the financial year [(ii)-(i)]   | Nil             |
| (iv)    | Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any | Nil             |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                   | Nil             |



**7. (a) Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:**

| Sl. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Cr.) | Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Cr.) | Amount spent in the reporting Financial Year (in Cr.). | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any |                   | Amount remaining to be spent in succeeding financial years. (in Cr.) | Deficiency, if any |
|---------|--------------------------|---|---|--|---|-------------------|--|--------------------|
|         |                          |   |   |  | Amount (in Cr.)   | Date of transfer. |  |                    |
| 1       | FY-21-22                 | Rs. 2.51  | 0.06  | 0.06   | NA  | NA                | NA   | NA                 |
| 2       | FY-22-23                 | Rs. 3.51  | 1.81  | 1.81   | NA  | NA                | NA   | NA                 |
| 3       | FY-23-24                 | Rs. 2.01  | 2.01  | 1.95   | NA  | NA                | 0.06   | NA                 |

**8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year (Yes/ No):** No capital asset was created / acquired for fiscal 2025 through CSR spend of the Company.

**If Yes, enter the number of Capital assets created/ acquired:** NA

**Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:**

| Sl. No. | Short particulars of the property or asset(s) [including complete address and location of the property] | Pin code of the property or asset(s) | Date of Creation | Amount of CSR amount spent | Details of entity/Authority/beneficiary of the registered owner |      |                    |
|---------|---|--------------------------------------|------------------|----------------------------|---|------|--------------------|
| (1)     | (2)   | (3)                                  | (4)              | (5)                        | (6)   |      |                    |
|         |   |                                      |                  |                            | CSR Registration Number, if applicable                          | Name | Registered address |
| NA      | NA  | NA                                   | NA               | NA                         | NA  | NA   | NA                 |

(All the fields should be captured as appearing in the revenue record, flat No., house No., Municipal Office/Municipal Corporation/ Gram Panchayat are to be specified and also the area of the immovable property as well as boundaries).

**9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135:**

The Company has undertaken an initiative to induce innovation amongst small & marginal farmers through certain challenges at the intersection of water and agriculture and aims to provide financial upliftment, and social empowerment for rural farmer communities, thereby alleviating issues of low income and diminishing profitability amongst small scale farmers.

**10. CFO Certificate:****CFO Certificate**

In terms of Rule 4(5) of The Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended, I, Amit Agarwal, Chief Financial Officer of DCM Shriram Ltd. (the "Company"), hereby certify that the funds so disbursed for CSR activities during the Financial Year 2024-25 have been utilized for the purpose and in the manner as approved by the Board of Directors.

(Amit Agarwal)  
Chief Financial Officer

**11. Responsibility Statement of the CSR Committee:**

The CSR Committee of the Board affirms that the implementation and monitoring of CSR Policy is in compliance with CSR Policy and Objectives of the Company.

For and on behalf of CSR Committee.

Mr. Ajay S. Shriram  
Chairman and Senior Managing Director  
Chairman - CSR Committee

Mr. Vikram S. Shriram  
Vice Chairman and Managing Director  
Member - CSR Committee

Place : New Delhi  
Date : 5<sup>th</sup> May, 2025

# Corporate Governance Report 2024-25

## (A) Company's Philosophy

The Company's philosophy on Corporate Governance derives its origin from a rich legacy of fair, ethical and transparent policies and governance practices, which is continuously evolving with the dynamic business environment. The Company is conscious of its responsibility as a good corporate citizen and is committed to highest standards of Corporate Governance practices. This is reflected in a well-balanced and diverse Board comprising of eminent Directors, comprehensive policies, transparent practices, proactive disclosures, focus on sustainability and effective decision-making, with the ultimate objective of sustainable growth for all its stakeholders. The Company strictly complies and adheres with the applicable laws in letter and spirit.

The Company was in compliance of the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015 (hereinafter referred to as "SEBI Listing Regulations"). The detailed Corporate Governance Report for the financial year 2024-25 is appearing below:

## (B) Board of Directors

As on 31<sup>st</sup> March 2025, there were Fourteen (14) Directors comprising Four (4) Managing Directors, One (1) Non Executive Non Independent Director, One (1) Whole-time Director, Seven (7) Non Executive Independent Directors and One (1) Non Executive Nominee Director of LIC of India (equity shareholder). The Board is headed by an Executive Chairman.

Five (5) Board Meetings were held during the financial year 2024-25 i.e., on 6<sup>th</sup> May 2024, 23<sup>rd</sup> July 2024, 30<sup>th</sup> October 2024, 18<sup>th</sup> January 2025 and 4<sup>th</sup> March 2025. Attendance and other details of the Directors for the financial year ended 31<sup>st</sup> March 2025 are given below:

| Name of Director  | Category of Directorship | No. of Board Meetings attended | Attended last AGM (16 <sup>th</sup> July 2024) | No. of other Directorship(s)* | No. of other Committee Membership(s) <sup>®</sup> |             |
|---|--------------------------|--------------------------------|--|-------------------------------|---|-------------|
|   |                          |                                |  |                               | Member (including Chairperson)                    | Chairperson |
| Mr. Ajay S. Shriram<br>DIN: 00027137<br>(Chairman & Senior Managing Director)                     | Promoter & MD            | 5/5                            | Yes  | 9                             | NIL   | NIL         |
| Mr. Vikram S. Shriram<br>DIN: 00027187<br>(Vice Chairman & Managing Director)                     | Promoter & MD            | 5/5                            | Yes  | 9                             | NIL   | NIL         |
| Mr. Ajit S. Shriram<br>DIN: 00027918 (Joint Managing Director)                                    | Promoter & MD            | 5/5                            | Yes  | 8                             | NIL   | NIL         |
| Mr. Aditya A. Shriram<br>DIN: 10157483 (Deputy Managing Director)                                 | Promoter & MD            | 5/5                            | Yes  | NIL                           | NIL   | NIL         |
| Mr. Pradeep Dinodia <sup>1</sup><br>DIN: 00027995<br>(Non - Executive Non - Independent Director) | NE-NID                   | 5/5                            | Yes  | 3                             | 6   | 2           |
| Mr. Pravesh Sharma<br>DIN: 02252345 (Independent Director)  | NE-I-D                   | 5/5                            | Yes  | NIL                           | NIL   | NIL         |
| Justice (Retd.) Vikramajit Sen<br>DIN: 00866743 (Independent Director)                            | NE-I-D                   | 5/5                            | Yes  | NIL                           | NIL   | NIL         |
| Mr. Pranam Wahi <sup>2</sup><br>DIN: 00031914 (Independent Director)                              | NE-I-D                   | 4/4                            | NA   | 1                             | 1   | NIL         |
| Ms. Seema Bahuguna <sup>2</sup><br>DIN: 09527493 (Independent Director)                           | NE-I-D                   | 4/4                            | NA   | 3                             | 5   | 1           |
| Dr. Simrit Kaur <sup>2</sup><br>DIN: 10628625 (Independent Director)                              | NE-I-D                   | 4/4                            | NA   | 1                             | 1   | NIL         |
| Mr. Vipin Sondhi <sup>2</sup><br>DIN: 00327400 (Independent Director)                             | NE-I-D                   | 4/4                            | NA   | 3                             | 1   | 1           |
| Mr. Tejpreet Singh Chopra <sup>3</sup><br>DIN: 00317683 (Independent Director)                    | NE-I-D                   | 2/2                            | NA   | 4                             | 2   | 0           |
| Mr. Rabinarayan Mishra<br>DIN: 10377015 (Nominee Director)  | NE-D<br>(Nominee of LIC) | 5/5                            | Yes  | NIL                           | NIL   | NIL         |
| Mr. Krishan Kumar Sharma<br>DIN: 07951296 (Whole Time Director- EHS)                              | WTD                      | 5/5                            | Yes  | 4                             | NIL   | NIL         |
| Mr. Sunil Kant Munjal <sup>4</sup><br>DIN:00003902 (Independent Director)                         | NE-I-D                   | 1/0                            | Yes  | NA                            | NA  | NA          |
| Mr. Vimal Bhandari <sup>4</sup><br>DIN:00001318 (Independent Director)                            | NE-I-D                   | 1/1                            | Yes  | NA                            | NA  | NA          |
| Ms. Ramni Nirula <sup>5</sup><br>DIN:00015330 (Independent Director)                              | NE-I-D                   | 4/4                            | Yes  | NA                            | NA  | NA          |

MD: Managing Director

WTD: Whole-time Director

NE-D: Non-Executive Director

NE-I-D: Non-Executive Independent Director

NE-NID: Non-Executive Non-Independent Director

#### Notes:

- 1 Mr. Pradeep Dinodia (DIN: 00027995) completed his 2<sup>nd</sup> tenure as Non Executive Independent Director of the Company on 16<sup>th</sup> July 2024. Subsequently, he has been appointed as Non-Executive Non-Independent Director on the Board of the Company, liable to retire by rotation, w.e.f. 16<sup>th</sup> July 2024.
- 2 Mr. Pranam Wahi (DIN: 00031914), Ms. Seema Bahuguna (DIN: 09527493), Dr. Simrit Kaur (DIN: 10628625) and Mr. Vipin Sondhi (DIN: 00327400) were appointed as Independent Directors on the Board of the Company w.e.f. 16<sup>th</sup> July 2024.
- 3 Mr. Tejpreet Singh Chopra (DIN: 00317683) was appointed as Non-Executive Independent Director on the Board of the Company w.e.f. 18<sup>th</sup> January 2025.
- 4 Mr. Sunil Kant Munjal (DIN: 00003902) and Mr. Vimal Bhandari (DIN: 00001318), on completion of their 2<sup>nd</sup> tenure as Non Executive Independent Directors of the Company on 16<sup>th</sup> July 2024 had ceased to be the Independent Directors of the Company w.e.f. 16<sup>th</sup> July 2024.
- 5 Ms. Ramni Nirula (DIN: 00015330), on completion of her 2<sup>nd</sup> term as an Independent Director of the Company, ceased to be Independent Director w.e.f. close of business hours of 2<sup>nd</sup> February 2025.

# It excludes Private Limited Companies, Foreign Companies, Companies registered under Section 8 and Dormant Companies under the Companies Act, 2013.

@ This includes only Memberships/Chairmanships of Audit Committee and Stakeholders Relationship Committee in all public limited companies (listed or unlisted).

#### Details of Directorships in other listed Companies and category of Directorship:

- Mr. Pradeep Dinodia - Shriram Pistons and Rings Limited, Hero MotoCorp Limited Hero Fincorp Limited (NE-NID in all Companies)
- Mr. Pranam Wahi - Axis Bank Limited (NE-I-D)
- Ms. Seema Bahuguna - PTC India Financial Services Limited (NE-I-D)
- Dr. Simrit Kaur - Indraprastha Gas Limited (NE-I-D)
- Mr. Vipin Sondhi - Blue Star Limited and Triveni Turbine Limited (NE-I-D in both Companies)
- Mr. Tejpreet Singh Chopra - Eicher Motors Limited, Tube Investments of India Limited, Indian Energy Exchange Limited and Indraprastha Medical Corporation Limited (NE-I-D in all Companies)

As on 31<sup>st</sup> March 2025, the ratio between Executive and Non-Executive Directors was 5:9; and 50% of the Board comprised of Independent Directors.

#### Inter-se relationship amongst Directors

Mr. Ajay S. Shriram, Mr. Vikram S. Shriram and Mr. Ajit S. Shriram are brothers and are related to each other. Further, Mr. Aditya A. Shriram is son of Mr. Ajay S. Shriram. Apart from the above, none of the Directors are related to each other.

#### Number of shares or convertible instruments held by Non-Executive Directors

As on 31<sup>st</sup> March 2025, none of the Non-Executive Directors held any equity shares in the Company, except the following:

| Name of the Director | No. of Equity Shares held | % age of Share holding |
|----------------------|---------------------------|------------------------|
| Mr. Pradeep Dinodia  | 29,270                    | 0.02                   |
| Mr. Vipin Sondhi     | 10,064                    | 0.01                   |

Further, there are no Convertible Instruments issued by the Company.

#### Familiarization Programmes imparted to Independent Directors

The details of Familiarization Programmes imparted to Independent Directors are available on the Company's website at the following web link:

<https://www.dcmshriram.com/docs/files/Details%20of%20Familiarization%20Programme%20for%20Independent%20Directors.pdf>

#### Directors & Officers Liability Insurance Policy

In compliance with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations), the Company has a Directors & Officers Liability Insurance (D&O Insurance) Policy in place.

#### Chart of skills, expertise and competencies identified by the Board of Directors

The Board has identified the following skills, expertise and competencies required in the context of its businesses and sectors for it to function effectively:

- Industry-specific experience of chemicals, agri-rural, value-added
- Project planning, project financing, financial management, taxation and banking
- Business strategy, corporate restructuring, general management, administration
- Business operations planning, supply chain management, information technology
- Sustainability, environment, health, safety, human resource and succession planning
- Corporate affairs, legal & regulatory and arbitration.

The Directors possess the relevant skills, expertise and competencies stated out above, as under:

| Name of Director    | List of Core Skills/Expertise/Competencies possessed  |
|---------------------|---|
| Mr. Ajay S. Shriram | General Management, Strategy, HR and Operations of Sugar, Fertilizer & Agri Businesses and Chloro-Vinyl Business. |



| Name of Director                  | List of Core Skills/Expertise/Competencies possessed  |
|-----------------------------------|---|
| Mr. Vikram S. Shriram             | General Management, Strategy, Finance and Operations of Agri Businesses, Sugar, B2C, Chemical and Energy Businesses.  |
| Mr. Ajit S. Shriram               | General Management, Strategy, Finance, Digital Transformation and Operations of Agri Businesses, Sugar and Chloro-Vinyl Business.   |
| Mr. Aditya A. Shriram             | Strategy, Operations, Marketing, Procurement, General Management and Business Development.  |
| Mr. Pradeep Dinodia               | Corporate Affairs, Law, Accounting and Direct Taxation.   |
| Mr. Pravesh Sharma                | Food Security, Agriculture, Rural Finance, Rural Development and Natural Resources Management.  |
| Justice (Retd.)<br>Vikramajit Sen | Civil & Commercial Legal Matters and Arbitration.   |
| Mr. Pranam Wahi                   | Finance, Banking, Audit, Project Financing, Transaction Advisory & Strategy and General Management.   |
| Ms. Seema Bahuguna                | Corporate Governance, Human Resource Development, Management and Administration, Trade & Commerce, Promotion of Industry.   |
| Dr. Simrit Kaur                   | Economics and Public Policy, Research Data Analysis and Econometrics, Management and Governance, Agricultural and rural non-farm economy, Poverty and Food security, Climate change, Economic Role of State and Ownership, Competition and Firm Productivity. |
| Mr. Vipin Sondhi                  | Project Planning & Execution, Business Strategy, General Management, Human Resources & Succession Planning, Manufacturing and Technology.   |
| Mr. Tejpreet Singh Chopra         | Strategy, Technology (AI), Energy, Finance and Corporate Governance   |
| Mr. Rabinarayan Mishra            | Insurance, Management, Corporate Governance, ESG, Risk Management in Insurance, Marketing and Administration.   |
| Mr. Krishan Kumar Sharma          | Environment Health and Safety, Sustainability Reporting, Agrochemicals and Pharmaceutical Manufacturing.  |

### Confirmation regarding Independent Directors

The appointment of Independent Directors is in accordance with the provisions of the Companies Act, 2013 ('Act') read with Schedule IV of the Act and SEBI Listing Regulations. The Company has received declarations from the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, the Independent Directors have also confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties. They are expected to be Independent from management and to act as trustees of shareholders, this implies that they should actively participate in Board/Committee meetings, seek answers to questions, evaluate proposals from the perspective of small shareholders, review current information flow and suggest necessary changes wherever required. None of the Independent Directors resigned from the Company during the financial year 2024-25.

The Board Committees play a vital role in strengthening the Corporate Governance practices. In compliance with the statutory requirements of the Act and SEBI Listing Regulations, the Board Committees are set up under formal approval of the Board to carry out clear roles as defined in Terms of Reference of such Committees. The Board supervise the execution of responsibilities by the Committee. Minutes of the proceedings of all the Committee Meetings are circulated to the Board to take note of the same. The Board Committees may request special invitees to join the meeting, as appropriate. As on the date of this report, the Board has the following committees as mentioned hereunder:

### (C) Board Audit Committee

#### (i) Terms of reference

The role and terms of reference of Board Audit Committee covers the areas as mentioned under Regulation 18 of SEBI Listing Regulations and Section 177 of the Act read with rules made thereunder and any other matters, as may be delegated by the Board of Directors from time to time.

#### (ii) Composition

The Audit Committee was constituted in the year 1990. As on 31<sup>st</sup> March 2025, the Board Audit Committee comprised of three (3) Independent Directors and was headed by an Independent Director. During the financial year 2024-25, Four (4) meetings of Board Audit Committee were held. The Dates of the Meetings are: 6<sup>th</sup> May 2024, 23<sup>rd</sup> July 2024, 30<sup>th</sup> October 2024 and 18<sup>th</sup> January 2025. The details of the meetings held during the financial year 2024-25 and attendance of the members is detailed below:

| S. No. | Name of the Member                 | Designation in Committee | Attendance         |          |
|--------|------------------------------------|--------------------------|--------------------|----------|
|        |                                    |                          | Entitled to attend | Attended |
| 1.     | Mr. Vipin Sondhi <sup>1</sup>      | Chairman                 | 3                  | 3        |
| 2.     | Mr. Pravesh Sharma                 | Member                   | 4                  | 4        |
| 3.     | Mr. Pranam Wahi <sup>2</sup>       | Member                   | 3                  | 3        |
| 4.     | Ms. Ramni Nirula <sup>3</sup>      | Chairperson              | 4                  | 4        |
| 5.     | Mr. Pradeep Dinodia <sup>4</sup>   | Chairman                 | 1                  | 1        |
| 6.     | Mr. Sunil Kant Munjal <sup>5</sup> | Member                   | 1                  | 0        |

Notes:

1. Mr. Vipin Sondhi has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024 and as Chairman of the Committee w.e.f. 3<sup>rd</sup> February 2025.
2. Mr. Pranam Wahi has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.
3. Ms. Ramni Nirula had been designated as Chairperson of the Committee w.e.f. 16<sup>th</sup> July 2024 to 2<sup>nd</sup> February 2025 and ceased to be its Member and Chairperson w.e.f. 2<sup>nd</sup> February 2025.
4. Mr. Pradeep Dinodia had been appointed as Chairman of the Committee w.e.f. 9<sup>th</sup> August 2016 to 16<sup>th</sup> July 2024 and he ceased to be the Member & Chairman of the Committee w.e.f. 16<sup>th</sup> July 2024.
5. Mr. Sunil Kant Munjal ceased to be a Member of the Committee w.e.f. from 16<sup>th</sup> July 2024.

All the Managing Director(s), Group CFO, Head Internal Audit, Representatives of Internal Auditors and Statutory Auditors of the Company generally attends the meetings of Board Audit Committee.

Mr. Deepak Gupta is the Secretary to the Committee.

#### (D) Nomination, Remuneration and Compensation Committee

##### (i) Terms of reference

The role and terms of reference of Nomination, Remuneration and Compensation Committee (NRCC) covers areas mentioned under Regulation 19 of SEBI Listing Regulations and Section 178 of the Companies Act, 2013 read with rules made thereunder and any other matters, as may be delegated by the Board of Directors from time to time.

##### (ii) Composition

As on 31<sup>st</sup> March 2025, the NRCC comprised of Four (4) members, including Three (3) Independent Directors, besides the Chairman & Senior Managing Director of the Company. The Committee is headed by an Independent Director. During the financial year 2024-25, Two (2) meetings of NRCC were held. The Dates of the Meetings are: 6<sup>th</sup> May 2024 and 18<sup>th</sup> January 2025. The details of the meetings held during the financial year 2024-25 and attendance of the members is detailed below:

| S. No. | Name of the Member                 | Designation in Committee | Attendance         |          |
|--------|------------------------------------|--------------------------|--------------------|----------|
|        |                                    |                          | Entitled to attend | Attended |
| 1.     | Mr. Pravesh Sharma <sup>1</sup>    | Chairman                 | 1                  | 1        |
| 2.     | Mr. Ajay S. Shriram                | Member                   | 2                  | 2        |
| 3.     | Mr. Pranam Wahi <sup>2</sup>       | Member                   | 1                  | 1        |
| 4.     | Mr. Vipin Sondhi <sup>3</sup>      | Member                   | 1                  | 1        |
| 5.     | Mr. Pradeep Dinodia <sup>4</sup>   | Chairman                 | 1                  | 1        |
| 6.     | Mr. Vimal Bhandari <sup>5</sup>    | Member                   | 1                  | 1        |
| 7.     | Mr. Sunil Kant Munjal <sup>6</sup> | Member                   | 1                  | 0        |

Notes:

1. Mr. Pravesh Sharma has been appointed as a Member & Chairman of the Committee w.e.f. 16<sup>th</sup> July 2024.
2. Mr. Pranam Wahi has been appointed as a Member of the Committee w.e.f. from 16<sup>th</sup> July 2024.
3. Mr. Vipin Sondhi has been appointed as a Member of the Committee w.e.f. from 16<sup>th</sup> July 2024.
4. Mr. Pradeep Dinodia had been appointed as the Chairman of the Committee w.e.f. 9<sup>th</sup> August 2016 and ceased as the Chairman & Member of the Committee w.e.f. 16<sup>th</sup> July 2024.
5. Mr. Vimal Bhandari ceased to be a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.
6. Mr. Sunil Kant Munjal ceased to be a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.

Mr. Deepak Gupta is the Secretary to the Committee.

### (iii) Performance Evaluation Criteria

The Nomination, Remuneration and Compensation Committee (NRCC) has approved the following criteria for evaluation of performance of Directors (including Independent Directors):

|  |
|--|
| • Fulfillment of responsibilities as a director as per the Act, SEBI Listing Regulations and applicable Company policies and practices;  |
| • In case of the concerned director being Independent Director, Executive Director, Chairperson of the Board or Chairperson or member of the Committees, with reference to such status and role; |
| • In case of Independent Directors, fulfillment of the independence criteria as specified under applicable Regulations, Act and their independence from the management;                          |
| • Board and/or Committee meetings attended; and  |
| • General meetings attended  |

Accordingly, the Board of Directors has made formal annual evaluation of its own performance and that of its Committees and Individual Directors (including Independent Directors) in accordance with the manner specified by the Nomination and Remuneration Committee of Directors. Pursuant to the provisions of Schedule IV to the Act and Regulation 25 of the SEBI Listing Regulations, a separate meeting of the Independent Directors of the Company was held on 18<sup>th</sup> January 2025. The Independent Directors reviewed the performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of Executive Directors and Non-Executive Directors of the Company. The Chairman of the Meeting of the Independent Directors apprised the Board about the evaluation carried out by them and that the Independent Directors were satisfied in this regard.

### (iv) Remuneration of Directors

(a) During the financial year 2024-25, there was no material pecuniary relationship or transaction between the Company and any of its Non Executive Directors which is required to be disclosed.

(b) Criteria of making payments to Non Executive Directors is as per the Remuneration Policy of the Company, which is available on the Company's website at <https://www.dcmshriram.com/investors/>

### (v) Details of remuneration to Directors for the financial year 2024-25

(a) **Non-Executive Directors:** The details of remuneration paid/payable to Non-Executive Directors during the financial year by way of commission and sitting fees for attending meetings of Board/Committees are as under:

| Amount (Rs. in Lakhs)          |             |            |       |
|--------------------------------|-------------|------------|-------|
| Name of the Director           | Sitting Fee | Commission | Total |
| Mr. Pradeep Dinodia            | 18.00       | 71.33      | 89.33 |
| Mr. Pranam Wahi                | 9.00        | 37.96      | 46.96 |
| Ms. Seema Bahuguna             | 5.00        | 28.96      | 33.96 |
| Dr. Simrit Kaur                | 5.00        | 28.96      | 33.96 |
| Mr. Vipin Sondhi               | 8.00        | 39.04      | 47.04 |
| Mr. Tejpreet Singh Chopra      | 2.00        | 9.71       | 11.71 |
| Mr. Sunil Kant Munjal          | NIL         | 7.29       | 7.29  |
| Mr. Vimal Bhandari             | 3.00        | 14.04      | 17.04 |
| Ms. Ramni Nirula               | 8.00        | 49.67      | 57.67 |
| Mr. Pravesh Sharma             | 20.00       | 70.00      | 90.00 |
| Justice (Retd.) Vikramajit Sen | 7.00        | 40.75      | 47.75 |
| Mr. Rabinarayan Mishra*        | 6.00        | 38.50*     | 44.50 |

\* Paid to LIC of India, being nominee of LIC

### (b) Managing/Whole-Time Directors

Amount (Rs. in Lakhs)

| Name of the Director     | Salary | PF/Superannuation /NPS contribution incl. interest | Allowances/ Perquisites/ Others | Commission | Stock Options | Total   |
|--------------------------|--------|--|---------------------------------|------------|---------------|---------|
| Mr. Ajay S. Shriram      | 438.60 | 150.17   | 198.81                          | 850.00     | Nil           | 1637.58 |
| Mr. Vikram S. Shriram    | 435.00 | 148.81   | 218.02                          | 845.00     | Nil           | 1646.83 |
| Mr. Ajit S. Shriram      | 379.80 | 128.67   | 157.28                          | 830.00     | Nil           | 1495.75 |
| Mr. Aditya A. Shriram    | 114.00 | 35.86  | 98.62                           | 75.00      | Nil           | 323.48  |
| Mr. Krishan Kumar Sharma | 59.10  | 7.09   | 64.53                           | 20.00      | Nil           | 150.72  |

Notes:

1. No sitting fee has been paid to the Managing / Whole-time Directors.
2. Provision for incremental gratuity and earned leave for the current year has not been considered, since the provision is based on actuarial basis for the Company as a whole.
3. Notice period for termination of appointment of Managing/Whole-time Directors is six/three calendar months respectively, on either side, and service period of Managing / Whole-time Directors is as approved by the Members from time to time.
4. In the event of termination of appointment of Managing Director, compensation will be in accordance with the provisions of the Act and rules made thereunder or any statutory amendment or re-enactment thereof.
5. The commission is paid to Managing / Whole-time Directors as approved by the Board of Directors within the prescribed limit. The criteria for payment of commission are considered and reviewed by the Nomination, Remuneration and Compensation Committee and then recommended to the Board of Directors for approval.

**(vi) Particulars of Senior Management Personnel**

Particulars of Senior Management Personnel (SMP) (including changes therein) as on 31<sup>st</sup> March 2025, are as under:

| Sl. no. | Name                      | Designation   |
|---------|---------------------------|---|
| 1.      | Mr. Roshan Lal Tamak      | Executive Director and CEO Sugar Business   |
| 2.      | Dr. Paresb Verma          | Executive Director and Chief Executive - Bioseed SE Asia and Research Director – BRI  |
| 3.      | Mr. Vinoo Mehta           | Executive Director and Resident Head Kota   |
| 4.      | Mr. Sanjay Chhabra        | Executive Director and Business Head - Shriram Farm Solutions                         |
| 5.      | Mr. Saket Jain            | Executive Director and Business Head - Fenesta Building System                        |
| 6.      | Mr. Sreekanth Chundi      | Executive Director and Business Head - Shriram Bioseed Genetics                       |
| 7.      | Mr. Sabaleel Nandy        | Executive Director and CEO – Chemicals  |
| 8.      | Mr. Amit Agarwal          | Executive Director and Group CFO  |
| 9.      | Mr. Sandeep Girotra       | Executive Director and Group CHRO   |
| 10.     | Mr. Ankush Kaura          | Executive Director and CIO  |
| 11.     | Mr. Anoop Singh           | President - Special Projects  |
| 12.     | Mr. Sridhar Kumar Namburi | President and Head - Internal Audit and Risk Management                               |
| 13.     | Ms. Aman Pannu            | Vice President - Corporate Communications and CSR, President - DCM Shriram Foundation |
| 14.     | Mr. Bineet Kumar Khurana  | Vice President and Head Legal   |
| 15.     | Mr. Deepak Gupta          | Vice President - Corporate Law and Company Secretary                                  |

Notes:

- Mr. K.K. Kaul, Senior ED and Sector Anchor for Bioseed Business has superannuated from the services of the Company w.e.f., 30<sup>th</sup> April 2024.
- Mr. Sameet Gambhir, Company Secretary & Compliance Officer has disassociated from the Company w.e.f., 21<sup>st</sup> May, 2024
- Mr. Deepak Gupta has been appointed as Company Secretary & Compliance Officer of the Company w.e.f., 18<sup>th</sup> January 2025.
- Mr. Anoop Singh, President – Special Projects in the Company, has been designated as SMP of the Company, w.e.f., 18<sup>th</sup> January 2025.
- Ms. Swati Patil Lahiri, on her appointment as Acting Company Secretary & Compliance Officer, was SMP w.e.f. 22<sup>nd</sup> May, 2024, and on her cessation as Acting Company Secretary & Compliance Officer of the Company w.e.f. 18<sup>th</sup> January, 2025, ceased to be SMP effective from the said date.

**(E) Stakeholders' Relationship Committee**

**(i) Terms of reference**

The role and terms of reference of Stakeholders Relationship Committee (SRC) covers areas mentioned under Regulation 20 of SEBI Listing Regulations read with schedule made thereunder and Section 178 of Act and rules made thereunder, inter-alia, including to consider and resolve the grievances of security holders of the Company i.e., shareholders, debenture holders and any other security holders and other matters as may be delegated by the Board of Directors from time to time.

**(ii) Composition**

As on 31<sup>st</sup> March 2025, the Stakeholders Relationship Committee comprised of Five (5) Directors, including One (1) Independent Director, One (1) Non Executive Non Independent Director and Three (3) Managing Directors of the Company. The Committee is headed by Mr. Pradeep Dinodia. During the financial year 2024-25, Ten (10) meetings of SRC were held. The Dates of the Meetings are: 9<sup>th</sup> April 2024, 12<sup>th</sup> June 2024, 9<sup>th</sup> July 2024, 14<sup>th</sup> August 2024, 13<sup>th</sup> September 2024, 30<sup>th</sup> October 2024, 9<sup>th</sup> December 2024, 23<sup>rd</sup> January 2025, 20<sup>th</sup> February 2025 and 18<sup>th</sup> March 2025. The details of the meetings held during the financial year 2024-25 and attendance of the members is detailed below:



| S. No. | Name of the Member              | Designation in Committee | Attendance         |          |
|--------|---------------------------------|--------------------------|--------------------|----------|
|        |                                 |                          | Entitled to attend | Attended |
| 1      | Mr. Pradeep Dinodia             | Chairman                 | 10                 | 10       |
| 2      | Mr. Pravesh Sharma <sup>1</sup> | Member                   | 7                  | 7        |
| 3      | Mr. Ajay S. Shriram             | Member                   | 10                 | 8        |
| 4      | Mr. Vikram S. Shriram           | Member                   | 10                 | 10       |
| 5      | Mr. Ajit S. Shriram             | Member                   | 10                 | 8        |

Notes:

1. Mr. Pravesh Sharma has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.

Mr. Deepak Gupta, Vice President-Corporate Law and Company Secretary, is the Compliance Officer of the Company.

**(iii) Status of Shareholders' Complaints during the FY 2024-25**

During the financial year 2024-25, 25 Shareholders' complaints were received and all of which were resolved to the satisfaction of the respective shareholders. As on 31<sup>st</sup> March 2025, there were no pending investor complaints.

**(F) Risk Management Committee**

**(i) Terms of reference in brief**

The role and terms of reference of Risk Management Committee (RMC) covers areas mentioned under Regulation 21 of SEBI Listing Regulations as applicable from time to time, or may be delegated by

the Board of Directors from time to time.

**Composition**

As on 31<sup>st</sup> March 2025, the Committee comprised of Three (3) members, including One (1) Whole-time Director, One (1) Independent Director and One (1) Senior Managerial Personnel. During the financial year 2024-25, Two (2) meetings of RMC were held. The Dates of the Meetings are: 3<sup>rd</sup> June 2024 and 15<sup>th</sup> October 2024. The details of the meetings held during the financial year 2024-25 and attendance of the members is detailed below:

| S. No. | Name of the Member              | Designation in Committee | Attendance         |          |
|--------|---------------------------------|--------------------------|--------------------|----------|
|        |                                 |                          | Entitled to attend | Attended |
| 1      | Mr. Krishan Kumar Sharma        | Chairman                 | 2                  | 2        |
| 2      | Mr. Pranam Wahi <sup>1</sup>    | Member                   | 1                  | 1        |
| 3      | Mr. Roshan Lal Tamak            | Member                   | 2                  | 2        |
| 4      | Mr. Vimal Bhandari <sup>2</sup> | Member                   | 1                  | 1        |

Notes:

1. Mr. Pranam Wahi has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.

2. Mr. Vimal Bhandari ceased to be a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.

Mr. Deepak Gupta is the Secretary to the Committee.

**(G) Corporate Social Responsibility Committee**

**(i) Terms of reference in brief**

The role and terms of reference of Corporate Social Responsibility (CSR) Committee covers the scope prescribed under Section 135 of the Act and rules made thereunder, as amended from time to time, or may be delegated by the Board of Directors from time to time.

**(ii) Composition**

As on 31<sup>st</sup> March 2025, the CSR Committee comprised of Nine (9) members, including Four (4) Managing Directors, One (1) Nominee Director – LIC of India and Four (4) Independent Directors. During the financial year 2024-25, Two (2) meetings of CSR were held. The Dates of the Meetings are: 3<sup>rd</sup> May 2024 and 17<sup>th</sup> January 2025. The details of the meetings held during the financial year 2024-25 and attendance of the members is detailed below:

| S. No. | Name of the Member    | Designation in Committee | Attendance         |          |
|--------|-----------------------|--------------------------|--------------------|----------|
|        |                       |                          | Entitled to attend | Attended |
| 1      | Mr. Ajay S. Shriram   | Chairman                 | 2                  | 2        |
| 2      | Mr. Vikram S. Shriram | Member                   | 2                  | 0        |
| 3      | Mr. Ajit S. Shriram   | Member                   | 2                  | 2        |

| S. No. | Name of the Member                  | Designation in Committee | Attendance         |          |
|--------|-------------------------------------|--------------------------|--------------------|----------|
|        |                                     |                          | Entitled to attend | Attended |
| 4      | Justice (Retd.) Vikramajit Sen      | Member                   | 2                  | 2        |
| 5      | Mr. Pravesh Sharma                  | Member                   | 2                  | 2        |
| 6      | Mr. Rabinarayan Mishra <sup>1</sup> | Member                   | 1                  | 1        |
| 7      | Ms. Seema Bahuguna <sup>2</sup>     | Member                   | 1                  | 1        |
| 8      | Dr. Simrit Kaur <sup>3</sup>        | Member                   | 1                  | 1        |
| 9      | Mr. Aditya A. Shriram <sup>4</sup>  | Member                   | NA                 | NA       |
| 10     | Mr. Sunil Kant Munjal <sup>5</sup>  | Member                   | 1                  | 0        |

Notes:

1. Mr. Rabinarayan Mishra has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.
2. Ms. Seema Bahuguna has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.
3. Dr. Simrit Kaur has been appointed as a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.
4. Mr. Aditya A. Shriram has been appointed as a Member of the Committee w.e.f. 18<sup>th</sup> January 2025.
5. Mr. Sunil Kant Munjal ceased to be a Member of the Committee w.e.f. 16<sup>th</sup> July 2024.

Mr. Deepak Gupta is the Secretary to the Committee.

#### (H) Board Finance Committee

##### (i) Terms of Reference in brief

The Board Finance Committee looks after various banking and finance related functions of the Company, as delegated by the Board from time to time.

##### (ii) Composition

As on 31<sup>st</sup> March 2025, the Board Finance Committee comprises of

Three (3) members, who are the Managing Directors of the Company. During the financial year 2024-25, Eleven (11) times were held. The Dates of the Meetings are: 22<sup>nd</sup> April 2024, 29<sup>th</sup> April 2024, 7<sup>th</sup> May 2024, 12<sup>th</sup> June 2024, 26<sup>th</sup> July 2024, 22<sup>nd</sup> August 2024, 30<sup>th</sup> September 2024, 30<sup>th</sup> October 2024, 5<sup>th</sup> December 2024, 18<sup>th</sup> January 2025 and 4<sup>th</sup> February 2025. The details of the meetings held during the financial year 2024-25 and attendance of the members is detailed below:

| S. No. | Name of the Member    | Designation in Committee | Attendance         |          |
|--------|-----------------------|--------------------------|--------------------|----------|
|        |                       |                          | Entitled to attend | Attended |
| 1      | Mr. Ajay S. Shriram   | Chairman                 | 11                 | 10       |
| 2      | Mr. Vikram S. Shriram | Member                   | 11                 | 11       |
| 3      | Mr. Ajit S. Shriram   | Member                   | 11                 | 11       |

#### Reorganisation Committee

##### (i) Terms of Reference in brief

The Board of Directors of the Company had constituted Reorganising Committee. The Committee has been formed to evaluate various options of restructuring/reorganisation and perform functions, as delegated by the Board from time to time.

##### (ii) Composition

As on 31<sup>st</sup> March 2025, the Reorganising Committee comprises of Seven (7) members, including Four (4) Managing Directors, Two (2) Independent Directors and Executive Director & Group CFO of the Company. During the financial year 2024-25, One (1) meeting was held on 4<sup>th</sup> March 2025. The details of the meeting held during the financial year 2024-25 and attendance of the members is detailed below:

| S. No. | Name of the Member    | Designation in Committee | Attendance         |          |
|--------|-----------------------|--------------------------|--------------------|----------|
|        |                       |                          | Entitled to attend | Attended |
| 1      | Mr. Ajay S. Shriram   | Chairman                 | 1                  | 1        |
| 2      | Mr. Vikram S. Shriram | Member                   | 1                  | 1        |
| 3      | Mr. Ajit S. Shriram   | Member                   | 1                  | 1        |
| 4      | Mr. Aditya A. Shriram | Member                   | 1                  | 1        |
| 5      | Mr. Pradeep Dinodia   | Member                   | 1                  | 1        |
| 6      | Mr. Pravesh Sharma    | Member                   | 1                  | 1        |
| 7      | Mr. Amit Agarwal      | Member                   | 1                  | 1        |

## (I) General Body Meetings

The date and time of Annual General Meetings (AGM) held during last three years are as follows:

| Financial Year | Date & Time of AGM                       | Location/Mode   |
|----------------|--|---|
| 2023-24        | 16 <sup>th</sup> July 2024 at 10:30 A.M. | Meetings held through Video Conferencing/Other Audio-Visual Means Facility<br>Deemed Venue: Registered Office |
| 2022-23        | 25 <sup>th</sup> July 2023 at 10:30 A.M. |   |
| 2021-22        | 19 <sup>th</sup> July 2022 at 12 Noon    |   |

The details of Special Resolutions passed in the last three (3) AGMs are as under:

### AGM 2024

- Approval for appointment of Mr. Pradeep Dinodia (DIN:00027995) as a Non Executive Non Independent Director of the Company, liable to retire by rotation.
- Approval for appointment of Mr. Pranam Wahi (DIN:00031914) as an Independent Director of the Company for a period of five consecutive years w.e.f. 16<sup>th</sup> July 2024 to 15<sup>th</sup> July 2029.
- Approval for appointment of Ms. Seema Bahuguna (DIN:09527493) as an Independent Director of the Company for a period of five consecutive years w.e.f. 16<sup>th</sup> July 2024 to 15<sup>th</sup> July 2029.
- Approval for appointment of Dr. Simrit Kaur (DIN:10628625) as an Independent Director of the Company for a period of five consecutive years w.e.f. 16<sup>th</sup> July 2024 to 15<sup>th</sup> July 2029.
- Approval for appointment of Mr. Vipin Sondhi (DIN:00327400) as an Independent Director of the Company for a period of five consecutive years w.e.f. 16<sup>th</sup> July 2024 to 15<sup>th</sup> July 2029.

### AGM 2023

- Approval for re-appointment of Mr. Ajay S. Shriram (DIN:00027137) as Chairman and Senior Managing Director of the Company, for a period of five years w.e.f. 1<sup>st</sup> November 2023.
- Approval for re-appointment of Mr. Vikram S. Shriram (DIN:00027187) as Vice Chairman and Managing Director of the Company, for a period of five years w.e.f. 1<sup>st</sup> November 2023.
- Approval for appointment of Mr. Aditya A. Shriram (DIN: 10157483) as Deputy Managing Director of the Company, for a period of five years w.e.f. 2<sup>nd</sup> July 2023.

### AGM 2022

- Approval for re-appointment of Mr. K.K. Sharma (DIN:07951296) as Whole Time Director - EHS of the Company, for a period of five years w.e.f. 20<sup>th</sup> November 2022.

### RESOLUTION PASSED THROUGH POSTAL BALLOT

During the financial year 2024-25, below resolution was passed through Postal Ballot:

| Type of Resolution | Subject of the Resolution  | Date of passing of Resolution by Members | Votes cast in favour (%) |
|--------------------|--|--|--------------------------|
| Special Resolution | Appointment of Mr. Tejpreet Singh Chopra (DIN: 00317683) as an Independent Director of the Company for a period of five consecutive years w.e.f., 18 <sup>th</sup> January 2025. | 16 <sup>th</sup> March 2025              | 99.63                    |

In conformity with the applicable provisions of the Act and the Rules made thereunder read with the applicable General Circulars issued by the Ministry of Corporate Affairs, the Company had provided remote e-voting facility to its members to enable them to cast their vote electronically only instead of submitting the Postal Ballot Form physically. The Postal Ballot Notice was dispatched through electronic mode only to those members whose e-mail addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent. The Company had engaged National Securities Depository Limited (NSDL) as the e-voting agency for the said postal ballot process.

Further, the Company had appointed Mr. Kapil Dev Taneja or failing him Mr. Neeraj Arora, Partners at M/s Sanjay Grover & Associates, Practicing Company Secretaries, as the Scrutinizers for conducting the said postal ballot processes in a fair and transparent manner. After completion of remote e-voting period results of the aforesaid postal ballot was

announced and is available on the website of the Company viz. <https://www.dcmshriram.com/investors/>

In addition to the above, no special resolution is proposed to be passed through postal ballot as on date.

### (J) Means of communication

The Company interacts with its investors and stakeholders through multiple forms of corporate and financial communications, such as annual reports, result announcements press releases and presentations. The Quarterly / Half Yearly / Annual Financial Results are usually published in English and Hindi daily newspapers, viz., Business Standard/Financial Express/Jansatta. These results are also made available on the website of the Company <https://www.dcmshriram.com/investors/> and are also promptly furnished to the Stock Exchanges for display on their respective websites. The Company also has an active presence on social media.

The Company's website also displays official news/press releases and presentations made to the Institutional Investors/Analysts. The Company has also interacted with analysts and investors during the year under review through VC, conference calls etc., with prior intimation to the stock exchanges. The recordings and transcripts of quarterly calls with Institutional Investors/Analysts are displayed on the Company's website. Further, the Company also sends letters, emails, SMSs to the members as required from time to time. The Company has a dedicated e-mail ID viz. [shares@dcmsriram.com](mailto:shares@dcmsriram.com) to service the investors.

#### (K) General Shareholders Information

- (i) The next 36<sup>th</sup> Annual General Meeting (AGM) is proposed to be held on Tuesday, 12<sup>th</sup> August, 2025, through video conferencing and other audio-visual means.

- (ii) **Financial Year:** 1<sup>st</sup> April to 31<sup>st</sup> March.

- (iii) **Dividend for the Financial Year 2024-25:**

For the financial year 2024-25, the Company has declared Interim Dividend, 2<sup>nd</sup> Interim Dividend and recommended Final Dividend, subject to approval of the members at the ensuing AGM, details of which are as under:

| Sl. no. | Particulars                      | Amount paid per equity share of face value of Rs.2/- each (Rs.) | Date of declaration              | Date of Payment       |
|---------|----------------------------------|---|----------------------------------|-----------------------|
| 1.      | Interim Dividend                 | 2.00  | 30-Oct-24                        | 26.11.2024            |
| 2.      | 2 <sup>nd</sup> Interim Dividend | 3.60  | 18-Jan-25                        | 11.02.2025            |
| 3.      | Final Dividend*                  | 3.40  | 12-Aug-25 (36 <sup>th</sup> AGM) | Within 30 days of AGM |

\*The Final Dividend, if declared in the ensuing AGM, will be paid within 30 days of the date of declaration to those members whose names appear in the Register of Members on the record date.

- (iv) **Listing of Equity Shares and Stock Codes**

The names of Stock Exchanges at which the Company's Shares are listed, symbol/scrip code and status of payment of listing fees are as under:

| Name and Address of the Stock Exchange  | Scrip Symbol/ Code | Status of Annual Listing Fees |
|---|--------------------|-------------------------------|
| <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051 | DCMSHRIRAM         | Paid                          |
| <b>BSE Limited</b><br>Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001  | 523367             | Paid                          |

ISIN of Equity Shares of face value of Rs. 2/- each - INE499A01024

- (v) **Listing of Commercial Papers**

During the financial year ended 31<sup>st</sup> March 2025, the Company has listed the following Commercial Papers issued by it, in accordance with the SEBI Circulars issued from time to time:

| Sl. No: | Date of Issue | Amounts (Rs. in crore) | ISIN         | Maturity Date |
|---------|---------------|------------------------|--------------|---------------|
| 1       | 29-Apr-24     | 50                     | INE499A14CW9 | 25-Jun-24     |
| 2       | 29-Apr-24     | 50                     | INE499A14CX7 | 29-Jul-24     |
| 3       | 13-Jun-24     | 100                    | INE499A14CY5 | 11-Sep-24     |

The said Commercial Papers had been redeemed on their respective maturity dates.

- (vi) **Registrar and Share Transfer Agent (RTA):** All the work relating to the shares held in certificate form as well as in the electronic (demat) form is being done by MCS Share Transfer Agent Limited, whose details are given below:

MCS Share Transfer Agent Limited  
179-180, DSIDC Shed, 3<sup>rd</sup> Floor,  
Okhla Industrial Area, Phase - I,  
New Delhi - 110020

Tel. Nos.: 011-4140 6149 - 51

E-mail: [helpdeskdelhi@mcsregistrars.com](mailto:helpdeskdelhi@mcsregistrars.com)

- (vii) **Share Transfer System:** SEBI has mandated that securities of listed companies can be transferred/traded only in dematerialised form. Further, SEBI vide its circulars/notifications, mandated that all service requests for issue of duplicate certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, subdivision/ splitting/ consolidation of certificate, transmission and transposition be also processed in dematerialised form only. On receipt of any such request the Company/RTA will issue a "Letter of Confirmation", in the prescribed format.

In case of shares held in dematerialised form, the transfers are processed by National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) through the respective Depository Participants.

- (viii) **Distribution of Shareholding as on 31<sup>st</sup> March 2025**

| No. of Shares  |        | Shares              |                          | Shareholders  |                                |
|----------------|--------|---------------------|--------------------------|---------------|--------------------------------|
| From           | To     | Number              | % to total no. of Shares | Number        | % to total no. of Shareholders |
| 1              | 500    | 4418450             | 2.83                     | 57,737        | 93.60                          |
| 501            | 1000   | 1400822             | 0.90                     | 1,921         | 3.11                           |
| 1001           | 2000   | 1409704             | 0.90                     | 987           | 1.60                           |
| 2001           | 3000   | 875503              | 0.56                     | 353           | 0.57                           |
| 3001           | 4000   | 548280              | 0.35                     | 156           | 0.25                           |
| 4001           | 5000   | 415931              | 0.27                     | 91            | 0.15                           |
| 5001           | 10000  | 1341103             | 0.86                     | 188           | 0.30                           |
| 10001          | 50000  | 3546148             | 2.27                     | 175           | 0.28                           |
| 50001          | 100000 | 2118794             | 1.36                     | 29            | 0.05                           |
| 100001 & above |        | 139867561           | 89.69                    | 45            | 0.07                           |
| <b>Total</b>   |        | <b>15,59,42,296</b> | <b>100</b>               | <b>61,682</b> | <b>100</b>                     |



(ix) **Dematerialization of Equity Shares and liquidity**

As on 31<sup>st</sup> March 2025, 99.16% of the total eligible Equity Shares were in dematerialized form and the balance 0.84% shares were in physical form.

The Company's shares are actively traded on the stock exchanges.

(x) **Outstanding GDRs, ADRs or warrants or any convertible instruments, conversion date and likely impact on equity**

The Company has not issued any GDRs/ADRs/warrants or any convertible instruments, which are pending for conversion.

(xi) **Commodity price risk or foreign exchange risk and hedging activities including commodity hedging**

The Company's operations are mainly in India and therefore rupee denominated, except foreign currency denominated loans (Long Term and Short Term), imports of raw materials, fuels, consumables, stores & spares, plant & equipment and capital goods, export of finished goods and net investment in foreign subsidiaries. Further, we have board approved Risk Management Policy and these liabilities and assets are accordingly hedged against foreign currency fluctuations.

The Company procures raw materials and consumables like coal, salt, etc. and these are not hedged. However, the Company partially manages the associated commodity price risks through commercial negotiation with customers and suppliers.

(xii) **Plant Locations**

The Company's plants are located at Ajbapur, Rupapur, Hariawan, Loni (Uttar Pradesh), Bharuch (Gujarat), Kota, Bhiwadi (Rajasthan), Hyderabad (Telangana), Chennai (Tamil Nadu) and Bhubaneswar (Odisha).

(xiii) **Address for Correspondence**

For Share transfer/ dematerialization of shares/ payment of dividend and any other query relating to shares, the members may contact Company's RTA at the below address:

**MCS Share Transfer Agent Limited**

179-180, DSIDC Shed, 3<sup>rd</sup> Floor Okhla Industrial Area,

Phase-1 New Delhi - 110020

Telephone Nos.: 011 - 41406149-51

E-mail : [helpdeskdelhi@mcsregistrars.com](mailto:helpdeskdelhi@mcsregistrars.com)

For Investor Assistance, the Members may contact at below address:

**REGISTERED AND CORPORATE OFFICE**

Company Secretary

DCM Shriram Limited

2<sup>nd</sup> Floor, (West Wing)

Worldmark 1, Aerocity

New Delhi - 110037

Tel. No.: 011 - 4210 0200

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

**EXCLUSIVE E-MAIL FOR INVESTOR COMPLAINTS:** The dedicated email ID for investors is [shares@dcmshriram.com](mailto:shares@dcmshriram.com)

Note: Members holding shares in electronic mode should kindly address all their correspondence to their respective Depository Participants.

**SMART ODR PORTAL**

SEBI, has introduced a common Online Dispute Resolution Portal ("ODR Portal"), which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. The ODR Portal allows investors with additional mechanism to resolve their grievances, in case they are not satisfied with the resolution provided by the Company/RTA and/or through SCORES Platform of SEBI at any stage. Web-link to access the said portal is <https://smartodr.in/login> The SEBI Circular as amended is also available on the website of the Company i.e., <https://www.dcmshriram.com/investors/>

(xiv) **List of all Credit Ratings obtained**

| Sl. No. | Particulars        | Rating                          |
|---------|--------------------|---------------------------------|
| 1.      | Commercial Paper*# | (ICRA/CRISIL) A1 +; reaffirmed  |
| 2.      | Short Term*        | (ICRA) A1 +; reaffirmed         |
| 3.      | Long Term*         | (ICRA) AA+ (Stable); reaffirmed |
| 4.      | Fixed Deposit*     | (ICRA) AA+ (Stable); reaffirmed |

\* ICRA Ltd. has re-affirmed the credit rating on bank facilities (Long Term & Short Term), commercial paper programme and fixed deposit programme of the Company vide its letter dated 30<sup>th</sup> August 2024.

# CRISIL Ratings Ltd. has re-affirmed credit rating on Commercial paper programme of the Company dated vide its letter dated 23<sup>rd</sup> August 2024.

**(L) Other disclosures**

- There were no materially significant related party transactions during the year that had potential conflict with the interest of the Company at large.
- There were no instances of non-compliance by the Company, penalties, strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to the capital markets during the last three years, except as disclosed below: The Company has received an e-mail from BSE Limited on 28<sup>th</sup> June 2024 directing it to pay a fine of Rs.30,000/- plus applicable taxes for the late submission of Annual Secretarial Compliance Report (ASCR) under Regulation 24A of SEBI Listing Regulations for the year ended 31<sup>st</sup> March 2024 in XBRL mode. The ASCR was duly filed in both PDF and XBRL formats with NSE and BSE Limited on 21<sup>st</sup> May 2024, within the prescribed timelines, however the XBRL submission on BSE Limited was unsuccessful due to a technical glitch. The compliance has been subsequently made good by the Company. The aforementioned fine has also been paid to BSE Limited.

- (iii) The Company has established a Vigil Mechanism/Whistle Blower Policy as per the requirement of the SEBI Listing Regulations, 2015 and the Companies Act, 2013. It is affirmed that no personnel were denied access to the Audit Committee.
- (iv) The Company is complying with all the mandatory requirements of SEBI Listing Regulations. The Company is also complying with the following non-mandatory requirements:
- Shareholder's Rights: The quarterly, half-yearly and annual financial results of the Company are posted on the Company's website and extracts of these results in the prescribed format are published in the newspapers. The Annual Report of the Company are also sent to Members of the Company;
  - Modified opinion(s) in Audit Report: The Company is in the regime of unqualified financial statements. Auditors have not raised any qualification on the financial statements (both standalone and consolidated) of the Company for the financial year ended 31<sup>st</sup> March 2025; and
  - Reporting of Internal Auditor: The Internal Auditors of the Company administratively reports to Joint Managing Director. However, Internal Audit Reports are placed before the Audit Committee.
- (v) The Company has formulated a Policy for determining 'Material' Subsidiaries, which is also available on the Company's website at: <https://www.dcmshriram.com/investors/>
- As on 31<sup>st</sup> March 2025, basis the above policy, there was no "Material Subsidiary" of the Company.
- (vi) The Company has formulated a Policy on dealing with Related Party Transactions, which is also available on the Company's website at: <https://www.dcmshriram.com/investors>
- (vii) Details of utilization of funds raised through preferential allotment or qualified institutions placement, as specified under Regulation 32(7A) of SEBI Listing Regulations, 2015, was not applicable during the year under review.
- (viii) The Company has obtained a certificate from M/s Rohit Parmar & Associates, Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of companies by SEBI, Ministry of Corporate Affairs or any such statutory authority. Copy of the said certificate is enclosed to this report.
- (ix) There were no instances during the year under review, where the Board had not accepted any recommendation of any Committee of the Board.
- (x) Total fees for all services paid by the Company and its Subsidiaries to the Statutory Auditors and their network firms/entities (registered with ICAI as Chartered Accountant) during the year ended 31<sup>st</sup> March 2025, was Rs. 3.12 Crore.

- (xi) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the financial year 2024-25 is as under:

| Number of complaints filed during the financial year | Number of complaints disposed off during the financial year | Number of complaints pending as on end of the financial year |
|--|---|--|
| 1  | 1   | 0  |

- (xii) Details of loans and advances in the nature of loans to firms/companies in which directors are interested, are appearing at Note No. 31 of the Notes to Accounts forming part of the Standalone Financial Statements appearing in this Annual Report.
- (xiii) The Company is in compliance with Corporate Governance requirements as specified in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) read with sub-paras (2) to (10) of Schedule V of SEBI Listing Regulations.
- (xiv) In compliance with the provisions of SEBI Listing Regulations, the Board has laid down a Code of Conduct for all Board Members and Senior Management Team. A copy of the said Code of Conduct is available on the Company's website at <https://www.dcmshriram.com/investors/>

All Board Members and Senior Management Personnel have affirmed compliance of Code of Conduct as on 31<sup>st</sup> March 2025 and a declaration to that effect signed by Chairman & Senior Managing Director is appearing below:

**Declaration regarding compliance of Code of Conduct**

I, Ajay S. Shriram, Chairman & Senior Managing Director and CEO of DCM Shriram LTD. hereby declare that all Board Members and Senior Management Personnel have affirmed compliance of the Code of Conduct for the year ended 31<sup>st</sup> March 2025.

**(AJAY S. SHRIRAM)**  
**Chairman & Sr. Managing Director**  
**DIN : 00027137**

- (xv) A certificate from the statutory auditors regarding compliance of conditions of corporate governance is annexed with this report.
- (xvi) As on 31<sup>st</sup> March 2025, there are no shares lying in the demat suspense account/ unclaimed suspense account of the Company.
- (xvii) During the year under review, there were no disclosures under Clause 5A of paragraph A of Part A of Schedule III of SEBI Listing Regulations, 2015.

**Place : New Delhi**  
**Date : 5<sup>th</sup> May 2025**

**(AJAY S. SHRIRAM)**  
**Chairman & Sr. Managing Director**  
**DIN : 00027137**

### CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To  
The Members  
DCM Shriram Limited  
2<sup>nd</sup> Floor, (West Wing) Worldmark 1,  
Aerocity, New Delhi-110037

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of DCM Shriram Limited having CIN L74899DL1989PLC034923 and having registered office at the 2<sup>nd</sup> Floor, (West Wing) Worldmark 1, Aerocity, New Delhi-110037 (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 Clause 10(i) of SEBI (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) 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 for the financial year ending on March 31, 2025, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| S.No. | Name of Director                 | DIN      | Date of appointment in Company* |
|-------|----------------------------------|----------|---------------------------------|
| 1.    | Mr. Ajay Shridhar Shriram        | 00027137 | 24/07/1989                      |
| 2.    | Mr. Vikram Shridhar Shriram      | 00027187 | 22/05/1990                      |
| 3.    | Mr. Ajit Shridhar Shriram        | 00027918 | 02/05/2001                      |
| 4.    | Mr. Aditya Ajay Shriram          | 10157483 | 02/07/2023                      |
| 5.    | Mr. Pradeep Dinodia              | 00027995 | 18/07/1994                      |
| 6.    | Mr. Pravesh Sharma               | 02252345 | 09/08/2016                      |
| 7.    | Justice (Retired) Vikramajit Sen | 00866743 | 09/08/2016                      |
| 8.    | Mr. Pranam Wahi                  | 00031914 | 16/07/2024                      |
| 9.    | Ms. Seema Bahuguna               | 09527493 | 16/07/2024                      |
| 10.   | Ms. Simrit Kaur                  | 10628625 | 16/07/2024                      |
| 11.   | Mr. Vipin Sondhi                 | 00327400 | 16/07/2024                      |
| 12.   | Mr. Tejpreet Singh Chopra        | 00317683 | 18/01/2025                      |
| 13.   | Mr. Rabi Narayan Mishra          | 10377015 | 01/11/2023                      |
| 14.   | Mr. Krishan Kumar Sharma         | 07951296 | 20/11/2017                      |

\*The date of appointment is as per the MCA Portal.

Ensuring the eligibility of 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.

**For Rohit Parmar & Associates**  
**Company Secretaries**  
**Unique Code No.: S2021DE820800**  
Rohit Parmar  
ACS No.: A54442; COP No. 22137  
Peer Review no.: 2122/2022  
UDIN: A054442G000262089

Date: May 03, 2025  
Place: New Delhi

## INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

**To**

**The Members of DCM Shriram Limited**

**World Mark 1, 2<sup>nd</sup> Floor (West Wing)**

**Aerocity, New Delhi – 110037**

1. This certificate is issued in accordance with the terms of our engagement letter dated July 17, 2024 and addendum to audit engagement letter dated November 25, 2024.
2. We, Deloitte Haskins & Sells, Chartered Accountants, the Statutory Auditors of DCM Shriram Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2025, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

### **Managements' Responsibility**

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

### **Auditor's Responsibility**

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Opinion**

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations (as amended) during the year ended March 31, 2025.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency

**For Deloitte Haskins & Sells**

Chartered Accountants

(Firm's Registration No. 015125N)

**Vijay Agarwal**

(Partner)

(Membership No. 094468)

(UDIN:25094468BMMIYG2258)

Place: New Delhi

Date: May 05, 2025



# Independent Auditor's Report

## To The Members of DCM Shriram Limited

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

#### Opinion

We have audited the accompanying standalone financial statements of DCM Shriram Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, total comprehensive income, its cash flows and the changes in equity 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 ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

#### Key Audit Matters

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

| Sr. No. | Key Audit Matter   | Auditor's Response  |
|---------|--|---|
| 1.      | <p>Capitalisation of Property, Plant and Equipment (PPE) related to projects</p> <p>The Company had various projects under implementation at the chemical and sugar businesses. During the year, the Company has capitalised PPE related to certain projects that were ready for its intended use as determined by the management and has started commercial production.</p> <p>Inappropriate amount and timing of capitalization of the project could result in material misstatement of PPE with a consequent impact on depreciation charge and results for the year.</p> <p>We considered this to be a key audit matter due to significance of amount incurred on such items, judgement involved in determining the eligibility of costs; determining when the whole/partial project is ready for use as intended by the management and qualifies for capitalization as per the criteria set out in Ind AS 16 Property, Plant and Equipment.</p> <p>(Refer to the accompanying notes 1.3(a), 1.4(i), 2.1 and 23 forming integral part of the standalone financial statements)</p> | <p><b>Principal audit procedures performed:</b></p> <ul style="list-style-type: none"> <li>Our audit approach consisted evaluation of design and implementation of controls, and testing the operating effectiveness of controls related to capital expenditure and capitalization of assets.</li> <li>We assessed the appropriateness of the accounting policy for property, plant and equipment as per the relevant accounting standard.</li> <li>On a sample basis, we tested the source documentation to determine whether the cost incurred meets the criteria for capitalization as per Ind AS 16, appropriately classified and approved.</li> <li>We examined the useful life assessment made by the management based on their internal estimates and evaluation.</li> <li>We physically verified existence of property, plant and equipment on test check basis through sites visit.</li> <li>We obtained the supporting calculations of borrowing costs capitalized for qualifying assets as per Ind AS 23, verified the inputs to the calculation and tested the arithmetical accuracy.</li> <li>We obtained the commissioning certificate provided by the management and corroborated with underlying evidence to determine whether the asset is in the location and condition necessary for it to be capable of operating in the manner intended by the management.</li> <li>Ensured adequacy of disclosures in the standalone financial statements.</li> </ul> |

# Independent Auditor's Report

## Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report viz. Board's Report, Management discussion and analysis, Business Responsibility and Sustainability Reporting, Corporate Social Responsibility and Corporate Governance Report, but does not include the standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Board of Directors for the Standalone Financial Statements

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

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

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

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

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the

# Independent Auditor's Report

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 financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - 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 A". Our report expresses an unmodified opinion on the adequacy and operating

effectiveness of the Company's internal financial controls with reference to standalone financial statements.

- g) 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.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note 28(i) to the standalone financial statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on derivative contracts. The Company did not have any long-term contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. (a) The Management has represented that, to the best of its knowledge and belief, 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 person(s) or entity(ies), 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 Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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

# Independent Auditor's Report

any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (c) Based on the audit procedures performed 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 sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The final dividend proposed in the previous year, declared, and paid by the Company during the year is in accordance with section 123 of the Act, as applicable. The interim dividend declared and paid by the Company during the year and until the date of this report is in compliance with section 123 of the Act.  
  
As stated in note 51 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.
- vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year

ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. 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.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No.015125N)

**Vijay Agarwal**  
(Partner)  
(Membership No. 094468)  
UDIN: 25094468BMMIYK7494

Place: New Delhi  
Date: May 05, 2025



# Independent Auditor's Report

## ANNEXURE “A” TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

### 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 (“the Act”)

We have audited the internal financial controls with reference to standalone financial statements of DCM Shriram Limited (the “Company”) as at March 31, 2025, in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

### Management's and Board of Director's Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on “the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 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 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

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

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Deloitte Haskins & Sells**

Chartered Accountants

(Firm's Registration No.015125N)

**Vijay Agarwal**

(Partner)

(Membership No. 094468)

UDIN: 25094468BMMIYK7494

Place: New Delhi

Date: May 05, 2025

# Independent Auditor's Report

## Annexure B to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (I) (a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress, investment properties and relevant details of right-of-use assets.
- B. The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a program of verification of Property, Plant and Equipment and right-of-use assets so to cover all the items once every 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on the examination of the registered sale deed / transfer deed provided to us, we report that, the title deeds of all the immovable properties of land and buildings (except for in case where such immovable properties have been transferred pursuant to the scheme of amalgamation under section 391 to 394 of the Companies Act, 1956, the transfer is through the Order of the Hon'ble High Courts and where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment, investment properties and non-current assets held for sale are held in the name of the Company as at the balance sheet date, except in the case of an immovable property of the Company as listed below whose title deeds is under dispute:
- (d) The Company has not revalued any of its property, plant and equipment including Right of Use assets and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The inventories except for goods-in-transit, were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. Majority of the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories performed, when compared with the books of account.
- (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising stock statements, book debt statements and other stipulated financial information filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters (upto December 31, 2024). The Company is yet to submit the return/ statement for the quarter ended March 31, 2025 with the banks or financial institutions.

| Description of property   | As at March 31, 2025              | Held in the name of  | Whether promoter, director or their relative or employee | Period held                        | Reason for not being held in the name of the Company |
|---|-----------------------------------|--|--|------------------------------------|--|
|   | Gross carrying value (Rs. in Cr.) |  |  |                                    |  |
| Freehold land located at Plot No. 1, Phase-IV, I.P, Pashamylaram, Hyderabad admeasuring 20,378 sq mtr.    | 1.56                              | Andhra Pradesh Industrial Infrastructure Corporation Limited (now Telangana State Industrial Infrastructure Corporation [TSIIC]) | No   | (since 2009-10)                    | In dispute*  |
| Leasehold Land located at Munder Pargana -Pali, Tehsil-Sawaljpur, District-Hardoi admeasuring 28 hectares | 0.40 (WDV – Nil)                  | M/s Kitply Industries Limited  | No   | From November 22,2024 to till date | Renewal in progress                                  |

\*The Company has filed a writ petition before High Court of Telangana against cancellation of provisional allotment of the Land by TSIIC. The High Court has provided an interim stay against cancellation.

# Independent Auditor's Report

(iii) The Company has made investments in three companies and granted unsecured loans to three companies and other parties during the year, in respect of which:

(a) The Company has provided loans during the year and details of which are given below:

| Particulars   | Amount (Rs. in cr.) |
|---|---------------------|
| A. Aggregate amount of loan granted during the year:                        |                     |
| - Subsidiaries  | 7.31                |
| - Employee loans  | 29.26               |
| B. Balance outstanding as at balance sheet date in respect of above cases:* |                     |
| - Subsidiaries  | 5.30                |
| - Employee loans  | 48.68               |

\* The amounts reported are at gross amounts and no provisions made during the year.

The Company has not provided any guarantee or security to any other entity during the year.

- (b) The investments made and the terms and conditions of the grant of all the above-mentioned loans, during the year are, in our opinion, not prejudicial to the Company's interest.
- (c) In respect of the abovementioned loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.
- (d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) According to information and explanations given to us and based on the audit procedures performed, 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 during the year. Hence, reporting under clause (iii)(f) is not applicable.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees, and securities provided, as applicable.

(v) In our opinion the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended, with regard to the deposits accepted and amounts deemed to be deposits accepted. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013 in respect of its following products: Sugar, Cement, Fertilisers, Chemicals, Polyvinyl Chloride (PVC) resin, Unplasticized Polyvinyl Chloride (UPVC) doors and windows and electrical energy businesses. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (A) In respect of statutory dues:

Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Customs, duty of Excise, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of Customs, duty of Excise, cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

# Independent Auditor's Report

(B) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

| Name of Statute  | Nature of Dues        | Forum where the Dispute is Pending                      | Period to which the Amount Relates | Unpaid Amount (Rs. in Cr) # |
|--|-----------------------|---|------------------------------------|-----------------------------|
| Central Excise Act, 1944   | Excise Duty           | Customs, Excise and Service Tax Appellate Tribunal      | 2002-03, 2015-16 to 2017-18        | 3.32                        |
| Central Excise Act, 1944   | Excise Duty           | Appellate authority upto Commissioner level             | 2007-08, 2008-09, 2015-16          | 0.43                        |
| Finance Act, 1994  | Service Tax           | Customs, Excise and Service Tax Appellate Tribunal      | 2015-16                            | 0.04                        |
| Finance Act, 1994  | Service Tax           | Appellate authority upto Commissioner level             | 2016-17                            | 0.21                        |
| Sales Tax Laws   | Sales Tax             | Rajasthan Tax Board                                     | 2011-12                            | -                           |
| Customs Tax Act, 1962  | Customs Duty          | Customs, Excise and Service Tax Appellate Tribunal      | 2012-13                            | 9.20                        |
| CGST Act, 2017   | Good and Services Tax | Appellate Authority, Delhi                              | 2017-18                            | 0.25                        |
| CGST Act, 2017   | Good and services Tax | Appellate Authority, Andhra Pradesh                     | 2019-20                            | 0.01                        |
| CGST Act, 2017   | Good and Services Tax | Deputy Commissioner of State Tax (GST Appeals), Chennai | 2022-23                            | 0.04                        |
| CGST Act, 2017   | Good and Services Tax | Adjudicating Authority, Uttarakhand                     | 2018-19                            | 0.27                        |
| WBGST Act, 2017  | Good and Services Tax | Adjudicating Authority, West Bengal                     | 2019-20                            | 0.03 ^                      |
| WBGST Act, 2017  | Good and Services Tax | Assistant Commissioner, West Bengal                     | 2020-21                            | 0.05                        |
| CGST Act, 2017   | Good and Services Tax | Adjudicating Authority                                  | July 2017 to 2019-20               | 0.07                        |
| Uttar Pradesh Sheera Niyantran (Dwitya Sanshodhan) Adhiniyam, 2021 | Regulatory Fee        | Allahabad High Court                                    | 2020-21 to 2024-25                 | 3.51                        |
| TNGST Act 2017/ CGST Act, 2017                                     | Good and Services Tax | Adjudicating Authority, Chennai                         | 2020-21                            | 0.03                        |

The following matters have been decided in favour of the Company although departments have preferred appeal at higher levels:

| Name of Statute          | Nature of Dues | Forum where the Dispute is Pending                 | Period to which the Amount Relates | Unpaid Amount (Rs. in Cr) # |
|--------------------------|----------------|--|------------------------------------|-----------------------------|
| Central Excise Act, 1944 | Excise Duty    | High Court   | 2005-06, 2008-09                   | 3.41                        |
| Finance Act, 1994        | Service Tax    | Supreme Court                                      | 2008-09 to 2012-13                 | 31.66                       |
| Sales Tax Laws           | Sales Tax      | Supreme Court                                      | 2000-01, 2003-04                   | 16.75                       |
| Trade Tax                | Entry Tax      | High Court   | 2004-05 to 2006-07                 | 0.85                        |
| Customs Tax Act, 1962    | Customs Duty   | Customs, Excise and Service Tax Appellate Tribunal | 2020-21 to 2021-22                 | 0.36                        |

# Net of amount paid under protest amounting to Rs. 0.04 Cr, Rs. 0.48 Cr, Rs. 0.65 Cr, Rs. 0.05 Cr and Rs. 19.10 Cr relating to Excise Duty, Sales Tax, custom duty, Goods and Services Tax and Regulatory Fee respectively.

^ favourable order received on April 23, 2025 dropping the demand.



# Independent Auditor's Report

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associate.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year (and upto the date of this report).
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto March 2025.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company, subsidiary companies, associate companies or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 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. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- (b) The Group does not have more than one Core Investment Company (CIC) as part of the group.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

**For Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No.015125N)  
**Vijay Agarwal**  
(Partner)  
(Membership No. 094468)  
UDIN: 25094468BMMIYK7494

Place: New Delhi  
Date: May 05, 2025

# Standalone Balance Sheet

As At March 31, 2025

|  | Note  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|-------|---------------------------------------|---------------------------------------|
| <b>ASSETS</b>  |       |                                       |                                       |
| <b>Non-current assets</b>  |       |                                       |                                       |
| Property, plant and equipment (Including Right of use assets)                            | 2.1   | 6,295.60                              | 4,011.76                              |
| Capital work -in- progress   | 2.1.1 | 803.28                                | 2,593.34                              |
| Investment property  | 2.2   | 0.39                                  | 0.40                                  |
| Intangible assets  | 2.3   | 9.66                                  | 10.14                                 |
| Intangible assets under development  | 2.3.1 | 28.75                                 | 18.41                                 |
| Financial assets   |       |                                       |                                       |
| Investments  | 3.1   | 448.24                                | 422.58                                |
| Loans  | 3.2   | 44.71                                 | 42.37                                 |
| Other financial assets   | 3.3   | 93.37                                 | 51.50                                 |
| Other non-current assets   | 5     | 67.60                                 | 93.43                                 |
| <b>Total non-current assets</b>  |       | <b>7,791.60</b>                       | <b>7,243.93</b>                       |
| <b>Current assets</b>  |       |                                       |                                       |
| Inventories  | 6     | 2,734.17                              | 2,615.13                              |
| Financial assets   |       |                                       |                                       |
| Trade receivables  | 7.1   | 860.67                                | 592.06                                |
| Cash and cash equivalents  | 7.2   | 554.14                                | 283.70                                |
| Bank balances other than cash and cash equivalents                                       | 7.3   | 343.24                                | 324.45                                |
| Loans  | 7.4   | 9.27                                  | 4.50                                  |
| Other financial assets   | 7.5   | 26.97                                 | 33.66                                 |
| Current tax assets (net)   | 8     | 52.79                                 | 113.56                                |
| Other current assets   | 9     | 283.42                                | 302.51                                |
| <b>Total current assets</b>  |       | <b>4,864.67</b>                       | <b>4,269.57</b>                       |
| Assets classified as held for sale   | 10    | 20.29                                 | 14.25                                 |
| <b>Total assets</b>  |       | <b>12,676.56</b>                      | <b>11,527.75</b>                      |
| <b>EQUITY AND LIABILITIES</b>  |       |                                       |                                       |
| <b>Equity</b>  |       |                                       |                                       |
| Equity share capital   | 11    | 31.35                                 | 31.35                                 |
| Other equity   | 12    | 6,989.49                              | 6,545.23                              |
| <b>Total equity</b>  |       | <b>7,020.84</b>                       | <b>6,576.58</b>                       |
| <b>Liabilities</b>   |       |                                       |                                       |
| <b>Non-current liabilities</b>   |       |                                       |                                       |
| Financial liabilities  |       |                                       |                                       |
| Borrowings   | 13.1  | 1,390.25                              | 1,384.54                              |
| Lease liabilities  |       | 96.57                                 | 51.55                                 |
| Other financial liabilities  | 13.2  | 3.36                                  | 0.04                                  |
| Provisions   | 14    | 315.48                                | 287.20                                |
| Deferred tax liabilities (net)   | 4     | 655.75                                | 517.63                                |
| Other non-current liabilities  | 15    | 3.22                                  | 4.23                                  |
| <b>Total non-current liabilities</b>   |       | <b>2,464.63</b>                       | <b>2,245.19</b>                       |
| <b>Current liabilities</b>   |       |                                       |                                       |
| Financial liabilities  |       |                                       |                                       |
| Borrowings   | 16.1  | 1,011.18                              | 693.31                                |
| Lease liabilities  |       | 19.82                                 | 15.59                                 |
| Trade payables   | 16.2  |                                       |                                       |
| - total outstanding dues of micro enterprises and small enterprises                      |       | 71.49                                 | 50.00                                 |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |       | 1,077.28                              | 943.77                                |
| Other financial liabilities  | 16.3  | 319.14                                | 339.84                                |
| Other current liabilities  | 17    | 614.41                                | 586.26                                |
| Provisions   | 18    | 71.63                                 | 68.56                                 |
| <b>Total current liabilities</b>   |       | <b>3,184.95</b>                       | <b>2,697.33</b>                       |
| Liabilities associated with assets classified as held for sale                           |       | 6.14                                  | 8.65                                  |
| <b>Total equity and liabilities</b>  |       | <b>12,676.56</b>                      | <b>11,527.75</b>                      |

The accompanying notes form an integral part of the standalone financial statements

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025

# Standalone Statement of Profit and Loss

For The Year Ended March 31, 2025

|  | Note    | Year ended<br>March 31, 2025<br>Rs. Crores | Year ended<br>March 31, 2024<br>Rs. Crores |
|--|---------|--|--|
| (a) Revenue from operations  | 19      | 12,441.96                                  | 11,170.89                                  |
| (b) Other income   | 20      | 142.35                                     | 98.87                                      |
| <b>Total income</b>  |         | <b>12,584.31</b>                           | <b>11,269.76</b>                           |
| <b>Expenses</b>  |         |  |  |
| (c) Cost of materials consumed   |         | 5,173.35                                   | 5,129.47                                   |
| (d) Purchases of stock-in-trade  |         | 989.88                                     | 837.37                                     |
| (e) Changes in inventories of finished goods, stock-in-trade and work-in-progress                        | 21      | (15.83)                                    | (309.56)                                   |
| (f) Excise duty  |         | 663.97                                     | 508.81                                     |
| (g) Employee benefits expense  | 22      | 1,043.70                                   | 964.50                                     |
| (h) Finance costs  | 23      | 151.81                                     | 87.46                                      |
| (l) Depreciation and amortisation expense  | 24      | 399.75                                     | 296.82                                     |
| (j) Power and fuel   |         | 1,705.21                                   | 1,708.94                                   |
| (k) Other expenses   | 25      | 1,614.18                                   | 1,374.85                                   |
| <b>Total Expenses</b>  |         | <b>11,726.02</b>                           | <b>10,598.66</b>                           |
| <b>Profit before tax</b>   |         | <b>858.29</b>                              | <b>671.10</b>                              |
| (l) Tax expense  | 26      |  |  |
| - Current tax  |         | 149.82                                     | 181.92                                     |
| - Deferred tax   |         | 141.50                                     | 50.33                                      |
| (m) Tax adjustments related to earlier years   |         |  |  |
| - Current tax  |         | 0.84                                       | 8.67                                       |
| - Deferred tax   |         | (0.40)                                     | 3.93                                       |
| <b>Total tax expense</b>   |         | <b>291.76</b>                              | <b>244.85</b>                              |
| <b>Profit after tax</b>  |         | <b>566.53</b>                              | <b>426.25</b>                              |
| <b>Other comprehensive income</b>  |         |  |  |
| (i) Items that will not be re-classified to profit or loss:  |         |  |  |
| - Remeasurements of defined benefit obligation   | 32 (ii) | (6.76)                                     | (9.39)                                     |
| - Income tax relating to items that will not be re-classified to profit or loss                          |         | 2.36                                       | 3.28                                       |
| (ii) Items that may be re-classified to profit or loss:  |         |  |  |
| - Effective portion of gain and losses on designated portion of hedging instruments in a cash flow hedge |         | (1.77)                                     | (1.62)                                     |
| - Income tax relating to items that may be re-classified to profit or loss                               |         | 0.62                                       | 0.57                                       |
| <b>Total other comprehensive income (after tax)</b>  |         | <b>(5.55)</b>                              | <b>(7.16)</b>                              |
| <b>Total comprehensive Income</b>  |         | <b>560.98</b>                              | <b>419.09</b>                              |
| <b>Profit before interest, depreciation and tax (EBIDTA)</b>   |         | <b>1,409.85</b>                            | <b>1,055.38</b>                            |
| <b>Earnings per equity share-basic/diluted (Rs.) (Face value Rs 2 per share)</b>                         | 27      | <b>36.33</b>                               | <b>27.33</b>                               |

The accompanying notes form an integral part of the standalone financial statements

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025

# Standalone Statement of Cash Flows

For The Year Ended March 31 , 2025

|   | Year ended<br>March 31, 2025<br>Rs. Crores | Year ended<br>March 31, 2024<br>Rs. Crores |
|---|--|--|
| <b>A. Cash flow from operating activities</b>   |  |  |
| Net profit after tax:   | 566.53                                     | 426.25                                     |
| Adjustments for :   |  |  |
| Income tax expense recognized in profit or loss   | 291.76                                     | 244.85                                     |
| Depreciation and amortization expense   | 399.75                                     | 296.82                                     |
| Net gain on financial assets and liquid investments   | (31.78)                                    | (41.39)                                    |
| Loss on sale of property, plant and equipment (including assets held for sale) (net)                                    | 4.96                                       | 0.46                                       |
| Bad debts, advances, other debts and deposits written off   | 0.06                                       | 0.06                                       |
| Loss allowance for credit impaired receivables (net)  | 6.47                                       | 4.29                                       |
| (Reversal) of loss allowance for doubtful loans and advances, other debts and deposits (net)                            | -  | (0.17)                                     |
| (Reversal) of impairment in value of assets (including assets held for sale)  | -  | (0.28)                                     |
| Finance costs   | 151.81                                     | 87.46                                      |
| Interest income   | (52.81)                                    | (34.26)                                    |
| <b>Operating profit before working capital changes</b>  | <b>1,336.75</b>                            | <b>984.09</b>                              |
| Changes in operating assets and liabilities:  |  |  |
| (Increase) / Decrease in Trade receivables  | (275.14)                                   | 193.79                                     |
| (Increase) in loans and advances  | (23.86)                                    | (6.80)                                     |
| (Increase) / Decrease in Other financial assets   | 2.30                                       | (9.33)                                     |
| (Increase) in Inventories   | (119.04)                                   | (285.65)                                   |
| (Increase) / Decrease in Other current/non-current assets   | 25.31                                      | (7.26)                                     |
| Increase in Trade payables  | 155.00                                     | 44.73                                      |
| Increase in Provisions  | 24.59                                      | 25.08                                      |
| Increase in Other financial liabilities   | 28.47                                      | 5.98                                       |
| Increase in Other current/non-current liabilities   | 27.14                                      | 25.75                                      |
| <b>Cash generated from operations</b>   | <b>1,181.52</b>                            | <b>970.38</b>                              |
| Income taxes paid (net of refunds)  | (84.97)                                    | (188.81)                                   |
| <b>Net cash from operating activities</b>   | <b>1,096.55</b>                            | <b>781.57</b>                              |
| <b>B. Cash flow from investing activities</b>   |  |  |
| Purchase of property, plant and equipment   | (835.09)                                   | (1,245.95)                                 |
| Purchase of intangible assets   | (13.50)                                    | (8.66)                                     |
| Decrease in Bank deposits and current account balances with banks (Earmarked)   | 2.37                                       | 48.76                                      |
| Decrease / (increase) in bank deposits (having original maturity more than 3 months)                                    | (65.05)                                    | 149.00                                     |
| Proceeds from sale of property, plant and equipment   | 11.87                                      | 10.27                                      |
| Proceeds from asset held for sale   | 0.47                                       | 2.94                                       |
| Loan (given) / repayment to / from subsidiary companies (net)   | 16.75                                      | (13.65)                                    |
| Interest received   | 48.91                                      | 36.48                                      |
| Net gain on financial assets and liquid investments   | 31.78                                      | 41.39                                      |
| Investment in equity shares of Associates   | (2.50)                                     | (41.49)                                    |
| Investment in equity shares of subsidiaries   | (23.16)                                    | (34.00)                                    |
| Investment in unquoted government securities  | -  | (0.02)                                     |
| <b>Net cash used in investing activities</b>  | <b>(827.15)</b>                            | <b>(1,054.93)</b>                          |
| <b>C. Cash flow from financing activities</b>   |  |  |
| Proceeds from Long term borrowings  | 196.51                                     | 446.99                                     |
| (Repayment) of Long term borrowings   | (167.93)                                   | (209.89)                                   |
| Proceeds from Short term borrowings (net)   | 288.85                                     | 200.50                                     |
| Dividends paid  | (127.87)                                   | (118.52)                                   |
| Principal payment of lease liabilities including derecognition (refer note 34)  | (18.78)                                    | (17.72)                                    |
| Interest paid on lease liabilities (refer note 34)  | (5.01)                                     | (6.00)                                     |
| Finance costs paid  | (164.73)                                   | (131.84)                                   |
| <b>Net cash from financing activities</b>   | <b>1.04</b>                                | <b>163.52</b>                              |
| <b>Net Increase / (Decrease) in cash and cash equivalents</b>   | <b>270.44</b>                              | <b>(109.84)</b>                            |
| Cash and cash equivalents at the beginning of the year  | 283.70                                     | 393.54                                     |
| Cash and cash equivalents at the end of the year  | 554.14                                     | 283.70                                     |
| Note: Cash flow statements are prepared in accordance with 'indirect method' as per IndAS 7 - 'Statement of Cash Flows' |  |  |
| <b>Reconciliation of cash and cash equivalents as per the Statement of Cash Flows</b>                                   |  |  |
| Cash and cash equivalents as per above comprise of the following:   |  |  |
| Cash and cash equivalents (refer note 7.2)  | 554.14                                     | 283.70                                     |
| Balances as per statement of cash flows   | 554.14                                     | 283.70                                     |

Refer note 38 for actual expenditure on corporate social responsibility.

The accompanying notes form an integral part of the above standalone statement of cash flows

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025



# Standalone Statement of Changes In Equity For The Year Ended March 31 , 2025

| Rs. Crores   |                      |                            |                                   |                 |                   |  |                            |                    |                 |
|--|----------------------|----------------------------|-----------------------------------|-----------------|-------------------|--|----------------------------|--------------------|-----------------|
|  | Equity Share Capital | Other Equity               |                                   |                 |                   |  |                            |                    | Total Equity    |
|  |                      | Reserves and Surplus       |                                   |                 |                   |  | Other comprehensive income | Total Other Equity |                 |
|  |                      | Capital redemption reserve | Storage fund for molasses account | General Reserve | Retained Earnings | Shares held by Trust under ESPS Scheme | Cash flow hedging reserve  |                    |                 |
| <b>As at April 1, 2023</b>   | <b>31.35</b>         | <b>10.40</b>               | <b>2.75</b>                       | <b>624.23</b>   | <b>5,602.48</b>   | <b>(5.36)</b>                          | <b>2.68</b>                | <b>6,237.18</b>    | <b>6,268.53</b> |
| Profit for the year  | -                    | -                          | -                                 | -               | 426.25            | -                                      | -                          | 426.25             | 426.25          |
| Remeasurement of defined benefit obligation (net of tax)   | -                    | -                          | -                                 | -               | (6.11)            | -                                      | -                          | (6.11)             | (6.11)          |
| Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge (net of tax) | -                    | -                          | -                                 | -               | -                 | -                                      | (1.05)                     | (1.05)             | (1.05)          |
| <b>Total comprehensive income for the year</b>   | <b>-</b>             | <b>-</b>                   | <b>-</b>                          | <b>-</b>        | <b>420.14</b>     | <b>-</b>                               | <b>(1.05)</b>              | <b>419.09</b>      | <b>419.09</b>   |
| Movements related to employees stock purchase scheme   | -                    | -                          | -                                 | 5.97            | -                 | -                                      | -                          | 5.97               | 5.97            |
| Dividends on shares held by ESPS trust   | -                    | -                          | -                                 | -               | 0.79              | -                                      | -                          | 0.79               | 0.79            |
| Dividends on equity shares (Rs 7.60 per equity share)  | -                    | -                          | -                                 | -               | (118.52)          | -                                      | -                          | (118.52)           | (118.52)        |
| Shares granted to employees under ESPS   | -                    | -                          | -                                 | -               | -                 | 0.72                                   | -                          | 0.72               | 0.72            |
| Transfer to/(from) storage fund for molasses   | -                    | -                          | 0.16                              | -               | (0.16)            | -                                      | -                          | -                  | -               |
| <b>As at March 31, 2024</b>  | <b>31.35</b>         | <b>10.40</b>               | <b>2.91</b>                       | <b>630.20</b>   | <b>5,904.73</b>   | <b>(4.64)</b>                          | <b>1.63</b>                | <b>6,545.23</b>    | <b>6,576.58</b> |
| Profit for the year  | -                    | -                          | -                                 | -               | 566.53            | -                                      | -                          | 566.53             | 566.53          |
| Remeasurement of defined benefit obligation (net of tax)   | -                    | -                          | -                                 | -               | (4.40)            | -                                      | -                          | (4.40)             | (4.40)          |
| Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge (net of tax) | -                    | -                          | -                                 | -               | -                 | -                                      | (1.15)                     | (1.15)             | (1.15)          |
| <b>Total comprehensive income for the year</b>   | <b>-</b>             | <b>-</b>                   | <b>-</b>                          | <b>-</b>        | <b>562.13</b>     | <b>-</b>                               | <b>(1.15)</b>              | <b>560.98</b>      | <b>560.98</b>   |
| Movements related to employees stock purchase scheme   | -                    | -                          | -                                 | 9.13            | -                 | -                                      | -                          | 9.13               | 9.13            |
| Dividends on shares held by ESPS trust   | -                    | -                          | -                                 | -               | 0.71              | -                                      | -                          | 0.71               | 0.71            |
| Dividends on equity shares (Rs 8.20 per equity share)  | -                    | -                          | -                                 | -               | (127.87)          | -                                      | -                          | (127.87)           | (127.87)        |
| Shares granted to employees under ESPS   | -                    | -                          | -                                 | -               | -                 | 1.31                                   | -                          | 1.31               | 1.31            |
| Transfer to/(from) storage fund for molasses   | -                    | -                          | 0.28                              | -               | (0.28)            | -                                      | -                          | -                  | -               |
| <b>As at March 31, 2025</b>  | <b>31.35</b>         | <b>10.40</b>               | <b>3.19</b>                       | <b>639.33</b>   | <b>6,339.42</b>   | <b>(3.33)</b>                          | <b>0.48</b>                | <b>6,989.49</b>    | <b>7,020.84</b> |

The accompanying notes form an integral part of the standalone financial statements

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 1.1 Company Overview

DCM Shriram Limited ('the Company') is a public limited company incorporated in India. The Holding company, Sumant Investments Private Limited owns 63.03% of equity share capital of the Company. The registered office of the Company is at 2nd Floor (West Wing), World Mark 1, Aerocity, New Delhi – 110037, India.

The financial statements have been approved by Board of Directors in their board meeting dated May 05, 2025.

The business portfolio of the Company comprises of

- Chemicals and Vinyl
- Sugar and Ethanol
- Fenesta Building Systems
- Shriram Farm Solutions
- Fertiliser
- Bioseed
- Others: (Cement and Hariyali Kisaan Bazaar)

The Company has presence in various parts of India and its principal place of businesses together with major products are as under:

| Business (Products)   | Principal places   |
|---|--|
| Chemicals and Vinyl (Manufacturing of Poly-vinyl chloride, carbide and chlor alkali products) | Kota (Rajasthan) and Bharuch (Gujarat)   |
| Sugar and Ethanol (Manufacturing of sugar, ethanol and co-generation of Power)                | Ajbapur, Rupapur, Hariawan and Loni at Uttar Pradesh   |
| Fenesta Building Systems (Windows and doors)  | Kota and Bhiwadi (Rajasthan), Chennai (Tamilnadu), Hyderabad (Telangana), Bhubaneswar (Odisha) |
| Shriram Farm Solutions (Plant nutrients, seeds and pesticides)                                | Distribution Network across India  |
| Fertilisers (Manufacturing of urea)   | Kota (Rajasthan)   |
| Bioseed (Production of hybrid seeds)  | Hyderabad  |
| Cement (Cement)   | Kota (Rajasthan)   |
| Hariyali Kisaan Bazaar (Fuel)   | Fuel outlets at Uttar Pradesh and Punjab   |

## 1.2 Basis of preparation of financial statements

The Financial Statements are prepared on an accrual basis under historical cost convention except for certain financial instruments which are measured at fair value. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 ("The Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act, as applicable.

## 1.3 Material accounting policy information

### a) Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Cost of

acquisition or construction is inclusive of freight, duties, taxes, other directly attributable incidental expenses and gains or losses on effective portion of cash flow hedges related to purchases in foreign currency and interest on loans attributable to the acquisition or construction of assets up to the date when substantially all the necessary activities to prepare the qualifying assets for its intended use are complete.

On the date of transition to Ind AS i.e. April 1, 2015, the Company has opted to measure all of its property, plant and equipment at their previous Generally Accepted Accounting Principles net carrying value and use that net carrying value as its deemed cost.

The Company is following straight line method of depreciation in respect of buildings, plant and equipment and written down value method in respect of other assets.

Depreciation on all tangible assets is provided on the basis of estimated useful life and residual value determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc., which coincides with the useful life as prescribed under Schedule II of the Companies Act 2013 except for certain items of Plant and Equipment.

#### (i) Estimated useful lives:

| Asset   | Useful life                                      |
|---|--|
| Buildings:  |  |
| - Building (Factory/other than factory building)  | 30-60 years                                      |
| - Others (including roads, fences, tube wells, temporary structures etc)                    | 3-15 years                                       |
| Leasehold improvements  | Shorter of lease period or estimated useful life |
| Plant and equipment used in generation, transmission and distribution of power              | 25-40 years                                      |
| Plant and equipment (other than used in generation, transmission and distribution of power) | 3-40 years                                       |
| Furniture and fixtures  | 8-10 years                                       |
| Office equipments   | 5 years  |
| Vehicles  | 8-10 years                                       |

#### (ii) Estimated residual value:

| Asset                        | Residual value |
|------------------------------|----------------|
| Certain electrical equipment | 10%            |
| Other assets                 | 0-5%           |

Depreciation is calculated on a pro-rata basis from the date of additions, except in cases of assets costing up to Rs. 5000 each, where each asset is fully depreciated in the year of purchase. On assets sold, discarded etc. during the year, depreciation is provided up to the date of sale/discard.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## b) Intangible assets

Intangible assets are stated at cost less accumulated amortization and accumulated impairment loss, if any. Cost of acquisition is inclusive of duties, taxes, consultancy and other directly attributable incidental expenses.

On the date of transition to Ind AS i.e. April 1, 2015, the Company has opted to measure all of its intangible assets at their previous Generally Accepted Accounting Principles net carrying value and use that net carrying value as its deemed cost.

Amortization of intangibles is provided on straight line basis over its estimated useful lives as follows:

|                    |          |
|--------------------|----------|
| Technical know-how | 10 years |
| Software           | 5 years  |

On assets sold, discarded etc. during the year, amortization is provided up to the date of sale/discard.

## c) Investment property

Investment property are stated at cost less accumulated depreciation and impairment loss, if any.

Cost of acquisition or construction is inclusive of duties, taxes and incidental expenses and interest on loans attributable to the acquisition/construction of properties up to the date of Commissioning.

On the date of transition to Ind AS i.e. April 1, 2015, the Company has opted to measure all of its investment properties at their previous Generally Accepted Accounting Principles net carrying value and use that net carrying value as its deemed cost.

The Company is following straight line method of depreciation in respect of buildings. Depreciation on buildings is provided on the basis of useful life and residual value estimated by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset etc. The estimated useful life of building is 60 years and estimated residual value is 5%.

## d) Assets held for sale

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. They are measured at the lower of their carrying amount (cost less accumulated depreciation, if any) on the date of transfer to assets held for sale and fair value assessed on annual basis. Gain for any subsequent increase in fair value less cost to sale of an asset is recognised only upto the extent of cumulative impairment loss that has been recognized.

## e) Leases

### Company as a lessee

The Company at the commencement date recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term) and low-value assets in accordance with Ind AS 116 'Leases'. The cost

of the right-of-use assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs etc.

Subsequently, the right-of-use asset is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

For lease liabilities at the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined. If that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a systematic basis over the lease term.

### Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease income as and when due as per terms of agreements. The respective leased assets are included in the financial statements based on their nature.

## f) Inventories

Inventories, other than By-products, are valued at lower of cost (determined on weighted average basis) and net realisable value. The bases for determining cost for different categories of inventory are as under:

|   |   |
|---|---|
| Stores & spares, raw materials and stock-in-trade | Cost of purchases (including other cost incurred in bringing inventory to its present location and condition)   |
| Work-in-Progress and finished goods               | Direct Cost (including material, labour etc), conversion cost and appropriate share of overheads. The costs allocation between the joint products is carried out based on technical estimates |

By-products are valued at estimated net realisable value

## g) Revenue recognition

i) Sales are recognized, at transaction price as per agreements with the customers, net of returns and other variable consideration on account of trade discounts and volume discounts, if any, on satisfaction of performance obligation by transfer of effective control of the promised goods to the customers, which coincides with dispatch/ delivery to customers, as applicable. Sales include excise duty but

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

excludes value added tax and goods and services tax.

- ii) Under the retention pricing scheme, the Government of India reimburses to the fertilizer industry, the difference between the retention price based on the cost of production and selling price (as realized from the farmers) as fixed by the Government from time to time, in the form of subsidy. The effect of variation in input costs/expenses on retention price yet to be notified is accounted for by the Company as income for the year based on its ultimate collection with reasonable degree of certainty at the time of accrual.

## h) Government grants

Government grants are assistance by government in the form of transfers of resources to an entity in return for past or future compliance with certain conditions relating to the operating activities of the entity. They exclude those forms of government assistance which cannot reasonably have a value placed upon them and transactions with government which cannot be distinguished from the normal trading transactions of the entity.

Government grants are recognized where there is reasonable assurance that the Company will comply with the conditions attached to it and that the grants will be received.

Grants are presented as part of income in the statement of profit and loss; alternatively they are deducted in reporting the related expense.

The benefit of a government loan at a below market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on the prevailing market interest rates.

## i) Employee benefits

### (i) Defined contribution plans

Company's contribution paid/payable during the year to provident fund, superannuation fund and employees' state insurance corporation are recognized in the statement of profit and loss. For the Provident Fund Trust administered by the Company, it is liable to meet the shortfall, if any, in payment of interest at the rates declared by the Central Government, and such liability is recognized in the year of shortfall.

### (ii) Defined benefit plans

The liability recognized in respect of gratuity is the present value of defined benefit obligation at the end of the reporting period less the fair value of plan assets, where applicable. The Company makes contribution to the LIC for Employees Gratuity Scheme in respect of employees of one of the division. The defined benefit obligation is calculated annually by actuary using the Projected Unit Credit Method. Re-measurement comprising actuarial gains and losses and return on plan assets (excluding net interest) are recognized in the other comprehensive income for the period in which they occur and is not reclassified to profit or loss.

### (iii) Compensated absences

Provision for earned leave and medical leave is determined on an actuarial basis at the end of the year and is charged to the statement of profit and loss each year. Actuarial gains and losses are recognized in the statement of profit and loss for the period in which they occur.

### (iv) Share based payments

Equity settled share based payments to employees under DCM Shriram Employees Stock Purchase Scheme (ESPS) are measured at the Fair value (which equals to Market price less exercise price) of the equity instruments at grant date. Fair value determined at the grant date is expensed on a straight line basis over the vesting period.

## j) Foreign currency transactions

The standalone financial statement of the Company is presented in Indian rupee which is the functional and the presentation currency of the Company. Transactions in foreign currencies are recorded on initial recognition at the exchange rate prevailing on the date of the transaction.

Monetary items (i.e. receivables, payable, loans etc) denominated in foreign currency are reported using the closing exchange rate on each reporting date.

The exchange difference arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded/reported in previous financial statements are recognized as income/expense in the period in which they arise except for exchange difference on foreign currency borrowings relating to asset under construction for future use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings.

## k) Financial instruments

### Initial Recognition:

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 financial asset or financial liabilities, as appropriate, on initial recognition. However, trade receivables do not contain a significant financing component and are measured at transaction price.

### Subsequent measurement:

#### A. Non-derivative financial instruments

- (i) **Financial assets carried at amortised cost** : A financial asset is subsequently measured at amortised cost if it is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

(ii) **Financial assets carried at fair value through other comprehensive income (FVTOCI):** The Company has made an irrevocable election for its investments which are classified as equity instruments (Other than Investment in Subsidiaries, and Associates) to present the subsequent changes in fair value in other comprehensive income.

(iii) **Investment in subsidiaries :** Investment in equity instruments of subsidiaries is carried at cost less impairment, if any, in the separate financial statements.

(iv) **Financial assets carried at fair value through profit or loss (FVTPL) :** A financial asset which is not classified in any of the above categories are subsequently measured at fair value through profit or loss.

(v) **Financial liabilities:** Financial liabilities are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**B. Derivative financial instruments:** The Company holds derivative financial instruments such as foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The Company also holds swaps to mitigate interest rate risks. The counterparty for these contracts is generally a bank. The Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

The Company assesses hedge effectiveness based on the following criteria:

- (i) an economic relationship between the hedged item and the hedging instrument.
- (ii) the effect of credit risk; and
- (iii) assessment of the hedge ratio

The Company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges.

(i) **Cash flow hedge:** The effective portion of changes in the fair value of the hedging instruments is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Such amounts are reclassified into the statement of profit or loss when the related hedge items affect profit or loss except in respect of inventories and property, plant and equipment where such changes are adjusted in its cost.

Any ineffective portion of changes in the fair value of the derivative or if the hedging instrument no longer meets the criteria for hedge accounting, is recognized immediately in the statement of profit and loss.

(ii) **Fair Value Hedge:** Changes in fair value of derivatives including forward exchange contracts that qualify as fair value hedge are recognized in profit or loss.

(iii) **Financial instruments at fair value through profit or loss:** This category has derivative financial instruments which are not designated as hedges.

Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial instruments at fair value through profit or loss

## De-recognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

## I) Impairment

### i) Financial assets

The Company recognizes loss allowances using the expected credit loss for the financial assets which are not measured at fair value through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit loss.

### ii) Non-financial assets:

#### Tangible and intangible assets

Property, plant and equipment and intangible assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss. The Company review/assess at each reporting date if there is any indication that an asset may be impaired.

## m) Income taxes

The Income-tax liability is provided in accordance with the provisions of the Income-tax Act, 1961. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

realized.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted at the end of the reporting period and are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the income tax and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

## **n) Provisions and contingent liabilities**

Provisions for claims including litigations are recognised when the Company has a present obligation as a result of past events, in the year when it is established by way of orders of court or government notifications etc. that it is probable that an outflow of resources will be required to settle the obligations and the amount can be reasonably estimated. The provision including any subsequent adjustments are accounted for in the same expenditure line item to which the claim pertains.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

## **1.4 Use of estimates**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of asset and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the period presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which estimates are 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 following are the key assumptions concerning the future, and other sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in future are:

- i) Useful lives and residual value of property, plant and equipment, intangible assets and Investment Properties:** Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed at each financial year end.

- ii) Leases:** The Company determines the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives.

The discount rate is generally based on the incremental borrowing rate. To determine the incremental borrowing rate, the Company uses recent third-party financing received by the Company, adjusted to lease term etc, specific to the lease being evaluated.

- iii) Impairment of investments:** The Company reviews the carrying value of long term investments in equity/preference shares of subsidiaries and other companies carried at cost/amortized cost at the end of each reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

- iv) Income tax:** For computing the income-tax provision as at the year end, the Company continues to estimate profits pertaining to its captive power units eligible for deduction u/s 80-IA of the Income-tax Act (the Act), as in the previous years. Based on the recent judgements, the Company has preferred enhanced claim of deduction available u/s 80-IA of the Act, wherever permissible under the Act including for the earlier financial years for the purpose of filing Income tax return.

- v) Deferred tax assets:** The Company reviews the carrying amount of deferred tax assets including Minimum alternate tax credit at the end of each reporting period and reduces 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.

## **vi) Revenue:**

- a) Provision of Sales Returns, Warranties and Discounts:** Provision for Sales Returns, Warranties and Discounts are estimated based on past experience, market conditions and announced schemes.
- b) Claims from 'Fertiliser Industry Coordination Committee' (FICC), Government of India:** The Company takes revenue credits for urea subsidy claims, which are pending notification/ final acceptance by 'Fertiliser Industry Coordination Committee' (FICC), Government of India, in pursuance of the Retention Price Scheme administered for nitrogenous fertilisers, when as per judgment of the Company, there is reasonable certainty based on Policy and past experience that claims will be notified in due course (also refer note 29).

- vii) Provision for gratuity and compensated absences:** The provision for gratuity and compensated absences are based on actuarial valuation using the projected unit credit method. The Company uses actuarial assumptions to determine the obligation for employee benefit at each reporting period. These assumptions include the discount rate, salary escalation and employee turnover rate.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 2.1 Property, plant and equipment

Rs. Crores

|                                     | Freehold Land | Buildings | Leasehold Improvements | Plant and Equipments | Furniture and Fixtures | Office Equipments | Vehicles | Right of use asset - Land | Right of use asset - Building | Total    |
|-------------------------------------|---------------|-----------|------------------------|----------------------|------------------------|-------------------|----------|---------------------------|-------------------------------|----------|
| <b>Gross Carrying amount</b>        |               |           |                        |                      |                        |                   |          |                           |                               |          |
| <b>Balance as at April 1, 2023</b>  | 78.05         | 539.12    | 7.03                   | 4,113.37             | 17.86                  | 35.89             | 99.20    | 96.27                     | 113.29                        | 5,100.08 |
| Additions                           | 9.49          | 40.17     | -                      | 225.69               | 3.83                   | 8.06              | 28.92    | 21.38                     | 12.93                         | 350.47   |
| Disposals                           | (0.12)        | (0.60)    | (0.08)                 | (29.86)              | (0.17)                 | (1.58)            | (17.36)  | (2.88)                    | (1.84)                        | (54.49)  |
| <b>Balance as at March 31, 2024</b> | 87.42         | 578.69    | 6.95                   | 4,309.20             | 21.52                  | 42.37             | 110.76   | 114.77                    | 124.38                        | 5,396.06 |
| Additions                           | 20.21         | 251.01    | -                      | 2,304.31             | 4.00                   | 15.20             | 39.80    | -                         | 71.76                         | 2,706.29 |
| Transferred to asset held for sale  | (0.55)        | -         | -                      | (26.63)              | -                      | -                 | -        | -                         | -                             | (27.18)  |
| Disposals                           | (1.92)        | (1.60)    | (0.18)                 | (37.18)              | (1.06)                 | (2.73)            | (19.01)  | -                         | (18.27)                       | (81.95)  |
| <b>Balance as at March 31, 2025</b> | 105.16        | 828.10    | 6.77                   | 6,549.70             | 24.46                  | 54.84             | 131.55   | 114.77                    | 177.87                        | 7,993.22 |
| <b>Accumulated Depreciation</b>     |               |           |                        |                      |                        |                   |          |                           |                               |          |
| <b>Balance at April 1, 2023</b>     |               | 107.09    | 5.66                   | 890.26               | 9.42                   | 24.99             | 42.56    | 1.53                      | 48.75                         | 1,130.26 |
| Depreciation charge for the year    |               | 20.06     | 0.80                   | 220.80               | 2.86                   | 5.96              | 21.51    | 1.35                      | 19.90                         | 293.24   |
| Disposals                           |               | (0.37)    | (0.08)                 | (24.57)              | (0.14)                 | (1.42)            | (11.19)  | (0.05)                    | (1.38)                        | (39.20)  |
| <b>Balance at March 31, 2024</b>    |               | 126.78    | 6.38                   | 1,086.49             | 12.14                  | 29.53             | 52.88    | 2.83                      | 67.27                         | 1,384.30 |
| Depreciation charge for the year    |               | 27.12     | 0.57                   | 311.08               | 3.18                   | 8.70              | 23.17    | 1.37                      | 20.91                         | 396.10   |
| Transferred to Assets held for sale |               | -         | -                      | (15.82)              | -                      | -                 | -        | -                         | -                             | (15.82)  |
| Disposals                           |               | (0.23)    | (0.18)                 | (31.96)              | (0.94)                 | (2.45)            | (13.43)  | -                         | (17.77)                       | (66.96)  |
| <b>Balance as at March 31, 2025</b> |               | 153.67    | 6.77                   | 1,349.79             | 14.38                  | 35.78             | 62.62    | 4.20                      | 70.41                         | 1,697.62 |
| <b>Net carrying amount</b>          |               |           |                        |                      |                        |                   |          |                           |                               |          |
| <b>As at March 31, 2025</b>         | 105.16        | 674.43    | -                      | 5,199.91             | 10.08                  | 19.06             | 68.93    | 110.57                    | 107.46                        | 6,295.60 |
| <b>As at March 31, 2024</b>         | 87.42         | 451.91    | 0.57                   | 3,222.71             | 9.38                   | 12.84             | 57.88    | 111.94                    | 57.11                         | 4,011.76 |

### 2.1.1 Capital -Work-in Progress

Rs. Crores

|                                     | Capital Work in Progress |
|-------------------------------------|--------------------------|
| <b>Balance as at April 1, 2023</b>  | 1,602.42                 |
| Addition during the year            | 1,265.37                 |
| Capitalised during the year         | 274.45                   |
| <b>Balance as at March 31, 2024</b> | 2,593.34                 |
| Addition during the year            | 801.18                   |
| Capitalised during the year         | 2,591.24                 |
| <b>Balance as at March 31, 2025</b> | 803.28                   |

Footnotes:

1. Refer note 23 for information on borrowing costs capitalised during the year.
2. Refer note 28 (ii) for information on contractual commitments for acquisition of property, plant and equipment.
3. Refer note 34 for disclosure as per Ind AS 116 "Leases".
4. Refer note 41 for information on property, plant and equipment pledged as security.
5. Refer note 52 for land ( Freehold/leasehold) pending resgistration in favour of the company.
6. Capital work in progress includes Rs 57.31 crores ( March 31, 2024 - Rs 212.12 crores) on account of development expenditure towards a project.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 2.2 Investment property

|                                     | Rs. Crores  |             |             |
|-------------------------------------|-------------|-------------|-------------|
|                                     | Land        | Buildings   | Total       |
| <b>Gross Carrying amount</b>        |             |             |             |
| <b>Balance as at April 1, 2023</b>  | <b>0.21</b> | <b>0.23</b> | <b>0.44</b> |
| Additions                           | -           | -           | -           |
| Disposals                           | -           | -           | -           |
| <b>Balance as at March 31, 2024</b> | <b>0.21</b> | <b>0.23</b> | <b>0.44</b> |
| Additions                           | -           | -           | -           |
| Disposals                           | -           | -           | -           |
| <b>Balance as at March 31, 2025</b> | <b>0.21</b> | <b>0.23</b> | <b>0.44</b> |
| <b>Accumulated Depreciation</b>     |             |             |             |
| <b>Balance at April 1, 2023</b>     | <b>-</b>    | <b>0.04</b> | <b>0.04</b> |
| Depreciation charge for the year    | -           | .*          | .*          |
| Disposals                           | -           | -           | -           |
| <b>Balance at March 31, 2024</b>    | <b>-</b>    | <b>0.04</b> | <b>0.04</b> |
| Depreciation charge for the year    | -           | 0.01*       | 0.01*       |
| Disposals                           | -           | -           | -           |
| <b>Balance as at March 31, 2025</b> | <b>-</b>    | <b>0.05</b> | <b>0.05</b> |
| <b>Net carrying amount</b>          |             |             |             |
| <b>As at March 31, 2025</b>         | <b>0.21</b> | <b>0.18</b> | <b>0.39</b> |
| As at March 31, 2024                | 0.21        | 0.19        | 0.40        |

1 Refer note 33 for other information relating to investment property

\*Represent depreciation of Rs. 38,235 (Previous Year : Rs. 41,483).

## 2.3 Intangible assets<sup>1</sup>

|                                     | Rs. Crores         |              |              |
|-------------------------------------|--------------------|--------------|--------------|
|                                     | Technical Know how | Software     | Total        |
| <b>Gross carrying amount</b>        |                    |              |              |
| <b>Balance as at April 1, 2023</b>  | <b>3.93</b>        | <b>61.03</b> | <b>64.96</b> |
| Additions                           | -                  | 2.09         | 2.09         |
| Disposals                           | -                  | -            | -            |
| <b>Balance as at March 31, 2024</b> | <b>3.93</b>        | <b>63.12</b> | <b>67.05</b> |
| Additions                           | -                  | 3.16         | 3.16         |
| Disposals                           | -                  | (0.19)       | (0.19)       |
| <b>Balance as at March 31, 2025</b> | <b>3.93</b>        | <b>66.09</b> | <b>70.02</b> |
| <b>Accumulated amortization</b>     |                    |              |              |
| <b>Balance as at April 1, 2023</b>  | <b>1.66</b>        | <b>51.67</b> | <b>53.33</b> |
| Amortization for the year           | 0.34               | 3.24         | 3.58         |
| Disposals                           | -                  | -            | -            |
| <b>Balance as at March 31, 2024</b> | <b>2.00</b>        | <b>54.91</b> | <b>56.91</b> |
| Amortization for the year           | 0.34               | 3.30         | 3.64         |
| Disposals                           | -                  | (0.19)       | (0.19)       |
| <b>Balance as at March 31, 2025</b> | <b>2.34</b>        | <b>58.02</b> | <b>60.36</b> |
| <b>Net carrying amount</b>          |                    |              |              |
| <b>As at March 31, 2025</b>         | <b>1.59</b>        | <b>8.07</b>  | <b>9.66</b>  |
| As at March 31, 2024                | 1.93               | 8.21         | 10.14        |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 2.3.1 Intangible assets under development<sup>2</sup> [refer note 55(b)]

|                                     | Rs. Crores                          |
|-------------------------------------|-------------------------------------|
|                                     | Intangible assets under development |
| <b>Balance as at April 1, 2023</b>  | <b>11.84</b>                        |
| Addition during the year            | 6.57                                |
| Capitalised during the year         | -                                   |
| <b>Balance as at March 31, 2024</b> | <b>18.41</b>                        |
| Addition during the year            | 10.34                               |
| Capitalised during the year         | -                                   |
| <b>Balance as at March 31, 2025</b> | <b>28.75</b>                        |

1. Represents 'other than internally generated' assets. Further, refer note 41 for information on intangible assets pledged as security.
2. Intangible assets under development includes Rs. 23.88 crores (March 31, 2024 : Rs. 13.54 crores) on account of development expenditure towards a project.

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
|--|---------------------------------------|---------------------------------------|

## 3 NON-CURRENT FINANCIAL ASSETS

### 3.1 Non-current investments

#### (i) Investment in Equity Instruments

##### (a) Subsidiaries (at cost)

##### Unquoted

Hariyali Rural Ventures Limited

10,00,000 (March 31, 2024: 10,00,000) equity shares of Rs 10 each fully paid up

1.00

20,55,555 (March 31, 2024: nil) equity shares of Rs 10 each (Rs 4 paid up)

14.80

15.80

1.00

subscribed during the year

Fenesta India Limited

50,000 (March 31, 2024: 50,000) equity shares of Rs 10 each fully paid up

0.05

0.05

Shriram Bioseed Ventures Limited

74,27,201 (March 31, 2024: 74,27,201) equity shares of Rs 10 each fully paid up

212.55

212.55

Bioseed Holding PTE Limited

94,475 (March 31, 2024: 94,475) Class A, Equity shares of USD 1 each, fully paid up

0.60

0.60

1,16,00,000 (March 31, 2024: 1,16,00,000) Class B, Equity shares of

76.03

76.03

USD 1 each, fully paid up

1,38,42,105 (March 31, 2024: 1,38,42,105) Class B, Equity shares of

18.80

18.80

USD 0.19 each, fully paid up

2,56,10,000 (March 31, 2024: 2,56,10,000) Class B, Equity shares of

20.90

20.90

USD 0.10 each, fully paid up

116.33

116.33

Less: Provision for impairment loss in value of investment

(69.25)

47.08

(69.25)

47.08

DCM Shriram Credit and Investments Limited

60,01,208 (March 31, 2024: 60,01,208) equity shares of Rs 10 each, fully paid-up

0.22

0.22

DCM Shriram Aqua Foods Limited

83,51,207 (March 31, 2024: 83,51,207) equity shares of Rs 10 each, fully paid-up

4.22

4.22

Shridhar Shriram Foundation

50,000 (March 31, 2024: 50,000) equity shares of Rs 10 each, fully paid up

0.05

0.05

Bioseed India Limited

1,00,084 (March 31, 2024: 1,00,084) equity shares of Rs 10 each, fully paid up

0.10

0.10

Less: Provision for impairment loss in value of investment

(0.05)

0.05

(0.05)

0.05

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|   | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|---|---------------------------------------|---------------------------------------|
| Shriram Polytech Limited<br>34,65,000 (March 31, 2024: 34,65,000) equity shares of Rs 10 each, fully paid-up  | 27.22                                 | 27.22                                 |
| DCM Shriram ProChem Limited<br>86,000 (March 31, 2024: 10,000) equity shares of Rs 10 each, fully paid-up   | 8.37                                  | 0.01                                  |
| DCM Shriram Bio Enchem Limited<br>27,60,000 (March 31, 2024: 27,60,000) equity shares of Rs 10 each, fully paid-up  | 55.01                                 | 55.01                                 |
| DCM Shriram Ventures Limited<br>20,000 (March 31, 2024: 20,000) equity shares of Rs 10 each, fully paid-up  | 0.02                                  | 0.02                                  |
| Shriram Agsmart Limited<br>19,59,500 (March 31, 2024: 19,59,500) equity shares of Rs 10 each, fully paid-up   | 20.00                                 | 20.00                                 |
|   | <b>390.64</b>                         | <b>367.48</b>                         |
| <b>(b) Associates</b>   |                                       |                                       |
| <b>Unquoted (at fair value through profit or loss)</b>  |                                       |                                       |
| ReNew Green (GJ Ten) Private Limited*<br>3,03,32,788 (March 31, 2024: 2,82,49,455) equity shares of Rs 10 each, fully paid up                             | 33.57                                 | 31.07                                 |
| ReNew Green (GJ Nine) Private Limited*<br>1,90,96,000 (March 31, 2024: 1,90,96,000) equity shares of Rs 10 each, fully paid up                            | 19.10                                 | 19.10                                 |
| <b>(c) Others</b>   |                                       |                                       |
| <b>Unquoted (at fair value through other comprehensive income)</b>  |                                       |                                       |
| Narmada Clean Tech<br>18,61,134 (March 31, 2024: 18,61,134) equity shares of Rs 10 each, fully paid up  | 1.85                                  | 1.85                                  |
| <b>(ii) Investment in Preference Shares - unquoted</b>  |                                       |                                       |
| <b>(a) Subsidiary (at amortized cost)</b>   |                                       |                                       |
| DCM Shriram Infrastructure Limited<br>10,00,000 (March 31, 2024: 10,00,000) 0.01% redeemable cumulative preference<br>shares of Rs 10 each, Rs 10 paid up | 0.88                                  | 0.88                                  |
| Less: Provision for impairment loss in value of investment  | (0.88)                                | (0.88)                                |
| <b>(b) Subsidiary (at cost)</b>   |                                       |                                       |
| DCM Shriram Credit and Investments Limited<br>30,00,000 (March 31, 2024: 30,00,000) 0.01% compulsorily convertible<br>preference shares of Rs 10 each     | 3.00                                  | 3.00                                  |
| <b>(iii) Investment in Government securities</b>  |                                       |                                       |
| <b>Unquoted (at amortized cost)</b>   |                                       |                                       |
| National savings certificates   | 0.08                                  | 0.08                                  |
| <b>(iv) Equity component of loan to subsidiary at concessional rate (at cost)</b>   |                                       |                                       |
| DCM Shriram Infrastructure Limited  | 11.45                                 | 11.45                                 |
| Less: Provision for impairment loss in value of investment  | (11.45)                               | (11.45)                               |
| Total   | <b>448.24</b>                         | <b>422.58</b>                         |
| Aggregate book value:   |                                       |                                       |
| Unquoted  | 529.87                                | 504.21                                |
| Aggregate provision for impairment of investments   | 81.63                                 | 81.63                                 |
| Summary:  |                                       |                                       |
| - Investments carried at cost (net of impairment provision, if any)   | 393.64                                | 370.48                                |
| - Investments carried at amortized cost   | 0.08                                  | 0.08                                  |
| - Investments at fair value through profit or loss  | 52.67                                 | 50.17                                 |
| - Investments at fair value through other comprehensive income  | 1.85                                  | 1.85                                  |

\* The Company has disclosed its investments in the aforementioned entities as associates, in compliance with the statutory requirements under the Electricity Rules 2005, Ind AS 28 "Investments in Associates and Joint Ventures," and the Companies Act, 2013. However, the arrangements with the holding company of these associates do not provide the Company access to returns typically associated with ownership interests, such as dividends etc. and therefore, these investments are accounted for at fair value through profit and loss, in accordance with Ind AS 109 "Financial Instruments".



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
| <b>NON-CURRENT FINANCIAL ASSETS</b>  |                                       |                                       |
| <b>3.2 Loans</b>   |                                       |                                       |
| (unsecured considered good, unless otherwise stated)                               |                                       |                                       |
| Loan to subsidiaries [refer note 31 (b)]   |                                       |                                       |
| Considered good  | 5.30                                  | 22.05                                 |
| Considered credit impaired   | 26.51                                 | 26.51                                 |
|  | 31.81                                 | 48.56                                 |
| Less: Loss allowance for credit impaired loan                                      | 26.51                                 | 26.51                                 |
|  | 5.30                                  | 22.05                                 |
| Loan to employees  | 39.41                                 | 20.32                                 |
|  | 44.71                                 | 42.37                                 |
| <b>3.3 Other financial assets</b>  |                                       |                                       |
| Interest accrued on loans, investments, deposits etc. <sup>(i)</sup>               | 0.65                                  | 2.31                                  |
| Fixed deposits with banks (earmarked)  | 1.80                                  | 7.91                                  |
| Fixed deposits with financial institution (remaining maturity more than 12 months) | 50.00                                 | -                                     |
| Security deposits <sup>(i)</sup>   | 40.92                                 | 41.28                                 |
|  | 93.37                                 | 51.50                                 |
| (i) includes given to related parties [refer note 31 (b)]                          |                                       |                                       |
| <b>4 Deferred tax assets / (liabilities) (Net)</b>                                 |                                       |                                       |
| [refer note 42(d)]   |                                       |                                       |
| <b>Deferred tax assets:</b>  |                                       |                                       |
| Minimum alternate tax (MAT) credit entitlement                                     | 84.63                                 | -                                     |
| Provision for gratuity and compensated absences                                    | 123.98                                | 115.11                                |
| Provision for doubtful debts and advances  | 26.33                                 | 24.22                                 |
| Others   | 29.73                                 | 49.02                                 |
|  | 264.67                                | 188.35                                |
| <b>Deferred tax liabilities:</b>   |                                       |                                       |
| Depreciation   | 920.42                                | 705.98                                |
|  | 920.42                                | 705.98                                |
| Deferred tax assets/ (liabilities) (Net)   | (655.75)                              | (517.63)                              |
| <b>5 Other non-current assets</b>  |                                       |                                       |
| Capital advances   | 42.98                                 | 73.76                                 |
| Prepaid expenses   | 0.80                                  | 0.92                                  |
| Others (includes amount deposited with Government authorities)                     | 23.82                                 | 18.75                                 |
|  | 67.60                                 | 93.43                                 |
| <b>CURRENT ASSETS</b>  |                                       |                                       |
| <b>6 Inventories<sup>(i)</sup></b>   |                                       |                                       |
| Raw materials  | 386.99                                | 302.55                                |
| (includes goods in transit Rs. 2.30 crores; March 31, 2024 - Rs. 1.64 crores)      |                                       |                                       |
| Work-in-progress   | 61.54                                 | 94.51                                 |
| Finished goods   | 1,908.52                              | 1,858.50                              |
| (includes goods in transit Rs. 40.40 crores; March 31, 2024 - Rs. 16.66 crores)    |                                       |                                       |
| Stock-in-trade   | 111.98                                | 104.05                                |
| Stores and spares  | 265.14                                | 255.52                                |
|  | 2,734.17                              | 2,615.13                              |
| (i) refer note 1.3(f) and note 41  |                                       |                                       |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
| <b>7 Financial assets</b>  |                                       |                                       |
| <b>7.1 Trade receivables<sup>(i)</sup></b>   |                                       |                                       |
| Unsecured - considered good  | 851.64                                | 573.18                                |
| Unsecured - considered credit impaired   | 66.05                                 | 63.92                                 |
|  | 917.69                                | 637.10                                |
| Less: Loss allowance for doubtful receivables  | 70.15                                 | 63.92                                 |
|  | 847.54                                | 573.18                                |
| Unbilled revenue   | 13.13                                 | 18.88                                 |
|  | 860.67                                | 592.06                                |
| (i) includes dues from related parties [refer note 31(b)]<br>Also refer note 56 (b)  |                                       |                                       |
| <b>7.2 Cash and cash equivalents<sup>(i)</sup></b>   |                                       |                                       |
| Balances with banks in   |                                       |                                       |
| - current accounts   | 40.07                                 | 78.55                                 |
| - deposit accounts (Original maturity 3 months or less)  | 85.00                                 | -                                     |
| Cash on hand   | 0.69                                  | 0.69                                  |
| Liquid investments - mutual funds  | 428.38                                | 204.46                                |
|  | 554.14                                | 283.70                                |
| (i) comprises cash at bank and on hand, short term deposits and liquid mutual funds that are readily convertible to known amounts of cash and which are subject to insignificant risk of change in value |                                       |                                       |
| <b>7.3 Bank balances other than cash and cash equivalents</b>  |                                       |                                       |
| Balances with banks in   |                                       |                                       |
| - current accounts (earmarked) <sup>(i)</sup>  | 8.60                                  | 11.55                                 |
| - deposit accounts (earmarked) <sup>(i)</sup>  | 14.59                                 | 7.90                                  |
| - deposit accounts (maturity within 12 months)   | 220.05                                | 305.00                                |
| Balances with financial institution in deposit accounts  | 100.00                                | -                                     |
|  | 343.24                                | 324.45                                |
| (i) earmarked for unpaid dividend, margin money and deposit with banks for specific purpose  |                                       |                                       |
| <b>7.4 Loans</b>   |                                       |                                       |
| (Unsecured Considered good unless otherwise stated)  |                                       |                                       |
| Loan to employees  | 9.27                                  | 4.50                                  |
|  | 9.27                                  | 4.50                                  |
| <b>7.5 Other financial assets</b>  |                                       |                                       |
| Interest accrued on loans, investment, deposits etc. <sup>(i)</sup>  |                                       |                                       |
| Considered good  | 15.22                                 | 14.66                                 |
| Considered doubtful  | 0.25                                  | 0.25                                  |
|  | 15.47                                 | 14.91                                 |
| Less: Loss allowance for doubtful interest   | 0.25                                  | 0.25                                  |
|  | 15.22                                 | 14.66                                 |
| Other debts (includes claims from government authorities) <sup>(i)</sup>   |                                       |                                       |
| Considered good  | 5.02                                  | 13.70                                 |
| Considered doubtful  | 0.57                                  | 0.14                                  |
|  | 5.59                                  | 13.84                                 |
| Less: Loss allowance for doubtful debts  | 0.57                                  | 0.14                                  |
|  | 5.02                                  | 13.70                                 |
| Security deposits <sup>(i)</sup>   |                                       |                                       |
| Considered good  | 2.97                                  | 2.83                                  |
|  | 2.97                                  | 2.83                                  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|   | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|---|---------------------------------------|---------------------------------------|
| Derivatives designated as hedges:   |                                       |                                       |
| - Foreign exchange forward contracts  | 2.81                                  | -                                     |
| - Interest rate swaps   | 0.95                                  | 2.47                                  |
|   | <u>26.97</u>                          | <u>33.66</u>                          |
| (i) includes due from related parties [refer note 31(b)]  |                                       |                                       |
| <b>8 Current tax assets</b>   |                                       |                                       |
| Advance tax   | 2,086.72                              | 1,996.83                              |
| Less: Provision for current tax   | <u>(2,033.93)</u>                     | <u>(1,883.27)</u>                     |
|   | <u>52.79</u>                          | <u>113.56</u>                         |
| <b>9 Other current assets</b>   |                                       |                                       |
| (Unsecured Considered good unless otherwise stated)   |                                       |                                       |
| Advances recoverable in kind or for value to be received <sup>®</sup>   |                                       |                                       |
| Considered good   | 214.11                                | 207.09                                |
| Considered doubtful   | <u>5.17</u>                           | <u>5.19</u>                           |
|   | <u>219.28</u>                         | <u>212.28</u>                         |
| Less: Loss allowance for doubtful advances  | <u>5.17</u>                           | <u>5.19</u>                           |
|   | <u>214.11</u>                         | <u>207.09</u>                         |
| (i) includes given to related parties [refer note 31(b)]  |                                       |                                       |
| Prepaid expenses  | 20.67                                 | 17.93                                 |
| Balances with customs, excise and GST etc   | 40.10                                 | 73.40                                 |
| Others  | <u>8.54</u>                           | <u>4.09</u>                           |
|   | <u>283.42</u>                         | <u>302.51</u>                         |
| <b>10 Assets classified as held for sale</b>  |                                       |                                       |
| Land and buildings  | 11.97                                 | 13.85                                 |
| Plant and machinery   | <u>8.32</u>                           | <u>0.40</u>                           |
|   | <u>20.29</u>                          | <u>14.25</u>                          |
| Refer note 47 for other information relating to assets classified as held for sale.   |                                       |                                       |
| <b>11 Equity share capital</b>  |                                       |                                       |
| <b>Authorised</b>   |                                       |                                       |
| 29,49,50,000 (March 31, 2024 - 29,49,50,000)  | 58.99                                 | 58.99                                 |
| equity shares of Rs.2 each with voting rights   |                                       |                                       |
| 65,01,000 (March 31, 2024 - 65,01,000) Cumulative redeemable preference shares of Rs. 100 each                                | <u>65.01</u>                          | <u>65.01</u>                          |
|   | <u>124.00</u>                         | <u>124.00</u>                         |
| <b>Issued</b>   |                                       |                                       |
| 15,98,42,296 (March 31, 2024 - 15,98,42,296) Equity shares of Rs 2 each with voting rights                                    | <u>31.97</u>                          | <u>31.97</u>                          |
| <b>Subscribed and fully paid up</b>   |                                       |                                       |
| 15,59,42,296 (March 31, 2024 - 15,59,42,296) Equity shares of Rs. 2 each with voting rights, fully paid - up                  | 31.19                                 | 31.19                                 |
| Forfeited shares - Amount originally paid up  | <u>0.16</u>                           | <u>0.16</u>                           |
|   | <u>31.35</u>                          | <u>31.35</u>                          |
| Notes:  |                                       |                                       |
| (i) <b>Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:</b> |                                       |                                       |
| Subscribed and fully paid up Equity Shares:   | <u>No. of shares</u>                  | <u>Value (Rs. Crores)</u>             |
| As at April 1, 2023   | 15,59,42,296                          | 31.19                                 |
| As at March 31, 2024  | 15,59,42,296                          | 31.19                                 |
| As at March 31, 2025  | <b>15,59,42,296</b>                   | <b>31.19</b>                          |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
|--|---------------------------------------|---------------------------------------|

**(ii) Rights, preferences and restrictions on equity shares:**

Voting rights and dividend shall be in the proportion to the capital paid upon equity shares. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to the capital paid upon equity share after distribution of all preferential amount.

**(iii) Shares held by the holding company:**

Sumant Investments Private Limited

| As at March 31, 2025 |        | As at March 31, 2024 |        |
|----------------------|--------|----------------------|--------|
| No. of shares        | %      | No. of shares        | %      |
| 9,82,82,744          | 63.03% | 9,82,82,744          | 63.03% |

**(iv) Shareholders holding more than 5% equity shares are as under:**

Sumant Investments Private Limited  
Life Insurance Corporation of India

|             |        |             |        |
|-------------|--------|-------------|--------|
| 9,82,82,744 | 63.03% | 9,82,82,744 | 63.03% |
| 96,96,605   | 6.22%  | 1,05,42,850 | 6.76%  |

**(v) Shares held by promoters:**

Refer note 53

## 12 Other equity<sup>1</sup>

|      |   |                 |                 |
|------|---|-----------------|-----------------|
| 12.1 | General reserve   | 639.33          | 630.20          |
| 12.2 | Surplus in statement of profit and loss                                       | 6,339.42        | 5,904.73        |
| 12.3 | Capital redemption reserve  | 10.40           | 10.40           |
| 12.4 | Storage fund for molasses account   | 3.19            | 2.91            |
| 12.5 | Share held by trust under Employees Stock Purchase Scheme (ESPS) <sup>2</sup> | (3.33)          | (4.64)          |
| 12.6 | Other comprehensive income  |                 |                 |
|      | - Cash flow hedging reserve [(refer note 45.4(b))]                            | 0.48            | 1.63            |
|      |   | <u>6,989.49</u> | <u>6,545.23</u> |

- Created under relevant Act/statutes and will be utilized as per the Companies Act, 2013/ other relevant acts. For movement during the year, refer 'Standalone statement of changes in equity'.
- Shares held by trust under ESPS represents cost of 7,22,057 (March 31, 2024 - 10,04,974) equity shares purchased and held by the Employee Benefit trust under ESPS scheme.

## NON-CURRENT LIABILITIES

### 13 Financial liabilities

#### 13.1 Long term borrowings (at amortized cost)

**Secured** (refer note 41B)

|                            |                 |                 |
|----------------------------|-----------------|-----------------|
| Non Convertible Debentures | 105.31          | 128.48          |
| Term loans                 |                 |                 |
| From banks                 | 1,075.46        | 1,019.56        |
| From other than banks      | 175.01          | 208.25          |
|                            | <u>1,355.78</u> | <u>1,356.29</u> |

**Unsecured**

|                    |                 |                 |
|--------------------|-----------------|-----------------|
| Deposits           |                 |                 |
| Fixed <sup>1</sup> | 34.47           | 28.25           |
|                    | <u>34.47</u>    | <u>28.25</u>    |
|                    | <u>1,390.25</u> | <u>1,384.54</u> |

- Repayable as per maturity term not beyond 3 years

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
| <b>13.2 Other financial liabilities</b>  |                                       |                                       |
| Interest accrued but not due on borrowing and deposits   | -                                     | 0.04                                  |
| Others   | 3.36                                  | -                                     |
|  | <u>3.36</u>                           | <u>0.04</u>                           |
| <b>14 Long term provisions</b>   |                                       |                                       |
| Provision for employee benefits  |                                       |                                       |
| Gratuity (refer note 32(ii))   | 163.04                                | 152.65                                |
| Compensated absences   | 121.77                                | 109.31                                |
| Other benefits   | 18.58                                 | 13.15                                 |
| Provision for contingencies (refer note 37)  | 12.09                                 | 12.09                                 |
|  | <u>315.48</u>                         | <u>287.20</u>                         |
| <b>15 Other non-current liabilities</b>  |                                       |                                       |
| Security deposits  | 0.01                                  | 0.01                                  |
| Others (includes deferred government grant)  | 3.21                                  | 4.22                                  |
|  | <u>3.22</u>                           | <u>4.23</u>                           |
| <b>CURRENT LIABILITIES</b>   |                                       |                                       |
| <b>16 Financial liabilities</b>  |                                       |                                       |
| <b>16.1 Short-term borrowings - at amortized cost</b>  |                                       |                                       |
| Secured (refer note 41B)   |                                       |                                       |
| Current maturities of long-term debt :   |                                       |                                       |
| Non Convertible Debentures   | 23.53                                 | 23.53                                 |
| Term loans:  |                                       |                                       |
| From banks   | 130.53                                | 96.91                                 |
| From other than banks  | 39.17                                 | 37.90                                 |
| Short term loans from banks  | 552.00                                | 442.00                                |
|  | <u>745.23</u>                         | <u>600.34</u>                         |
| <b>Unsecured</b>   |                                       |                                       |
| Current maturities of long-term debt   |                                       |                                       |
| Fixed deposits   | 4.15                                  | 10.02                                 |
| Other loans:   |                                       |                                       |
| From banks   | 226.18                                | 82.95                                 |
| From other than banks  | 35.62                                 | -                                     |
|  | <u>265.95</u>                         | <u>92.97</u>                          |
|  | <u>1,011.18</u>                       | <u>693.31</u>                         |
| <b>16.2 Trade payables<sup>(i)</sup></b>   |                                       |                                       |
| Total outstanding dues of micro enterprises and small enterprises (refer note 48)                  | 71.49                                 | 50.00                                 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises             | 1,077.28                              | 943.77                                |
| (i) refer note 56 (a)  | <u>1,148.77</u>                       | <u>993.77</u>                         |
| <b>16.3 Other financial liabilities</b>  |                                       |                                       |
| Interest accrued but not due on borrowing and deposits   | 8.45                                  | 7.21                                  |
| Unpaid dividends   | 8.55                                  | 9.68                                  |
| Employee dues payable <sup>(i)</sup>   | 93.14                                 | 77.21                                 |
| Security deposits  | 64.15                                 | 57.90                                 |
| Others liabilities <sup>(i)</sup>  | 144.85                                | 187.07                                |
| [(Includes capital creditors Rs 105.74 crores; March 31, 2024 - Rs. 152.80 crores)(Refer note 48)] |                                       |                                       |
| Derivatives designated as hedge  |                                       |                                       |
| - Foreign exchange forward contracts   | -                                     | 0.77                                  |
|  | <u>319.14</u>                         | <u>339.84</u>                         |

(i) includes due to related parties [Refer note 31(b)]



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|   | As at<br>March 31, 2025<br>Rs. Crores               | As at<br>March 31, 2024<br>Rs. Crores               |
|---|---|---|
| <b>17 Other current liabilities</b>   |   |   |
| Statutory levies (includes statutory dues payable)  | 113.53  | 155.38  |
| Advance received from customers   | 411.79  | 343.94  |
| Other current liabilities   | 89.09   | 86.94   |
|   | <u>614.41</u>                                       | <u>586.26</u>                                       |
| <b>18 Short term provisions</b>   |   |   |
| Provision for employee benefits   |   |   |
| Gratuity (refer note 32(ii))  | 32.21   | 32.58   |
| Compensated absences  | 37.92   | 34.86   |
| Other benefits  | 1.50  | 1.12  |
|   | <u>71.63</u>  | <u>68.56</u>  |
|   | <b>Year ended<br/>March 31, 2025<br/>Rs. Crores</b> | <b>Year ended<br/>March 31, 2024<br/>Rs. Crores</b> |
| <b>19 Revenue from operations</b>   |   |   |
| <b>Revenue from contracts with customers</b>  |   |   |
| <b>Sale of products (Refer note 58)</b>   |   |   |
| Gross revenue <sup>(i)</sup>  | 12,722.10   | 11,397.46   |
| Less: Discounts   | 352.00  | 277.85  |
|   | <u>12,370.10</u>                                    | <u>11,119.61</u>                                    |
| <b>Other operating revenue</b>  |   |   |
| Rent  | 0.07  | 0.09  |
| Liabilities/provisions no longer required written back  | 4.94  | 7.29  |
| Miscellaneous income (includes scrap sales)   | 66.85   | 43.90   |
|   | <u>71.86</u>  | <u>51.28</u>  |
| <b>Revenue from Operations</b>  | <u>12,441.96</u>                                    | <u>11,170.89</u>                                    |
| (i) <b>Notes:</b>   |   |   |
| (a) Includes Rs. 289.93 crores against advance received from customers balance as at April 1, 2024 (Previous year - Rs 267.56 crores).  |   |   |
| (b) Includes Rs 25.32 crores on account of differential urea subsidy accrued for earlier periods based on notification issued by 'Fertiliser Industry Coordination Committee (FICC), Government of India, in pursuance of the Retention Price Scheme administered for nitrogenous fertilisers (Previous year - Rs 4.53 crores). |   |   |
| (c) The Company does not have any contracts where the period between the transfer of the promised goods to the customer and payment by the customer exceeds one year. Accordingly, the Company has not adjusted transaction prices for the time value of money.   |   |   |
| (d) Total revenue from operations (excluding excise duty) is as under:  |   |   |
| Total revenue from operations (excluding excise duty)   | 11,777.99   | 10,662.08   |
| <b>20 Other income</b>  |   |   |
| Interest income [refer note 31(a)]  | 47.81   | 32.96   |
| Interest income from income tax authorities   | 5.00  | 1.30  |
| Rent [refer note 34(ii)]  | 1.03  | 0.73  |
| Miscellaneous income (refer note 49)  | 50.00   | 23.85   |
| Other gains/(losses):   |   |   |
| - net gain/(loss) on financial assets mandatorily measured at fair value through profit or loss   | 11.69   | (0.90)  |
| - net gain on sale of liquid investments  | 31.78   | 41.39   |
| - net (loss) on sale of property, plant and equipment (including assets held for sale)  | (4.96)  | (0.46)  |
|   | <u>142.35</u>                                       | <u>98.87</u>  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|  | Note | Year ended<br>March 31, 2025<br>Rs. Crores | Year ended<br>March 31, 2024<br>Rs. Crores |
|--|------|--|--|
| <b>21 Change in inventories of finished goods, stock-in-trade and work-in-progress (refer note 6)</b>  |      |  |  |
| Closing stock  |      | 2,082.04                                   | 2,057.06                                   |
| Add: Provision for sales return  |      | 6.72                                       | 3.85                                       |
| Less: - Inventory produced during trial run  |      | 12.02                                      | -  |
| Adjusted closing stock   |      | 2,076.74                                   | 2,060.91                                   |
| Opening stock  |      | 2,060.91                                   | 1,751.35                                   |
| (Increase) in Inventories of finished goods, stock-in-trade and work-in-progress   |      | (15.83)                                    | (309.56)                                   |
| <b>22 Employee benefits expense</b>  |      |  |  |
| Salaries, wages, bonus, gratuity, commission, etc. <sup>(i)</sup>  |      | 928.36                                     | 862.82                                     |
| Expense on Employee stock purchase scheme <sup>(ii)</sup>  |      | 12.06                                      | 9.03                                       |
| Contribution to provident and other funds <sup>(i)</sup>   |      | 58.10                                      | 53.43                                      |
| Staff welfare expenses   |      | 45.18                                      | 39.22                                      |
|  |      | 1,043.70                                   | 964.50                                     |
| (i) refer note 32  |      |  |  |
| (ii) refer note 40   |      |  |  |
| <b>23 Finance costs</b>  |      |  |  |
| Interest expense on financial liabilities measured at amortized cost <sup>1</sup>  |      | 167.25                                     | 132.53                                     |
| Interest expense to income tax authorities   |      | 0.08                                       | 3.40                                       |
| Other borrowing costs  |      | 5.74                                       | 3.24                                       |
| Net loss on foreign currency transactions and translation  |      | 4.10                                       | 10.44                                      |
|  |      | 177.17                                     | 149.61                                     |
| Less: Amount included in the cost of qualifying assets <sup>2</sup>  |      | 25.36                                      | 62.15                                      |
|  |      | 151.81                                     | 87.46                                      |
| 1. Includes interest expense on loan from wholly owned subsidiary Rs nil crores (Previous year: Rs. 0.07 crores).  |      |  |  |
| 2. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Borrowing cost attributable to the aquisition or construction of qualifying assets is capitalised upto the date when substantially all the necessary activities to prepare the qualifying assets for its intended use are complete. The weighted average rate used to determine the amount of borrowing costs eligible for capitalization is 7.70% p.a. (Previous year: 7.40% p.a.). |      |  |  |
| <b>24 Depreciation and amortization expense</b>  |      |  |  |
| Depreciation of property, plant and equipment  | 2.1  | 373.82                                     | 271.99                                     |
| Depreciation of Right of use assets (refer note 34)  | 2.1  | 22.28                                      | 21.25                                      |
| Depreciation of investment property*   | 2.2  | 0.01                                       | -  |
| Amortization of intangible assets  | 2.3  | 3.64                                       | 3.58                                       |
|  |      | 399.75                                     | 296.82                                     |

\* Represent depreciation of Rs. 38,235 (Previous year : Rs. 41,483).

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|  | Year ended<br>March 31, 2025<br>Rs. Crores | Year ended<br>March 31, 2024<br>Rs. Crores |
|--|--|--|
| <b>25 Other expenses</b>   |  |  |
| Consumption of stores and spare parts  | 458.49                                     | 424.36                                     |
| Rent (refer note 34)   | 17.17                                      | 11.79                                      |
| Repairs  |  |  |
| Buildings  | 24.06                                      | 20.00                                      |
| Plant and machinery  | 126.93                                     | 110.64                                     |
| Donation (refer note 36)   | 20.02                                      | 18.06                                      |
| Insurance  | 29.91                                      | 28.83                                      |
| Rates and taxes  | 22.18                                      | 19.29                                      |
| Auditors' remuneration   |  |  |
| Audit fee  | 1.44                                       | 1.19                                       |
| Tax audit  | 0.13                                       | 0.20                                       |
| Limited reviews  | 0.78                                       | 0.66                                       |
| Other certification services   | 0.51                                       | 0.36                                       |
| Out-of-pocket expenses   | 0.05                                       | 0.07                                       |
| Directors' fees  | 0.91                                       | 0.71                                       |
| Bad debts, advances, other debts and deposits written off                                      | 0.29                                       | 0.28                                       |
| Less: adjusted against loss allowance for doubtful debts, advances, other debts and deposits   | (0.23)                                     | (0.22)                                     |
| Loss allowance for credit impaired receivables (net)   | 6.47                                       | 4.29                                       |
| (Reversal of) / loss allowance for doubtful loans and advances, other debts and deposits (net) | -  | (0.17)                                     |
| Freight and transport  | 359.24                                     | 319.26                                     |
| Commission to selling agents   | 32.67                                      | 38.35                                      |
| Selling expenses   | 119.54                                     | 122.85                                     |
| Exchange fluctuation costs/(gains)   | (2.55)                                     | (1.95)                                     |
| (Reversal of) impairment on assets held for sale (net)   | -  | (0.28)                                     |
| Corporate Social Responsibility (refer note 38)  | 24.33                                      | 25.64                                      |
| Miscellaneous expenses   | 374.62                                     | 232.43                                     |
|  | <b>1,616.96</b>                            | <b>1,376.64</b>                            |
| Less:- Cost of own manufactured goods capitalised/consumed                                     | (2.78)                                     | (1.79)                                     |
|  | <b>1,614.18</b>                            | <b>1,374.85</b>                            |
| <b>26 Tax expense (refer note 42)</b>  |  |  |
| Current tax  | 149.82                                     | 181.92                                     |
| Deferred Tax   | 141.50                                     | 50.33                                      |
| Tax adjustments related to earlier years   |  |  |
| - Current tax  | 0.84                                       | 8.67                                       |
| - Deferred tax   | (0.40)                                     | 3.93                                       |
|  | <b>291.76</b>                              | <b>244.85</b>                              |
| <b>27 Earnings per share</b>   |  |  |
| Profits for the year attributable to equity holders of the company (Rs. Crores)                | 566.53                                     | 426.25                                     |
| Weighted average number of equity shares (Nos.)  | 15,59,42,296                               | 15,59,42,296                               |
| Basic and Diluted earnings per share (face value Rs 2 per share)                               | 36.33                                      | 27.33                                      |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

|    |  | Rs. Crores                            |                                       |
|----|--|---------------------------------------|---------------------------------------|
|    |  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
| 28 | (i) <b>Contingent liabilities not provided for*</b> :  |                                       |                                       |
|    | Claims (excluding claims by employees where amount not ascertainable) not acknowledged as debts: |                                       |                                       |
|    | - Additional premium on land   | 8.11                                  | 8.11                                  |
|    | - Interest on delayed payments (cane/others)   | 5.49                                  | 47.05                                 |
|    | - Others   | 5.35                                  | 5.35                                  |
|    | <b>Total</b>   | <b>18.95</b>                          | <b>60.51</b>                          |

\* timing of outflow, if any, cannot be ascertained as of now

(ii) **Capital commitments**

|   |        |        |
|---|--------|--------|
| Uncalled liability on investment in partly paid shares <sup>o</sup> | 22.20  | -      |
| Other capital commitments (net of advances)                         | 269.22 | 305.78 |

(i) Includes due to related party [refer note 31(b)]

29 In accordance with its accounting policy and past practice, the Company accrues revenue credits for urea subsidy claims pending notification/ final acceptance by 'Fertiliser Industry Coordination Committee' (FICC), Government of India, in pursuance of the Pricing Scheme administered for nitrogenous fertilisers. The total amount receivable on account of such claims as on March 31, 2025 is Rs 160.56 crores (March 31, 2024 : Rs. 90.43 crores). Necessary adjustments to revenue credits so accrued will be made on issuance of notification by FICC, Government of India.

## 30 Segment reporting

### A. Operating segments and principal activities:

Operating segments are defined as components for which discrete financial information is available and whose results are reviewed regularly by the chief operating decision maker (CODM), for allocation of resources and assessing performance. Accordingly, the following segments have been identified as under:

Chemicals and Vinyl (manufacturing of poly-vinyl chloride, carbide and chlor alkali products), Sugar and Ethanol (manufacturing of sugar, ethanol and co-generation of Power), Fenesta building system (Windows and doors), Shriram Farm solutions (Plant nutrients, seeds and pesticides), Fertiliser (manufacturing of urea), Bioseed (production of hybrid seeds), Others (Cement, Rural retail and plaster of paris). Sale of power from the co-generation facilities set up for the operating segments is included in their respective results.

### B. Geographical segments:

Since the Company's activities/ operations are primarily within the country and considering the nature of products/ services it deals in, the risks and returns are same and as such there is only one geographical segment.

### C. Segment accounting policies:

In addition to the material accounting policies applicable to the operating segments as set out in note 1.3, the accounting policies in relation to segment accounting are as under:

#### i) Segment revenue and expenses:

Joint revenue and expenses of segments are allocated amongst them on a reasonable basis. All other segment revenue and expenses are directly attributable to the segments.

#### ii) Segment assets and liabilities:

Segment assets include all operating assets used by a segment and consist principally of operating cash, trade receivables (net of loss allowances and provision), inventories and property, plant and equipment, which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consists principally of trade payables. Segment assets and liabilities do not include deferred income taxes. While most of the assets/ liabilities can be directly attributed to individual segment, the carrying amount of certain assets/ liabilities pertaining to two or more segments are allocated to the segments on a reasonable basis.

#### iii) Inter segment sales:

Inter segment sales between operating segments are accounted for at market price. These transactions are eliminated in consolidation.

### D. Revenue from major products:

Revenue from major products is given in note 58

### E. Geographical information:

(i) Revenue from external customers: The Company's revenue from external customers by location of operation are as under:

|                 |  | Rs. Crores       |                  |
|-----------------|--|------------------|------------------|
| Particulars     |  | This year        | Previous year    |
| - Within India  |  | 12,033.00        | 10,883.07        |
| - Outside India |  | 337.10           | 236.54           |
| <b>Total</b>    |  | <b>12,370.10</b> | <b>11,119.61</b> |

(ii) Non-current assets other than financial instruments: There are no such assets which are located outside India.

### F. Information about revenue from a single party exceeding 10% of the total revenue

Revenue from fertilizer subsidy income from 'Fertiliser Industry Coordination Committee' (FICC), Government of India amounted to Rs. 1,246.34 crores (Previous year : Rs. 1,299.53 crores) arising from sales in the fertilizers segment, and has outstanding receivable of Rs.160.56 crores as at 31 March, 2025 (31 March 2024 : Rs. 90.43 crores).

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## G. Information about business segments

| PARTICULARS   | Rs. Crores          |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
|---|---------------------|------------------|-------------------|------------------|-------------------------|------------------|------------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|
|   | Chemicals and Vinyl |                  | Sugar and Ethanol |                  | Fenesta Building System |                  | Shriram Farm Solutions |                  | Fertiliser       |                  | Bioseed          |                  | Others           |                  |
|   | This Year           | Previous Year    | This Year         | Previous Year    | This Year               | Previous Year    | This Year              | Previous Year    | This Year        | Previous Year    | This Year        | Previous Year    | This Year        | Previous Year    |
| <b>1. REVENUE</b>                                     |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| External sales  | 3,335.63            | 2,644.18         | 4,488.32          | 4,194.51         | 856.27                  | 813.91           | 1,433.18               | 1,184.59         | 1,457.75         | 1,515.80         | 501.09           | 428.58           | 297.86           | 338.04           |
| Other Operating Income                                | 27.00               | 17.42            | 20.38             | 12.12            | 9.96                    | 9.24             | 0.45                   | 0.59             | 3.45             | 2.92             | 7.28             | 5.16             | 3.34             | 3.83             |
| Inter segment sales                                   | 48.06               | 49.83            | -                 | -                | 1.25                    | 0.38             | -                      | 0.48             | -                | -                | 9.84             | 6.22             | 0.70             | 1.21             |
| <b>Total revenue</b>                                  | <b>3,410.69</b>     | <b>2,711.43</b>  | <b>4,508.70</b>   | <b>4,206.63</b>  | <b>867.48</b>           | <b>823.53</b>    | <b>1,433.63</b>        | <b>1,185.66</b>  | <b>1,461.20</b>  | <b>1,518.72</b>  | <b>518.21</b>    | <b>439.96</b>    | <b>301.90</b>    | <b>343.08</b>    |
| <b>2. RESULTS</b>                                     |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Segment results                                       | 398.37              | 78.71            | 296.88            | 424.42           | 124.80                  | 144.45           | 275.43                 | 219.82           | 73.58            | 54.10            | 30.74            | 6.52             | (9.11)           | (3.59)           |
| Unallocated expenses (net of income)                  |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>Operating profit</b>                               | <b>398.37</b>       | <b>78.71</b>     | <b>296.88</b>     | <b>424.42</b>    | <b>124.80</b>           | <b>144.45</b>    | <b>275.43</b>          | <b>219.82</b>    | <b>73.58</b>     | <b>54.10</b>     | <b>30.74</b>     | <b>6.52</b>      | <b>(9.11)</b>    | <b>(3.59)</b>    |
| Finance costs   |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>Profit before tax</b>                              |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Provision for taxation                                |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| - Current and deferred tax                            |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| - Tax adjustments related to earlier years            |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>Net profit after tax</b>                           |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>3. OTHER INFORMATION</b>                           |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>A. ASSETS</b>                                      |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Segment assets  | 5,032.09            | 4,672.44         | 4,397.80          | 4,208.78         | 393.74                  | 356.90           | 258.01                 | 224.17           | 417.00           | 343.08           | 581.05           | 461.32           | 79.29            | 92.79            |
| Unallocated assets                                    |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>Total assets</b>                                   | <b>5,032.09</b>     | <b>4,672.44</b>  | <b>4,397.80</b>   | <b>4,208.78</b>  | <b>393.74</b>           | <b>356.90</b>    | <b>258.01</b>          | <b>224.17</b>    | <b>417.00</b>    | <b>343.08</b>    | <b>581.05</b>    | <b>461.32</b>    | <b>79.29</b>     | <b>92.79</b>     |
| <b>B. EQUITY AND LIABILITIES</b>                      |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Equity (Share Capital & Other Equity)                 |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Segment liabilities                                   | 709.29              | 620.70           | 508.99            | 531.11           | 357.50                  | 311.52           | 226.62                 | 193.61           | 300.64           | 248.32           | 242.87           | 206.06           | 52.48            | 66.19            |
| Secured and unsecured loans                           |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Unallocated liabilities                               |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>Total liabilities</b>                              | <b>709.29</b>       | <b>620.70</b>    | <b>508.99</b>     | <b>531.11</b>    | <b>357.50</b>           | <b>311.52</b>    | <b>226.62</b>          | <b>193.61</b>    | <b>300.64</b>    | <b>248.32</b>    | <b>242.87</b>    | <b>206.06</b>    | <b>52.48</b>     | <b>66.19</b>     |
| <b>C. OTHERS</b>                                      |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Capital expenditure                                   | 436.55              | 1,071.41         | 334.03            | 110.76           | 25.49                   | 56.77            | 6.91                   | 3.89             | 14.00            | 30.58            | 25.08            | 25.15            | 3.52             | 7.79             |
| Unallocated capital expenditure                       |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Depreciation and amortisation expense                 | 209.74              | 122.32           | 110.56            | 103.10           | 31.92                   | 26.88            | 3.37                   | 2.66             | 13.32            | 12.42            | 5.58             | 4.92             | 5.31             | 4.99             |
| Unallocated depreciation and amortisation expense     |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| Non cash expenses other than depreciation             | 0.02                | 0.02             | -                 | -                | 0.18                    | (0.17)           | 1.27                   | (0.01)           | -                | -                | 5.33             | 4.28             | -                | 0.01             |
| Unallocated non cash expenses other than depreciation |                     |                  |                   |                  |                         |                  |                        |                  |                  |                  |                  |                  |                  |                  |
| <b>Total</b>  | <b>12,370.10</b>    | <b>11,119.61</b> | <b>12,441.96</b>  | <b>11,170.89</b> | <b>12,441.96</b>        | <b>11,170.89</b> | <b>12,441.96</b>       | <b>11,170.89</b> | <b>12,441.96</b> | <b>11,170.89</b> | <b>12,441.96</b> | <b>11,170.89</b> | <b>12,441.96</b> | <b>11,170.89</b> |



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 31 Related party disclosures

### Name of related party as per Ind AS 24 and nature of related party relationship

1. Holding company: Sumant Investments Private Limited

2. Subsidiaries:

(i) DCM Shriram Credit and Investments Limited, Bioseed India Limited, DCM Shriram Infrastructure Limited, DCM Shriram Aqua Foods Limited, Hariyali Rural Ventures Limited, Fenesta India Limited, Shriram Bioseed Ventures Limited, Bioseed Research Philippines Inc., Bioseeds Holdings PTE. Ltd., Shriram Polytech Limited, Bioseed Research USA Inc., DCM Shriram Bio Enchem Ltd., DCM Shriram ProChem Ltd., DCM Shriram Ventures Ltd., Shriram Agsmart Ltd.

(ii) Subsidiaries incorporated under section 8 of Companies Act 2013:

DCM Shriram Foundation, Shridhar Shriram Foundation

3. Associate : Renew Green (GJ Ten) Private limited

Renew Green (GJ Nine) Private limited (w.e.f. May 18, 2023)

4. Key Managerial Persons, HUFs and close members of the family of key managerial persons:

(i) Executive Directors, HUFs and close family members of executive directors (with whom transactions are there):

(a) Executive Directors

Mr. Ajay S. Shriram, Mr. Vikram S. Shriram, Mr. Ajit S. Shriram, Mr. K.K. Kaul\*, Mr. K.K. Sharma, Mr. Aditya A. Shriram\*\*.

\*upto July 01, 2023

\*\*from July 02, 2023

(b) HUFs and Close family members of executive directors

Ms. Prabha Shridhar, Mr. Anand A. Shriram, Mr. Pranav V. Shriram, Mr. Varun A. Shriram, Ms. Anuradha Bishnoi, Ms. Kavita V. Shriram, Ms. Richa A. Shriram, Ms. Tara A. Shriram, Ms. Vandana A. Shriram, Ms. Nainika V. Shriram, Ms. Geeta Kaul\*, M/s. Ajay S. Shriram (HUF), M/s. Vikram S. Shriram (HUF), and M/s. Ajit S. Shriram (HUF).

\*upto July 01, 2023

(ii) Independent Directors and close members of the family of independent directors (with whom transactions are there):

Mr. Pradeep Dinodia<sup>^</sup>, Ms. Sujata Dinodia<sup>^</sup>, Mr. Vimal Bhandari<sup>^</sup>, Mr. Sunil Kant Munjal<sup>^</sup>, Mrs. Ramni Nirula<sup>\$</sup>, Ms. Maya nirula<sup>\$</sup>, Justice (Retd.) Vikramjit Sen, Ms. Mrinalini sen, Mr. Pravesh Sharma, Ms. Sarita Garg (Nominee of LIC)<sup>\*</sup>, Mr. Ravi Narayan Mishra (Nominee of LIC)<sup>\*\*</sup>, Mr. Pranam Wahi<sup>#</sup>, Ms. Seema Bahuguna<sup>#</sup>, Ms. Simrit Kaur<sup>#</sup>, Mr. Vipin Sondhi<sup>#</sup>, Mr. Tejpreet Singh Chopra<sup>^^</sup>.

<sup>^</sup> upto July 16, 2024

<sup>\$</sup> upto February 02, 2025

<sup>\*</sup> upto October 31, 2023

<sup>\*\*</sup>from November 01, 2023

<sup>#</sup> from July 16, 2024

<sup>^^</sup> from January 18, 2025

(iii) Non executive & Non independent Directors and close members of the family of independent directors (with whom transactions are there):

Mr. Pradeep Dinodia\* and Ms. Sujata Dinodia\*

\*from July 16, 2024

5. Trust : Sir Shriram Foundation, DCM Shriram Employees' Provident Fund Trust, DCM Shriram Officers' Superannuation Fund Trust

### (a) Transactions with related parties:

Rs. Crores

| S. No. | Nature of transaction  | This year       |              |            |                 |       |       | Previous year   |              |            |                 |       |       |
|--------|--|-----------------|--------------|------------|-----------------|-------|-------|-----------------|--------------|------------|-----------------|-------|-------|
|        |  | Holding Company | Subsidiaries | Associates | KMP's/Relatives | Trust | Total | Holding Company | Subsidiaries | Associates | KMP's/Relatives | Trust | Total |
| 1      | Sale of products   | -               | 68.38        | -          | 0.14            | -     | 68.53 | -               | 70.10        | -          | -               | -     | 70.10 |
| 2      | Purchases of finished goods  | -               | 52.47        | -          | -               | -     | 52.47 | -               | 9.34         | -          | -               | -     | 9.34  |
| 3      | Supply of water, power and steam                                     | -               | 2.51         | -          | -               | -     | 2.51  | -               | 0.81         | -          | -               | -     | 0.81  |
| 4      | Purchase of power  | -               | -            | 62.51      | -               | -     | 62.51 | -               | -            | 44.53      | -               | -     | 44.53 |
| 5      | Common services expenses recovered                                   | -               | 2.55         | -          | -               | -     | 2.55  | -               | 3.06         | -          | -               | -     | 3.06  |
| 6      | Rent paid  | -               | 0.20         | -          | 3.60            | -     | 3.80  | -               | 0.20         | -          | 2.99            | -     | 3.19  |
| 7      | Remuneration to executive directors and their relatives <sup>9</sup> | -               | -            | -          | -               | -     | -     | -               | -            | -          | -               | -     | -     |
|        | - Short term employment benefit including commission                 | -               | -            | -          | 50.27           | -     | 50.27 | -               | -            | -          | 45.08           | -     | 45.08 |
|        | - Post employment benefits   | -               | -            | -          | 4.04            | -     | 4.04  | -               | -            | -          | 3.60            | -     | 3.60  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (a) Transactions with related parties:

Rs. Crores

| S. No. | Nature of transaction  | This year       |              |            |                 |       |       | Previous year   |              |            |                 |       |       |
|--------|--|-----------------|--------------|------------|-----------------|-------|-------|-----------------|--------------|------------|-----------------|-------|-------|
|        |  | Holding Company | Subsidiaries | Associates | KMP's/Relatives | Trust | Total | Holding Company | Subsidiaries | Associates | KMP's/Relatives | Trust | Total |
| 8      | Sitting fees and commission to independent directors                 | -               | -            | -          | 5.28            | -     | 5.28  | -               | -            | -          | 4.19            | -     | 4.19  |
| 9      | Security deposits given  | -               | 0.01         | -          | -               | -     | 0.01  | -               | 0.03         | -          | -               | -     | 0.03  |
| 10     | Sale of property, plant and equipments including right of use assets | -               | -            | -          | -               | -     | -     | -               | 4.38         | -          | -               | -     | 4.38  |
| 11     | Advance against sale of products                                     | -               | -            | -          | -               | -     | -     | -               | 0.74         | -          | 0.08            | -     | 0.82  |
| 12     | Repayment of Loans   | -               | -            | -          | -               | -     | -     | -               | 1.45         | -          | -               | -     | 1.45  |
| 13     | Loans given (net)  | -               | -            | -          | -               | -     | -     | -               | 13.65        | -          | -               | -     | 13.65 |
| 14     | Loans received back (net)  | -               | 16.75        | -          | -               | -     | 16.75 | -               | -            | -          | 0.02            | -     | 0.02  |
| 15     | Advance paid for purchase of goods (net)                             | -               | 4.86         | -          | -               | -     | 4.86  | -               | 1.18         | -          | -               | -     | 1.18  |
| 16     | Interest income  | -               | 1.36         | -          | -               | -     | 1.36  | -               | 0.76         | -          | -               | -     | 0.76  |
| 17     | Other income   | -               | 0.09         | -          | -               | -     | 0.09  | -               | 0.04         | -          | -               | -     | 0.04  |
| 18     | Investment in equity shares  | -               | 23.16        | 2.50       | -               | -     | 25.66 | -               | 34.00        | 41.49      | -               | -     | 75.49 |
| 19     | Interest expenses  | -               | -            | -          | -               | -     | -     | -               | 0.07         | -          | -               | -     | 0.07  |
| 20     | Dividends paid   | 80.59           | -            | -          | 4.49            | -     | 85.08 | 74.69           | -            | -          | 4.28            | -     | 78.97 |
| 21     | Contribution to Provident fund trust                                 | -               | -            | -          | -               | 42.73 | 42.73 | -               | -            | -          | -               | 38.89 | 38.89 |
| 22     | Contribution to Superannuation fund trust                            | -               | -            | -          | -               | 8.81  | 8.81  | -               | -            | -          | -               | 8.69  | 8.69  |
| 23     | Contribution for CSR activities**                                    | -               | 24.51        | -          | -               | -     | 24.51 | -               | 26.94        | -          | -               | -     | 26.94 |
| 24     | Donation paid  | -               | 0.07         | -          | -               | -     | 0.07  | -               | 0.02         | -          | -               | -     | 0.02  |

\*\* Included Rs.20.69 crores related to current year obligation(Previous year : Rs. 20.86 crores)

## (b) Balance outstanding (including commitments) as at the year end (gross) (unsecured unless otherwise stated)

Rs. Crores

| S. No. | Nature of transaction  | This year       |              |            |                 |       |        | Previous year   |              |            |                 |       |        |
|--------|--|-----------------|--------------|------------|-----------------|-------|--------|-----------------|--------------|------------|-----------------|-------|--------|
|        |  | Holding Company | Subsidiaries | Associates | KMP's/Relatives | Trust | Total  | Holding Company | Subsidiaries | Associates | KMP's/Relatives | Trust | Total  |
| 1      | Security deposits receivable   | -               | 1.55         | -          | 8.34            | -     | 9.89   | -               | 1.54         | -          | 8.34            | -     | 9.88   |
| 2      | Loans receivable   | -               | 31.81        | -          | -               | -     | 31.81  | -               | 48.56        | -          | -               | -     | 48.56  |
| 3      | Advance payable to customer  | -               | 0.28         | -          | -               | -     | 0.28   | -               | 0.74         | -          | -               | -     | 0.74   |
| 4      | Advance against purchase of goods  | -               | 6.04         | -          | -               | -     | 6.04   | -               | 1.18         | -          | -               | -     | 1.18   |
| 5      | Interest receivable  | -               | 0.25         | -          | -               | -     | 0.25   | -               | 2.02         | -          | -               | -     | 2.02   |
| 6      | Trade receivable   | -               | 4.70         | -          | -               | -     | 4.70   | -               | 7.86         | -          | -               | -     | 7.86   |
| 7      | Trade payables   | -               | 0.29         | 7.58       | -               | -     | 7.87   | -               | 0.01         | 17.11      | -               | -     | 17.12  |
| 8      | Other current assets   | -               | 0.05         | -          | -               | -     | 0.05   | -               | 0.04         | -          | -               | -     | 0.04   |
| 9      | Other financial assets   | -               | -            | -          | -               | -     | -      | -               | 4.62         | -          | -               | -     | 4.62   |
| 10     | Commission payable   | -               | -            | -          | 30.13           | -     | 30.13  | -               | -            | -          | 26.38           | -     | 26.38  |
| 11     | Other financial liabilities  | -               | 0.19         | -          | -               | -     | 0.19   | -               | 0.07         | -          | -               | -     | 0.07   |
| 12     | Outstanding guarantees given by subsidiary companies in respect of loan taken by the Company | -               | 306.75       | -          | -               | -     | 306.75 | -               | 356.27       | -          | -               | -     | 356.27 |
| 13     | Provision for doubtful loan/advances and interest accrued against outstanding balances       | -               | 26.76        | -          | -               | -     | 26.76  | -               | 26.76        | -          | -               | -     | 26.76  |
| 14     | Uncalled liability on investment in partly paid shares                                       | -               | 22.20        | -          | -               | -     | 22.20  | -               | -            | -          | -               | -     | -      |

The transactions with related parties are as per the terms of arrangement between the parties in the normal course of business and to be settled through receipt/payment or sale/purchase of goods or services.

- (i) Provision for incremental gratuity liability and leave encashment for the current year in respect of directors has not been considered above, since the provision is based on a actuarial basis for the Company as a whole.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (c) Loan outstanding and maximum amount outstanding during the year

Rs. Crores

| S. No. | Name of the Company                        | Amount outstanding at the year end (gross) |               | Maximum amount outstanding during the year |               |
|--------|--|--|---------------|--|---------------|
|        |  | This year                                  | Previous year | This year                                  | Previous year |
| 1      | DCM Shriram Credit and Investments Limited | -  | 8.40          | 8.40                                       | 8.40          |
| 2      | DCM Shriram Infrastructure Limited         | 26.51                                      | 26.51         | 26.51                                      | 26.51         |
| 3      | Hariyali Rural Ventures Limited *          | -  | 6.85          | 7.65                                       | 6.85          |
| 4      | DCM Shriram Prochem Ltd.*                  | -  | 0.50          | 1.80                                       | 0.50          |
| 5      | Shriram Agsmart Limited *                  | 5.30                                       | 5.30          | 5.30                                       | 5.30          |
| 6      | DCM Shriram Bio Enchem Ltd.*               | -  | 1.00          | 6.21                                       | 1.00          |
|        | <b>Total</b>                               | <b>31.81</b>                               | <b>48.56</b>  |  |               |

\* includes loans given during the year for working capital requirements and purchase of property , plant and equipments

## 32 Employee Benefits

The Company has classified the various benefits provided to employees as under:-

### (i) Defined contribution plans:

The Company has recognized the following amounts in the statement of standalone profit and loss:

Rs. Crores

|  | This year    | Previous year |
|--|--------------|---------------|
| Employers' contribution to provident fund*         | 42.63        | 38.89         |
| Employers' contribution to superannuation fund     | 8.81         | 8.69          |
| Employers' contribution to national pension scheme | 6.66         | 5.85          |
| <b>Total</b>                                       | <b>58.10</b> | <b>53.43</b>  |

\* There is no shortfall in the interest cost for which Company is liable as at the date of these financial statements.

### (ii) Disclosure in respect of Defined benefit obligation (Gratuity) is as under:

The principal assumptions used for the purpose of actuarial valuation were as under:

Rs. Crores

| Particulars                      | As at<br>March 31, 2025    | As at<br>March 31, 2024    |
|----------------------------------|----------------------------|----------------------------|
| Discount rate per annum          | 6.86%                      | 7.21%                      |
| Expected rate of salary increase | 8.00%                      | 8.00%                      |
| Mortality rate                   | IALM (2012-14)<br>ultimate | IALM (2012-14)<br>ultimate |
| Withdrawal rates:                |                            |                            |
| - Upto 30 years                  | 3%                         | 3%                         |
| - 31 to 44 years                 | 2%                         | 2%                         |
| - above 44 years                 | 1%                         | 1%                         |
| Retirement age                   | 58/60 yrs                  | 58/60 yrs                  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

(a) Amount recognised in statement of standalone profit and loss in respect of the defined benefit plan are as follows:

Rs. Crores

|   | This year    | Previous year |
|---|--------------|---------------|
| <b>Components of defined benefit costs recognised in statement of standalone profit and loss*</b> |              |               |
| Current service cost  | 15.86        | 13.85         |
| Net interest expense  | 11.90        | 11.15         |
| <b>Components of defined benefit costs recognised in profit and loss</b>                          | <b>27.76</b> | <b>25.00</b>  |
| <b>Components of defined benefit costs recognised in other comprehensive income</b>               |              |               |
| Actuarial (gain)/loss from changes in financial assumptions                                       | 5.10         | 4.17          |
| Actuarial (gain)/loss arising from experience adjustments   | 1.60         | 5.15          |
| Return on plan assets (higher)/lower than discount rate   | 0.06         | 0.07          |
| <b>Total actuarial (gain)/loss recognised in other comprehensive income</b>                       | <b>6.76</b>  | <b>9.39</b>   |
| <b>Total amount recognised in standalone statement of profit and loss</b>                         | <b>34.52</b> | <b>34.39</b>  |

\* included in the salaries, wages, bonus, gratuity etc in note 22 "Employee Benefits expense".

(b) The amount included in the balance sheet arising from the Company's obligation in respect of its defined benefit obligation/plans is as follows:

Rs. Crores

|  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|--|-------------------------|-------------------------|
| Present value of defined benefit obligation                  | 203.54                  | 193.25                  |
| Fair value of plan assets                                    | (8.29)                  | (8.02)                  |
| <b>Net liability arising from defined benefit obligation</b> | <b>195.25</b>           | <b>185.23</b>           |
| - Non-current liability                                      | 163.04                  | 152.65                  |
| - Current liability  | 32.21                   | 32.58                   |

(c) Movements in the fair value of plan assets are as follows:

Rs. Crores

|   | This year   | Previous year |
|---|-------------|---------------|
| Opening fair value of plan assets                         | 8.02        | 7.97          |
| Expected return on plan assets                            | 0.58        | 0.60          |
| Employer contribution                                     | 1.39        | 0.56          |
| Remeasurement gains/(losses):                             |             |               |
| - Return on plan assets higher/(lower) than discount rate | (0.06)      | (0.07)        |
| Benefits paid   | (1.64)      | (1.04)        |
| <b>Closing fair value of plan assets</b>                  | <b>8.29</b> | <b>8.02</b>   |

(d) Movements in the present value of defined benefit obligations are as follows:

Rs. Crores

|   | This year     | Previous year |
|---|---------------|---------------|
| Opening defined benefit obligation                            | 193.25        | 174.25        |
| Current service cost  | 15.86         | 13.85         |
| Interest cost   | 12.48         | 11.75         |
| Remeasurement (gains)/losses:                                 |               |               |
| - Actuarial (gain)/loss from changes in financial assumptions | 5.10          | 4.17          |
| - Actuarial (gain)/loss arising from experience adjustments   | 1.60          | 5.15          |
| Benefits transferred to subsidiary                            | (0.08)        | -             |
| Benefits paid by employer                                     | (23.03)       | (14.88)       |
| Benefits paid from plan assets                                | (1.64)        | (1.04)        |
| <b>Closing defined benefit obligations</b>                    | <b>203.54</b> | <b>193.25</b> |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (e) Sensitivity analysis

The significant actuarial assumption for the determination of defined benefit obligations are discount rate and expected salary increase.

|   | Rs. Crores              |                         |
|---|-------------------------|-------------------------|
|   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| The value of gross benefit obligation as mentioned above, on account of sensitivity in significant assumptions, would be as under : |                         |                         |
| <b>Discount rate</b>  |                         |                         |
| (i) Discount rate -100 basis point  | 219.34                  | 206.39                  |
| (ii) Discount rate + 100 basis point  | 189.93                  | 179.81                  |
| <b>Salary increase rate</b>   |                         |                         |
| (i) rate -100 basis point   | 191.50                  | 181.19                  |
| (ii) rate + 100 basis point   | 216.96                  | 204.29                  |

## (f) Major categories of plan assets

The plan assets at one of the unit are maintained with LIC of India Gratuity Scheme. The details of investment maintained by LIC are not available and have therefore not been disclosed.

(g) The Company expects to contribute Rs. 1.43 crores to the LIC fund during the year 2025-26 (previous year - Rs. 1.43 crores).

(h) The average expected future working life of members of the defined benefit obligation as at March 31, 2025 is 16.19 years (as at March 31, 2024: 16.00 years).

(i) The maturity profile (undiscounted) of defined benefit obligation is as follows:

|                    | Rs. Crores              |                         |
|--------------------|-------------------------|-------------------------|
| Particulars        | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| within 1 year      | 40.50                   | 40.23                   |
| between 2-5 years  | 72.09                   | 68.51                   |
| between 6-10 years | 66.29                   | 68.59                   |
| More than 10 years | 216.54                  | 200.37                  |

## 33 (a) Fair value

The fair value of the Company's investment properties as at March 31, 2025 and March 31, 2024 have been arrived at on the basis of a valuation carried out by government approved independent valuers. The inputs used in fair valuation are circle rate of the property, prevailing market price of the similar kind of property in that area and other relevant factors.

Information about the fair value of the Company's investment properties and fair value hierarchy are as follows:

|  | Rs. Crores              |                         |
|--|-------------------------|-------------------------|
|  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Fair value of the investment properties (Rs. Crores) | 12.43                   | 9.87                    |
| Fair valuation hierarchy                             | Level 3                 | Level 3                 |

(b) Depreciation recognised in statement of profit and loss with respect to investment properties Rs. 38,235/- (Previous year : Rs. 41,483).

## 34 Disclosures of Ind AS 116 'Leases' :

### (i) Assets taken on lease

#### (a) Amounts recognised in the statement of profit or loss

|  | Rs. Crores |               |
|--|------------|---------------|
|  | This year  | Previous year |
| <b>Depreciation charge of right-of-use assets</b>                |            |               |
| Buildings  | 20.91      | 19.90         |
| Leasehold land   | 1.37       | 1.35          |
|  | 22.28      | 21.25         |
| Interest expense (included in finance cost)                      | 5.01       | 6.00          |
| Expense relating to short-term leases (included in Rent expense) | 9.33       | 5.57          |
| Total cash outflows for leases                                   | 22.46      | 23.15         |
| Amount of lease commitments for short-term leases                | 1.17       | 1.72          |



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

**(b) Carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset:**

Rs. Crores

| Particulars    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|----------------|-------------------------|-------------------------|
| Buildings      | 107.46                  | 57.11                   |
| Leasehold land | 110.57                  | 111.94                  |
|                | <b>218.03</b>           | 169.05                  |

**(c) The Company's leasing activities:**

The Company has entered into lease agreements for lease of offices, showrooms, godowns etc., generally for a period of 6 months to 11 years with renewal option and which can be terminated after lock-in-period by serving notice period as per the terms of the agreements.

**(ii) Assets given on lease:**

(i) The Company has entered into operating lease arrangements for buildings (including certain other assets). The details of leased assets are as under:

Rs. Crores

|                        | Gross Block as at |                | Accumulated depreciation as at |                | Depreciation |               |
|------------------------|-------------------|----------------|--------------------------------|----------------|--------------|---------------|
|                        | March 31, 2025    | March 31, 2024 | March 31, 2025                 | March 31, 2024 | This year    | Previous year |
| Land and building      | 14.07             | 14.07          | 2.18                           | 2.00           | 0.18         | 0.22          |
| Plant and equipment    | 0.35              | 0.15           | 0.14                           | 0.13           | 0.01         | 0.01          |
| Furniture and fixtures | 0.24              | 0.24           | 0.16                           | 0.14           | 0.02         | 0.02          |
| Office equipments      | 0.01              | 0.01           | -                              | -              | -            | -             |
|                        | <b>14.67</b>      | 14.47          | <b>2.48</b>                    | 2.27           | <b>0.21</b>  | 0.25          |

**(ii) Information w.r.t. non-cancellable leases:**

Rs. Crores

|   | This year | Previous year |
|---|-----------|---------------|
| Future minimum lease rent receivables                 | 8.12      | 8.49          |
| - Not later than one year                             | 0.56      | 0.56          |
| - Later than one year and not Later than two years    | 0.56      | 0.56          |
| - Later than two year and not Later than three years  | 0.57      | 0.55          |
| - Later than three year and not Later than four years | 0.61      | 0.55          |
| - Later than four year and not Later than five years  | 0.62      | 0.59          |
| - Later than five years                               | 5.20      | 5.69          |

During the year Company has earned lease income of Rs 1.03 crores (Previous year - Rs 0.73 crores).

## 35 Disclosure of transactions with struck off companies

Balance outstanding and nature of transactions with struck off companies as per section 248 of the Companies Act 2013:-

**(i) As at March 31, 2025**

Rs. Crores

| Name of the struck off company                   | Nature of the transaction | Relationship with the struck off company | As at March 31, 2025 |  |
|--|---------------------------|--|----------------------|--|
|  |                           |  | Balance outstanding  | Transaction during the year and squared off in the same year |
| IGUS (INDIA) Private Limited                     | Payable                   | None                                     | -                    | .*   |
| Naveli Decor Private Limited                     | Payable                   | None                                     | 0.75                 | -  |
| Prakashraj Realestate Developers Private Limited | Payable                   | None                                     | 0.01                 | -  |
| Nalukettu Combines Private Limited               | Receivables               | None                                     | 0.17                 | -  |
| Murari Brothers Agro Private limited             | Payable                   | None                                     | .*                   | -  |
| Pujan Paperchem and Exim Private Limited         | Payable                   | None                                     | .*                   | -  |
| Om Metals and Minerals Private limited           | Payable                   | None                                     | .*                   | -  |
| Mahavir Distributors Private Limited             | Payable                   | None                                     | .*                   | -  |

\* Amount is less than Rs. 50 thousands.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

(ii) As at March 31, 2024

Rs. Crores

| Name of the struck off company                   | Nature of the transaction | Relationship with the struck off company | As at March 31, 2024 |  |
|--|---------------------------|--|----------------------|--|
|  |                           |  | Balance outstanding  | Transaction during the year and squared off in the same year |
| Naveli Decor Private Limited                     | Payable                   | None                                     | 0.75                 | -  |
| Prakashraj Realestate Developers Private Limited | Payable                   | None                                     | 0.01                 | -  |
| Nalukettu Combines Private Limited               | Receivables               | None                                     | 0.17                 | -  |
| Manajwasree Constructions Private Limited        | Receivables               | None                                     | 0.06                 | -  |
| Biofix Infiniumz Private Limited                 | Payable                   | None                                     | -                    | 0.01   |
| Murari Brothers Agro Private limited             | Payable                   | None                                     | -*                   | -  |
| Pujan Paperchem and Exim Private Limited         | Payable                   | None                                     | -*                   | -  |
| Om Metals and Minerals Private limited           | Payable                   | None                                     | -*                   | -  |
| Skyline Foundations Private limited              | Payable                   | None                                     | -*                   | -  |
| Shashanika Projects Private Limited              | Payable                   | None                                     | -*                   | -  |
| Mahavir Distributors Private Limited             | Payable                   | None                                     | -*                   | -  |
| Panm Buildtech Private Limited                   | Receivables               | None                                     | -*                   | -  |
| Dhruv Installation Services Private Limited      | Payable                   | None                                     | -*                   | -  |
| Paramount Travels Private Limited                | Payable                   | None                                     | -*                   | -  |

\* Amount is less than Rs. 50 thousands.

**36** During the year, donations include political contributions to Prudent Electoral Trust Rs 15.50 crores (previous year: Rs 7.50 crores), Bhartiya Janata Party Rs 2.00 crores (previous year: Rs 2.75 crores) and through Electoral bonds Rs nil (previous year: Rs 5.00 crores) made in accordance with Section 182 of the Act.

**37** Provision for contingencies in note 14 represents provision for various contingencies resulting from issues relating to reconstruction arrangement of the companies involved therein requiring management judgement.

Rs. Crores

| Particulars                     | As at March 31, 2025 | As at March 31, 2024 |
|---------------------------------|----------------------|----------------------|
| As at the beginning of the year | 12.09                | 12.09                |
| As at the end of the year       | 12.09                | 12.09                |

**38** Expenditure on corporate social responsibility activities under section 135 of the Companies Act 2013 as under:

Rs. Crores

| Particulars  | This year   | Previous year |
|--|---|---------------|
| Amount required to be spent during the year                                    | 24.33   | 25.64         |
| Actual expenditure incurred related to above obligation <sup>1</sup>           | 24.33   | 23.63         |
| Unspent amount at the end of year related to ongoing projects <sup>2</sup> of: |   |               |
| - Current year   | -   | 2.01          |
| - Previous years   | 0.06  | 1.87          |
| Nature of CSR activities   | 1.Preventive healthcare and Sanitation<br>2.Promoting education, vocational skills, livelihood<br>3.Environmental sustainability<br>4.Rural Development |               |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## **Movement of provision created for liability incurred by entering into contractual obligation**

| Particulars                                 | Rs. Crores |               |
|---|------------|---------------|
|   | This year  | Previous year |
| Opening balance as at beginning of the year | 3.88       | 3.86          |
| Created during the year                     | -          | 2.01          |
| Utilised during the year <sup>1</sup>       | 3.82       | 1.99          |
| Closing balance as at year end              | 0.06       | 3.88          |

1. Includes given to related parties [refer note 31(b)]

2. Unspent amount relates to ongoing projects for which the activities are planned in subsequent years. As per section 135(6) of the Companies Act, the said unspent amount relating to ongoing projects have been deposited in "Unspent CSR Bank account".

39 Research and development expenses included under relevant heads in the statement of profit and loss Rs. 51.55 crores (Previous year - Rs. 52.87 crores).

## **40 Employee share based payments (refer note 12)**

The Company has an Employees Stock Purchase Scheme which is administered through DCM Shriram Employees Benefits Trust based on acquisition of shares from the market to provide equity based incentives to employees under the Scheme. The shares offered, lock-in-period and grant price may be different for different eligible participants and determined at the time of every grant of shares. The expenses related to the grant of shares under the Scheme is accounted for on the basis of the fair value (which equals to market price of the Company's share on date of grant less exercise price) of share on the date of grant and is amortized on a straight line basis over the lock-in period, if any.

The number and weighted average fair value of equity shares granted during the year are as under:

| Particulars   | Rs. Crores |               |
|---|------------|---------------|
|   | This year  | Previous year |
| No. of equity shares granted during the year                        | 3,09,000   | 1,69,000      |
| Weighted average fair value on the grant date (Rs per equity share) | 1,084.94   | 836.94        |

## **41 Assets pledged as security**

A. The carrying amount of assets pledged as security for borrowings are as under:

| Particulars   | Rs. Crores              |                         |
|---|-------------------------|-------------------------|
|   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Financial assets  | 1,909.18                | 1,312.79                |
| Inventories   | 2,734.17                | 2,615.13                |
| Property, plant and equipment and intangible assets (including capital work-in-progress but excluding right of use assets - building) | 6,969.30                | 6,522.61                |
| <b>Total</b>  | <b>11,612.65</b>        | <b>10,450.53</b>        |

B. Nature of security and terms of repayment for secured borrowings

| S. No.                              | Nature of Security  | Terms of Repayment as at March 31, 2025 |
|-------------------------------------|---|---|
| <b>SHORT TERM LOANS FROM BANKS:</b> |   |   |
| 1.                                  | Short Term Loans of Rs. 453 Crores (March 31, 2024 - Rs. 343 Crores) are secured by first pari passu charge on whole of the current assets, both present and future, of the company (except Shriram Bioseed Genetics, Hyderabad & Bioseed Research India, Hyderabad). These loans are further secured by a third charge by way of mortgage/hypothecation of all the immovable/movable properties (other than current assets) of the Company's undertakings at Kota in Rajasthan and Ajbapur, Rupapur, Loni & Hariawan in Uttar Pradesh. | - Repayable on demand                   |
| 2.                                  | Short Term Loan of Rs. 99 Crores (March 31, 2024 - Rs. 99 Crores) is secured by first pari passu charge by way of hypothecation on book debts and stocks, both present and future of the Company's undertakings at Shriram Bioseed Genetics and Bioseed Research India, Hyderabad.  | - Repayable in April 2025               |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

| S. No.                                   | Nature of Security   | Terms of Repayment as at March 31, 2025   |
|--|--|---|
| <b>NON CONVERTIBLE DEBENTURES (NCD):</b> |  |   |
| 1.                                       | NCD of Rs. 128.84 Crores (March 31, 2024- Rs. 152.01 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future and a second charge ranking pari passu on the current assets, both present and future, pertaining to the Company's Bharuch unit, Gujarat (Rs. 23.53 Crores due within 1 year; March 31, 2024 - Rs 23.53 Crores) (ROI - 7.05% p.a.) | - Repayable in 11 equal semi annual installments.   |
| <b>LONG TERM LOANS FROM BANKS:</b>       |  |   |
| 1.                                       | Term loan of Rs. 125.03 Crores (March 31, 2024 - Rs. 156.29 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Ajbapur, Uttar Pradesh (Rs. 31.25 Crores due within 1 year; March 31, 2024 - Rs 31.25 Crores)   | - Repayable in 16 equal quarterly installments  |
| 2.                                       | Term loans of Rs. nil Crores (March 31, 2024 - Rs. 7.50 Crores) are secured by way of first pari passu mortgage/charge created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Hariawan, Uttar Pradesh (Rs. nil Crores due within 1 year; March 31, 2024 - Rs 7.50 Crores)  | Not applicable  |
| 3.                                       | Term loan of Rs. nil Crores (March 31, 2024 - Rs. 8.48 crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Ajabpur and Loni, Uttar Pradesh. (Rs. nil Crores due within 1 year; March 31, 2024 - Rs 8.48 Crores)   | Not applicable  |
| 4.                                       | Term loan of Rs. 227.38 Crores (March 31, 2024 - Rs. 148.35 Crores) is secured by way of first pari passu mortgage/charge to be created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Kota, Rajasthan (Rs. 17.08 Crores due within 1 year; March 31, 2024 - Rs 7.08 Crores)   | - Rs. 127.38 Crore repayable in 8 Semi annual installments.<br>- Rs. 100 Crore repayable in 24 quarterly installment commencing from June 2025.   |
| 5.                                       | Term loans of Rs. 853.58 Crores (March 31, 2024 - Rs. 795.85 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future pertaining to the Company's Bharuch unit, Gujarat (Rs. 82.20 Crores due within 1 year; March 31, 2024 - Rs. 42.60 Crores)  | - Rs. 176.21 Crores repayable in 18 quarterly installment.<br>- Rs. 179.76 Crores repayable in 9 equal semi annual installments commencing from March 2025.<br>- Rs. 197.62 Crore repayable in 7 annual installment.<br>- Rs. 200 Crore repayable in September 2029.<br>- Rs. 100 Crore repayable in 8 annual installment |
| <b>LONG TERM LOANS FROM OTHERS:</b>      |  |   |
| 1.                                       | Term Loan of Rs 98.50 Crores (March 31, 2024 - Rs 113.29 Crore) is secured by way of First pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future and a second charge ranking pari passu on the current assets, both present and future, pertaining to the Company's unit at Hariawan, UP. (Rs 17.99 crore due within 1 year; March 31, 2024 - Rs 17.56 Crore)                    | - Repayable in 11 equal semi annual installments  |
| 2.                                       | Term loan of Rs. 78.33 Crores (March 31, 2024 - Rs. 89.16 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future and a second charge ranking pari passu on the current assets, both present and future, pertaining to the Company's Bharuch unit, Gujarat (Rs.13.06 Crores due within 1 year; March 31, 2024 - Rs 12.74 Crores)                | - Repayable in 12 equal semi annual installments  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

| S. No.                              | Nature of Security  | Terms of Repayment as at March 31, 2025  |
|-------------------------------------|---|--|
| <b>LONG TERM LOANS FROM OTHERS:</b> |   |  |
| 3.                                  | Term Loan of Rs.3.74 Crores (March 31, 2024 - Rs. 10.84 Crores) is secured by way of a first pari passu charge on all immovable and movable properties both present and future, pertaining to the Company's Ajbapur Sugar Complex, Uttar Pradesh (Rs 3.74 Crores due within 1 year; March 31, 2024 - Rs 7.40 Crores)  | - Repayable by February 2026.  |
| 4.                                  | Term loan of Rs. 0.47 Crores (March 31, 2024 - Rs. 0.64 Crores) from Department of Biotechnology, Government of India is secured against hypothecation of plant & machinery, machinery spares, tools and accessories acquired from the loan proceeds to Company's Bioseed Research India division. (Rs. 0.20 Crores due within 1 year; March 31, 2024 - Rs 0.20 Crores).      | - Repayable in 5 equal semi annual installments  |
| 5.                                  | Term Loan of Rs. 33.14 Crores (March 31, 2024 - Rs. 32.22 Crores) is secured by way of a first pari passu charge created on all movable properties both present and future, pertaining to the Company's Hariawan Sugar Complex, Uttar Pradesh . Further, the said loan is also secured by bank guarantee (Rs. 4.18 Crores due within 1 year; March 31, 2024 - Rs Nil Crores). | - Repayable in 10 equal semi annual installments commencing after 3 years from respective drawdown |

## C. Statements filed with Banks or Financial Institutions

Quarterly returns and statements filed by the Company with banks or financial institutions are in agreement with the books of accounts.

## D. Details of charges for which satisfaction is pending with Registrar of Companies (ROC)

| S.No. | Brief description of the charges or satisfaction   | Location of the Registrar | Period by which such charge had to be satisfied and Reason for delay in satisfaction   |
|-------|--|---------------------------|--|
| 1     | Charge Created with serial no. Z00931792, charge ID 80056154 dated August 22, 1979 in favor of The Rajasthan State Electricity Board, Main Market, Jaipur, Rajasthan- 302005 | New Delhi                 | The said charge was created in FY 1980 (by erstwhile DCM Ltd). This got transferred to the Company in FY 1990 pursuant to reconstruction arrangement of erstwhile DCM Ltd. There is no outstanding in books of accounts as on date against this charge. The Company is in the process of identifying the authority from whom the NOC can be obtained in order to file satisfaction of charge with ROC. |

## 42 Income tax expense

|  | Rs. Crores    |               |
|--|---------------|---------------|
|  | This year     | Previous year |
| <b>(a) Income tax expense</b>                  |               |               |
| <b>Current tax</b>                             |               |               |
| Current tax on profits for the year            | 149.82        | 181.92        |
| Adjustments for current tax of earlier years*  | 0.84          | 8.67          |
| <b>Total current tax expense</b>               | <b>150.66</b> | <b>190.59</b> |
| <b>Deferred tax</b>                            |               |               |
| Deferred tax charge/(credit)                   | 141.50        | 50.33         |
| Adjustments for deferred tax of earlier years* | (0.40)        | 3.93          |
| Total deferred tax expense/(benefit)           | 141.10        | 54.26         |
| <b>Total tax expense</b>                       | <b>291.76</b> | <b>244.85</b> |



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (b) Reconciliation of tax expense and the accounting profit

|   | Rs. Crores    |               |
|---|---------------|---------------|
|   | This year     | Previous year |
| Profit before tax   | 858.29        | 671.10        |
| Income tax expense calculated at 34.944% under the Income Tax Act, 1961 | 299.92        | 234.51        |
| (i) Tax effect of:  |               |               |
| - Corporate social responsibility expenses not allowed as deduction     | 4.62          | 4.75          |
| - Deduction under section 80-IA of the Income tax act 1961              | (13.45)       | (6.92)        |
| (ii) Others   | 0.23          | (0.09)        |
| (iii) Tax adjustment of earlier years                                   | 0.44          | 12.60         |
| <b>Income tax expense</b>   | <b>291.76</b> | <b>244.85</b> |

## (c) Tax effect on unrecognised temporary differences relating to:

|   | Rs. Crores   |               |
|---|--------------|---------------|
|   | This year    | Previous year |
| (i) Provision for impairment in value of investments/loans and advances in subsidiaries | 37.79        | 37.79         |
| <b>Total</b>  | <b>37.79</b> | <b>37.79</b>  |

## (d) Deferred tax movements

### Deferred tax assets/(liabilities) in relation to:

|                                       | Rs. Crores                                      |  |                 |              |                        |                 |
|---------------------------------------|---|--|-----------------|--------------|------------------------|-----------------|
|                                       | Provision for gratuity and compensated absences | Loss allowance for doubtful debts and advances | Depreciation    | Others       | MAT credit entitlement | Total           |
| <b>As at April 1, 2023</b>            | <b>103.46</b>                                   | <b>22.88</b>                                   | <b>(620.58)</b> | <b>27.02</b> | <b>-</b>               | <b>(467.22)</b> |
| (Charged)/credited to:                |   |  |                 |              |                        |                 |
| Profit or loss                        | 8.42  | 1.42   | (66.40)         | 6.23         | -                      | (50.33)         |
| Other comprehensive income            | 3.28  | -  | -               | 0.57         | -                      | 3.85            |
| Adjustment related to earlier years*  | (0.05)  | (0.08)   | (19.00)         | 15.20        | -                      | (3.93)          |
| <b>As at March 31, 2024</b>           | <b>115.11</b>                                   | <b>24.22</b>                                   | <b>(705.98)</b> | <b>49.02</b> | <b>-</b>               | <b>(517.63)</b> |
| (Charged)/credited to:                |   |  |                 |              |                        |                 |
| Profit or loss                        | 6.56  | 2.17   | (214.98)        | (19.88)      | 84.63                  | (141.50)        |
| Other comprehensive income            | 2.36  | -  | -               | 0.62         | -                      | 2.98            |
| Adjustment related to earlier years * | (0.05)  | (0.06)   | 0.54            | (0.03)       | -                      | 0.40            |
| <b>As at March 31, 2025</b>           | <b>123.98</b>                                   | <b>26.33</b>                                   | <b>(920.42)</b> | <b>29.73</b> | <b>84.63</b>           | <b>(655.75)</b> |

\* Tax charge of earlier years finalised on filing of returns/completion of assessments.

## 43 Financial instruments by category

The criteria for recognition of financial instruments is explained in material accounting policies note 1.3 (k)

|   | As at March 31, 2025 |        |        | As at March 31, 2024 |        |        |
|---|----------------------|--------|--------|----------------------|--------|--------|
|   | Amortised cost*      | FVTOCI | FVTPL  | Amortised cost*      | FVTOCI | FVTPL  |
| <b>Financial assets</b>                     |                      |        |        |                      |        |        |
| Investments                                 |                      |        |        |                      |        |        |
| - Equity instruments                        | -                    | 1.85   | 52.67  | -                    | 1.85   | 50.17  |
| - Government securities                     | 0.08                 | -      | -      | 0.08                 | -      | -      |
| Trade receivables                           | 860.67               | -      | -      | 592.06               | -      | -      |
| Loans                                       | 53.98                | -      | -      | 46.87                | -      | -      |
| Cash and cash equivalents and bank balances | 469.00               | -      | 428.38 | 403.69               | -      | 204.46 |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

| Rs. Crores                         |                      |             |               |                      |             |               |
|------------------------------------|----------------------|-------------|---------------|----------------------|-------------|---------------|
|                                    | As at March 31, 2025 |             |               | As at March 31, 2024 |             |               |
|                                    | Amortised cost*      | FVTOCI      | FVTPL         | Amortised cost*      | FVTOCI      | FVTPL         |
| Derivative financial assets        | -                    | 0.95        | 2.81          | -                    | 2.47        | -             |
| Others                             | 116.58               | -           | -             | 82.69                | -           | -             |
| <b>Total financial assets</b>      | <b>1,500.31</b>      | <b>2.80</b> | <b>483.86</b> | <b>1,125.39</b>      | <b>4.32</b> | <b>254.63</b> |
| <b>Financial liabilities</b>       |                      |             |               |                      |             |               |
| Borrowings                         | 2,401.43             | -           | -             | 2,077.85             | -           | -             |
| Lease liabilities                  | 116.39               | -           | -             | 67.14                | -           | -             |
| Trade payables                     | 1,148.77             | -           | -             | 993.77               | -           | -             |
| Other financial liabilities        | 322.50               | -           | -             | 339.11               | -           | -             |
| Derivative financial liabilities   | -                    | -           | -             | -                    | -           | 0.77          |
| <b>Total financial liabilities</b> | <b>3,989.09</b>      | <b>-</b>    | <b>-</b>      | <b>3,477.87</b>      | <b>-</b>    | <b>0.77</b>   |

\* The fair value of financial assets and financial liabilities carried at amortized cost is substantially same as their carrying amount.

## 44 Capital management

The Company endeavours to optimize debt and equity balance and provide adequate strength to the balance sheet. The Company monitors capital on the basis of debt equity ratio.

## 45 Financial risk management

The Company's activities expose it to various financial risks : Credit risk, Liquidity risk and Market risk.

### 45.1 Credit risk management

Credit risk arises from credit exposure to customers (including receivables and deposit), loans and other financial assets. The Company perform credit evaluation and defines credit limits for each customer/counter party. The Company also continuously reviews and monitors the same.

The provision for doubtful debts or provision for impairment of investments etc is made on case to case basis, based on the information related to financial position, past history/ageing and other relevant available information about the counter party.

The Company also makes provision for lifetime expected credit loss based on its previous experience of provision/write off in previous years.

The movement in the provision for doubtful debts and provision diminution in value of investments is as under:

| Rs. Crores                            |                   |              |              |
|---------------------------------------|-------------------|--------------|--------------|
| Particulars                           | Trade receivables | Loans        | Investments  |
| As at April 1, 2023                   | 59.75             | 26.51        | 81.63        |
| Provision made during the year        | 4.17              | -            | -            |
| Provision as at March 31, 2024        | 63.92             | 26.51        | 81.63        |
| Provision made during the year        | 6.23              | -            | -            |
| <b>Provision as at March 31, 2025</b> | <b>70.15</b>      | <b>26.51</b> | <b>81.63</b> |

### 45.2 Liquidity risk management

- (i) The Company manages liquidity by ensuring control on its working capital which involves adjusting production levels and purchases to market demand and daily sales of production and low receivables. It also ensures adequate credit facilities sanctioned from bank to finance the peak estimated funds requirements. The working capital credit facilities are continuing facilities which are reviewed and renewed every year.

The Company also ensures that the long term funds requirements are met through adequate availability of long term capital (Debt & Equity).

| Rs. Crores  |                         |                         |
|---|-------------------------|-------------------------|
|   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Total Committed working capital limits from Banks | 1,149.00                | 1,149.00                |
| Utilized working capital limit                    | 552.00                  | 442.00                  |
| Unutilized working capital limit                  | 597.00                  | 707.00                  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (ii) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flow.

### Contractual maturities of financial liabilities

Rs. Crores

|   | Upto 1 year     | Between 1 year to 5 year | Over 5 years  | Total           |
|---|-----------------|--------------------------|---------------|-----------------|
| <b>As at March 31, 2025</b>             |                 |                          |               |                 |
| <b>Non-derivatives</b>                  |                 |                          |               |                 |
| Borrowing *                             | 1,011.18        | 1,057.43                 | 337.91        | 2,406.52        |
| Trade Payables                          | 1,148.77        | -                        | -             | 1,148.77        |
| Lease liabilities                       | 28.74           | 96.06                    | 29.69         | 154.49          |
| Other financial liabilities             | 319.14          | -                        | 3.36          | 322.50          |
| <b>Total non-derivative liabilities</b> | <b>2,507.83</b> | <b>1,153.49</b>          | <b>370.96</b> | <b>4,032.28</b> |
| <b>Derivatives (net settled)</b>        |                 |                          |               |                 |
| Foreign exchange forward contracts      | -               | -                        | -             | -               |
| <b>Total derivative liabilities</b>     | <b>-</b>        | <b>-</b>                 | <b>-</b>      | <b>-</b>        |
| <b>As at March 31, 2024</b>             |                 |                          |               |                 |
| <b>Non-derivatives</b>                  |                 |                          |               |                 |
| Borrowing *                             | 693.31          | 859.87                   | 532.08        | 2,085.26        |
| Trade Payables                          | 993.77          | -                        | -             | 993.77          |
| Lease liabilities                       | 15.59           | 46.22                    | 5.33          | 67.14           |
| Other financial liabilities             | 339.07          | 0.04                     | -             | 339.11          |
| <b>Total non-derivative liabilities</b> | <b>2,041.74</b> | <b>906.13</b>            | <b>537.41</b> | <b>3,485.28</b> |
| <b>Derivatives (net settled)</b>        |                 |                          |               |                 |
| Foreign exchange forward contracts      | 0.77            | -                        | -             | 0.77            |
| <b>Total derivative liabilities</b>     | <b>0.77</b>     | <b>-</b>                 | <b>-</b>      | <b>0.77</b>     |

\* Includes utilized working capital limit disclosed in note 45.2 (i)

## (iii) Reconciliation for financial liabilities arising from financing activities as per Para 44A of IndAS 7.

| Particulars  | Long term borrowings | Short term borrowings | Interest accrued | Lease liability |
|--|----------------------|-----------------------|------------------|-----------------|
| <b>Opening balance as on April 1, 2023</b>           | <b>1,309.98</b>      | <b>324.45</b>         | <b>4.70</b>      | <b>72.26</b>    |
| Add: Additions during the year                       | 446.99               | 200.50*               | -                | 12.60           |
| Less: Repayments during the year                     | (209.89)             | -                     | (112.62)         | (23.15)         |
| Add: Interest expense during the year                | -                    | -                     | 115.17           | 6.00            |
| Add/(Less): Foreign exchange fluctuation (gain)/loss | 2.95                 | -                     | -                | -               |
| Less: Derecognition during the year                  | -                    | -                     | -                | (0.57)          |
| Add/(Less): Amortisation impact on borrowings        | 2.87                 | -                     | -                | -               |
| <b>Closing balance as on March 31, 2024</b>          | <b>1,552.90</b>      | <b>524.95</b>         | <b>7.25</b>      | <b>67.14</b>    |
| Add: Additions during the year                       | 196.51               | 288.85*               | -                | 68.03           |
| Less: Repayments during the year                     | (167.93)             | -                     | (155.38)         | (22.46)         |
| Add: Interest expense during the year                | -                    | -                     | 156.58           | 5.01            |
| Add/(Less): Foreign exchange fluctuation (gain)/loss | 3.84                 | -                     | -                | -               |
| Less: Derecognition during the year                  | -                    | -                     | -                | (1.33)          |
| Add/(Less): Amortisation impact on borrowings        | 2.31                 | -                     | -                | -               |
| <b>Closing balance as on March 31, 2025</b>          | <b>1,587.63</b>      | <b>813.80</b>         | <b>8.45</b>      | <b>116.39</b>   |

\* net movement during the year

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 45.3 Market Risk

a) The Company's operations are mainly in India and therefore rupee denominated, except the following:

- Foreign currency denominated loans (Long term & Short term)
- Imports of some raw material, stores & spares and capital equipments
- Export of finished goods

The Company follows a policy of keeping these liabilities/assets fully hedged against foreign currencies. Regarding interest rate fluctuation, it follows a policy of partial hedge.

Some of the rupee liabilities have interest linked to the bank's MCLR or Financial market benchmark rates and are subject to variation in such rates.

### b) Foreign Currency Risk

Foreign currency risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. The Company's exposure to the risk of changes in foreign exchange rates relates to import and exports of materials and plant and equipment, foreign currency borrowings and net investment in foreign subsidiaries. The following table shows foreign currency exposures in USD and Euro on financial instruments at the end of the reporting period. The exposure to all other foreign currencies are not material.

Foreign currency exposure for the year ended March 31, 2025

| Foreign Currency Exposure for the year ended March 31, 2020 |                           |      |                   | Rs. Crores |
|---|---------------------------|------|-------------------|------------|
|   | Foreign Currency Exposure |      |                   |            |
|   | Hedged exposure           |      | Unhedged exposure |            |
|   | USD                       | Euro | USD               | Euro       |
| Borrowings  | 179.48                    | -    | 0.14              | -          |
| Trade & Other Payables                                      | 15.69                     | 2.25 | 1.77              | 1.86       |
| Trade & Other Receivables                                   | (48.36)                   | -    | (0.07)            | -          |

Foreign currency exposure for the year ended March 31, 2024

| Foreign currency exposure for the year ended March 31, 2024 |                           |      |                   | Rs. Crores |
|---|---------------------------|------|-------------------|------------|
|   | Foreign Currency Exposure |      |                   |            |
|   | Hedged exposure           |      | Unhedged exposure |            |
|   | USD                       | Euro | USD               | Euro       |
| Borrowings  | 203.33                    | -    | 0.97              | -          |
| Trade & Other Payables                                      | 11.13                     | 6.15 | 2.59              | 2.19       |
| Trade & Other Receivables                                   | (18.34)                   | -    | (0.04)            | -          |

### Sensitivity

| Sensitivity            | Rs. Crores          |        |               |        |
|------------------------|---------------------|--------|---------------|--------|
|                        | Increase/(Decrease) |        |               |        |
|                        | This year           |        | Previous year |        |
|                        | USD                 | Euro   | USD           | Euro   |
| 1% Depreciation in INR |                     |        |               |        |
| Impact on P&L          | (0.02)              | (0.02) | (0.04)        | (0.02) |
| Impact on Equity       | (0.02)              | (0.02) | (0.04)        | (0.02) |
| 1% Appreciation in INR |                     |        |               |        |
| Impact on P&L          | 0.02                | 0.02   | 0.04          | 0.02   |
| Impact on Equity       | 0.02                | 0.02   | 0.04          | 0.02   |

### c) Interest rate risk exposure

Interest rate risk is the risk that changes in market interest rates will lead to changes in fair value of financial instruments or changes in interest income, expense and cash flows of the Company. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

The exposure of the Company's borrowing to interest rate change at the end of the reporting period are as follows:

|                                       | Rs. Crores              |                         |
|---------------------------------------|-------------------------|-------------------------|
|                                       | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| <b>Variable rate borrowings</b>       |                         |                         |
| Long Term                             | 982.36                  | 890.72                  |
| Short Term                            | 194.85                  | 171.24                  |
| <b>Total Variable rate borrowings</b> | <b>1,177.21</b>         | <b>1,061.96</b>         |
| <b>Fixed rate borrowings</b>          |                         |                         |
| Long Term                             | 407.89                  | 493.82                  |
| Short Term                            | 816.33                  | 522.07                  |
| <b>Total fixed Rate borrowings</b>    | <b>1,224.22</b>         | <b>1,015.89</b>         |
| <b>Total Borrowings</b>               | <b>2,401.43</b>         | <b>2,077.85</b>         |

## Sensitivity

Variable interest rate loans are exposed to Interest rate risk, the impact on Profit before tax may be as follows:

|  | Rs. Crores          |               |
|--|---------------------|---------------|
|  | Increase/(Decrease) |               |
|  | This year           | Previous year |
| Interest rate- increase by 100 basis points (100 bps)* | (11.77)             | (10.62)       |
| Interest rate- decrease by 100 basis points (100 bps)* | 11.77               | 10.62         |

\* Holding all other variable constant

## 45.4 Impact of hedging activities

(a) Disclosure of effects of hedge accounting on financial position:

| (a) Disclosure of effects of hedge accounting on financial position: |                                     |             |                                       |             |                              |             |   |  | Rs. Crores   |  |
|--|-------------------------------------|-------------|---------------------------------------|-------------|------------------------------|-------------|---|--|--|--|
| Type of hedge and risks  | Nominal value of hedged instruments |             | Carrying amount of hedging instrument |             | Maturity date                | Hedge ratio | Weighted average strike price/rate                            | Gain(loss) in fair value of hedging instrument | Gain(loss) in the value of hedged item used as the basis for recognising hedge effectiveness |  |
|  | Assets                              | Liabilities | Assets                                | Liabilities |                              |             |   |  |  |  |
| March 31, 2025   |                                     |             |                                       |             |                              |             |   |  |  |  |
| Cash Flow hedge  |                                     |             |                                       |             |                              |             |   |  |  |  |
| Foreign exchange risk  |                                     |             |                                       |             |                              |             |   |  |  |  |
| (i) Foreign exchange forward contracts                               | 138.43                              | 91.36       | 138.17                                | 90.77       | 17-April 25 to 30-April-26   | 1:1         | USD 85.95<br>EUR 90.36<br>JPY 0.57<br>CHF 95.97<br>GBP 111.25 | 0.33   | 0.33   |  |
| (ii) Interest rate swap  | Not applicable                      |             | 0.95                                  | -           | 16- March-26                 | 1:1         |   | (1.52)   | (1.52)   |  |
| Fair value hedge   |                                     |             |                                       |             |                              |             |   |  |  |  |
| (i) Foreign exchange forward contracts                               | 171.39                              | 49.08       | 198.23                                | 48.36       | 07-April-25 to 17-March-31   | 1:1         | USD 76.07<br>EUR 93.43<br>GBP 109.38<br>SEK 7.54              | 27.56  | 27.56  |  |
| March 31, 2024   |                                     |             |                                       |             |                              |             |   |  |  |  |
| Cash Flow hedge  |                                     |             |                                       |             |                              |             |   |  |  |  |
| Foreign exchange risk  |                                     |             |                                       |             |                              |             |   |  |  |  |
| (i) Foreign exchange forward contracts                               | 26.04                               | 17.38       | 26.58                                 | 17.44       | 15-April 24 to 02-January-25 | 1:1         | USD 81.88<br>EUR 89.52<br>JPY 0.55<br>CHF 96.38               | 0.48   | 0.48   |  |
| (ii) Interest rate swap  | Not applicable                      |             | 2.47                                  | -           | 16- March-26                 | 1:1         |   | (0.80)   | (0.80)   |  |
| Fair value hedge   |                                     |             |                                       |             |                              |             |   |  |  |  |
| (i) Foreign exchange forward contracts                               | 196.49                              | 18.16       | 222.94                                | 18.34       | 04-April-24 to 17-March-31   | 1:1         | USD 73.15<br>EUR 89.88<br>CNH 12.23<br>SEK 7.54               | 26.26  | 26.26  |  |



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (b) Disclosure of effect of hedge accounting on financial performance

### Movement in cash flow hedging reserve

Rs. Crores

| Risk category<br>Derivative instrument   | Foreign currency risk              | Interest rate risk  | Total       |
|--|------------------------------------|---------------------|-------------|
|  | Foreign exchange forward contracts | Interest rate swaps |             |
| <b>Cash flow hedging reserve</b>   |                                    |                     |             |
| <b>As at April 1, 2023</b>   | <b>0.41</b>                        | <b>2.27</b>         | <b>2.68</b> |
| Less: Change in spot element of foreign exchange forward contracts                         | (0.88)                             | -                   | (0.88)      |
| Less: Changes in fair value of interest rate swaps   | -                                  | (0.80)              | (0.80)      |
| Less: Amount reclassified to profit or loss under the heading 'Cost of materials consumed' | (1.03)                             | -                   | (1.03)      |
| Add: Amount included in Property, plant and equipment                                      | 1.09                               | -                   | 1.09        |
| Add: Deferred tax relating to above (net)  | 0.29                               | 0.28                | 0.57        |
| <b>As at March 31, 2024</b>  | <b>(0.12)</b>                      | <b>1.75</b>         | <b>1.63</b> |
| Less: Change in spot element of foreign exchange forward contracts                         | (0.29)                             | -                   | (0.29)      |
| Less: Changes in fair value of interest rate swaps   | -                                  | (1.52)              | (1.52)      |
| Add: Amount reclassified to profit or loss under the heading 'Cost of materials consumed'  | 0.14                               | -                   | 0.14        |
| Less: Amount included in Property, plant and equipment or capital advance                  | (0.10)                             | -                   | (0.10)      |
| Add: Deferred tax relating to above (net)  | 0.09                               | 0.53                | 0.62        |
| <b>As at March 31, 2025</b>  | <b>(0.28)</b>                      | <b>0.76</b>         | <b>0.48</b> |

## 46 Fair value hierarchy (refer note 43)

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table presents fair value hierarchy of financial assets and financial liabilities measured at fair value on a recurring basis:

Rs. Crores

|  | Level 1       | Level 2     | Level 3      | Total         |
|--|---------------|-------------|--------------|---------------|
| <b>As at March 31, 2025</b>  |               |             |              |               |
| <b>Financial assets</b>  |               |             |              |               |
| Investments in liquid mutual fund at FVTPL                                     | 428.38        | -           | -            | <b>428.38</b> |
| Investments in unquoted equity shares at FVTPL                                 | -             | -           | 52.67        | <b>52.67</b>  |
| Investments in unquoted equity shares at FVTOCI                                | -             | -           | 1.85         | <b>1.85</b>   |
| Foreign currency forward contracts designated in hedge accounting relationship | 2.81          | -           | -            | <b>2.81</b>   |
| Interest rate swaps designated in hedge accounting relationship at FVTOCI      | -             | 0.95        | -            | <b>0.95</b>   |
| <b>Total financial assets</b>  | <b>431.19</b> | <b>0.95</b> | <b>54.52</b> | <b>486.66</b> |
| <b>Financial liabilities</b>   |               |             |              |               |
| Foreign currency forward contracts designated in hedge accounting relationship | -             | -           | -            | -             |
| <b>Total financial liabilities</b>   | -             | -           | -            | -             |
| <b>As at March 31, 2024</b>  |               |             |              |               |
| <b>Financial assets</b>  |               |             |              |               |
| Investments in liquid mutual fund at FVTPL                                     | 204.46        | -           | -            | 204.46        |
| Investments in unquoted equity shares at FVTPL                                 | -             | -           | 50.17        | 50.17         |
| Investments in unquoted equity shares at FVTOCI                                | -             | -           | 1.85         | 1.85          |
| Foreign currency forward contracts designated in hedge accounting relationship | -             | -           | -            | -             |
| Interest rate swaps designated in hedge accounting relationship at FVTOCI      | -             | 2.47        | -            | 2.47          |
| <b>Total financial assets</b>  | <b>204.46</b> | <b>2.47</b> | <b>52.02</b> | <b>258.95</b> |
| <b>Financial liabilities</b>   |               |             |              |               |
| Foreign currency forward contracts designated in hedge accounting relationship | 0.77          | -           | -            | 0.77          |
| <b>Total financial liabilities</b>   | <b>0.77</b>   | -           | -            | <b>0.77</b>   |

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 inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the asset or liability.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 47 Asset classified as held for sale

The segment to which the 'assets held for sale' relates are as under:

| Particulars                       | Rs. Crores              |                         |
|-----------------------------------|-------------------------|-------------------------|
|                                   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| - Sugar and Ethanol               | 3.01                    | 0.40                    |
| - Bioseed                         | 2.28                    | 1.73                    |
| - Shriram Farm Solutions          | 1.37                    | 1.37                    |
| - Chemicals and Vinyl             | 5.31                    | -                       |
| - Others (Hariyali Kisaan Bazaar) | 3.13                    | 5.05                    |
| - Unallocated                     | 5.19                    | 5.70                    |
|                                   | 20.29                   | 14.25                   |

Assets classified as held for sale is measured at the lower of the carrying amount and fair value less costs to sell at the reporting date. The fair value of the assets held for sale is determined using level 3 measurement as per the fair value hierarchy set out in fair value measurement disclosures.

Amounts recognised in the statement of profit and loss on assets held for sale is as under:

| Particulars   | Rs. Crores |               |
|---|------------|---------------|
|   | This year  | Previous year |
| Provision/(reversal) for impairment in value of assets held for sale included in 'other expenses' in the statement of profit and loss | -          | (0.28)        |
| Profit (net) recognised in 'other income' in the statement of profit and loss on sale of assets held for sale                         | 0.55       | 1.27          |

## 48 Disclosure as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is as follow based on the information available with the Company.

| Particulars   | Rs. Crores |               |
|---|------------|---------------|
|   | This year  | Previous year |
| (i) Principal amount outstanding as at year end (Includes capital creditors of Rs. 6.66 crores (March 31, 2024 : Rs 12.11 crores) | 78.15      | 62.11         |
| (ii) Interest due on above , outstanding as at year end   | Nil        | Nil           |
| (iii) Amount of interest paid during the year along with the amounts of the payment made to the supplier beyond the appointed day | Nil        | Nil           |
| (iv) Amount of interest due and payable during the year   | Nil        | Nil           |
| (v) Amount of interest accrued and remaining unpaid at the end of year  | Nil        | Nil           |

## 49 Disclosures related to government grant

The government grant/government assistance recognised are as under:

| Nature of Grant/assistance  | Head                         | Rs. Crores |               |
|---|------------------------------|------------|---------------|
|   |                              | This year  | Previous year |
| <b>Sugar</b>  |                              |            |               |
| Interest subsidy  | Other income                 | 5.79       | 13.48         |
| Benefit of loan at concessional rate of interest                    | Other income                 | 1.22       | 2.24          |
| <b>Bioseed</b>  |                              |            |               |
| Benefit of loan at concessional rate of interest                    | Other income                 | 0.02       | 0.01          |
| <b>Chemicals and Vinyl</b>  |                              |            |               |
| Gujarat Industrial Policy 2015 - Scheme for Incentive to Industries | Other income                 | 22.59      | -             |
| <b>Fenesta</b>  |                              |            |               |
| Telangana State Industrial Development and Entrepreneur             | Other income                 | 0.65       | -             |
| Advancement Incentive Scheme 2014                                   | Power and fuel               | 0.04       | -             |
|   | Other expenses               | 0.02       | -             |
|   | Property plant and equipment | 0.20       | -             |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

**50** Hon'ble High Court of Allahabad vide its order dated February 12, 2019 has set aside and quashed the notification withdrawing the Sugar Industrial Promotion Policy 2004 (Policy). The State Government has filed special leave petition (SLP) with Supreme Court against the above said order. The Company has not accrued the benefits consequent to the above said order due to uncertainties of the amount and the collection thereof.

**51** The Board of Directors, in its meeting held on May 05, 2025, have recommended a final dividend of Rs. 3.40 /- per equity share of Rs 2/- each aggregating to Rs. 53.02 crores for the financial year ended March 31, 2025. The recommendation is subject to the approval of shareholders at the forthcoming Annual General Meeting.

## **52 Disclosures related to title deeds of the immovable properties not held in the name of the Company**

### **(i) as at March 31, 2025**

| Rs. Crores                              |                                 |                      |   |   |                                     |  |
|---|---------------------------------|----------------------|---|---|-------------------------------------|--|
| Relevant line item in the Balance sheet | Description of item of property | Gross carrying value | Title deeds held in the name of   | Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director | Property held since which date/year | Reason for not being held in the name of the company |
| Property, Plant and Equipment           | Freehold land                   | 1.56<br>(WDV - 1.56) | Andhra Pradesh Industrial Infrastructure Corporation Limited (now Telangana State Industrial Infrastructure Corporation[TSIIC]) | No  | 2009-10                             | Refer note below*                                    |
| Property, Plant and Equipment progress  | Leasehold land                  | 0.40<br>(WDV - Nil)  | M/s Kitply Industries   | No<br>Limited   | From November<br>till date          | Renewal<br>22, 2024 to in                            |

### **(ii) as at March 31, 2024**

| Rs. Crores                              |                                 |                      |   |   |                                     |  |
|---|---------------------------------|----------------------|---|---|-------------------------------------|--|
| Relevant line item in the Balance sheet | Description of item of property | Gross carrying value | Title deeds held in the name of   | Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director | Property held since which date/year | Reason for not being held in the name of the company |
| Property, Plant and Equipment           | Freehold land                   | 1.56<br>(WDV - 1.56) | Andhra Pradesh Industrial Infrastructure Corporation Limited (now Telangana State Industrial Infrastructure Corporation[TSIIC]) | No  | 2009-10                             | Refer note below*                                    |

\* The Company has filed a writ petition before High Court of Telangana against cancellation of provisional allotment of the Land by TSIIC. The High Court has provided an interim stay against cancellation.

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 53 Disclosures related to shareholding of the promoters

| Shares held by promoters at the end of the year |   | No. of Shares           |                         | % of total shares       |                         | % Change during |
|---|---|-------------------------|-------------------------|-------------------------|-------------------------|-----------------|
| S. No   | Promoter name   | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 | FY<br>2024-25   |
| 1   | SUMANT INVESTMENTS PRIVATE LIMITED                                  | 9,82,82,744             | 9,82,82,744             | 63.03%                  | 63.03%                  | -               |
| 2   | AJIT S. SHRIRAM   | 5,95,580                | 5,95,580                | 0.38%                   | 0.38%                   | -               |
| 3   | AJAY S. SHRIRAM (HUF)   | 5,59,330                | 5,59,330                | 0.36%                   | 0.36%                   | -               |
| 4   | VIKRAM S. SHRIRAM (HUF)   | 5,50,200                | 5,50,200                | 0.35%                   | 0.35%                   | -               |
| 5   | VIKRAM S. SHRIRAM   | 5,03,310                | 5,03,310                | 0.32%                   | 0.32%                   | -               |
| 6   | AJIT S. SHRIRAM (HUF)   | 5,00,000                | 5,00,000                | 0.32%                   | 0.32%                   | -               |
| 7   | AJAY S. SHRIRAM   | 4,93,780                | 4,93,780                | 0.32%                   | 0.32%                   | -               |
| 8   | TARA A. SHRIRAM   | 2,99,900                | 2,99,900                | 0.19%                   | 0.19%                   | -               |
| 9   | ANAND A. SHRIRAM  | 2,98,070                | 2,98,070                | 0.19%                   | 0.19%                   | -               |
| 10  | NAINIKA V. SHRIRAM  | 2,97,900                | 2,97,900                | 0.19%                   | 0.19%                   | -               |
| 11  | ADITYA A. SHRIRAM   | 2,97,760                | 2,97,760                | 0.19%                   | 0.19%                   | -               |
| 12  | PRANAV V. SHRIRAM   | 2,97,190                | 2,97,190                | 0.19%                   | 0.19%                   | -               |
| 13  | VARUN A. SHRIRAM  | 2,96,900                | 2,96,900                | 0.19%                   | 0.19%                   | -               |
| 14  | PRABHA SHRIDHAR   | 2,20,000                | 2,20,000                | 0.14%                   | 0.14%                   | -               |
| 15  | KAVITA V. SHRIRAM   | 78,680                  | 78,680                  | 0.05%                   | 0.05%                   | -               |
| 16  | VANDANA A. SHRIRAM  | 78,340                  | 78,340                  | 0.05%                   | 0.05%                   | -               |
| 17  | RICHA A. SHRIRAM  | 34,900                  | 34,900                  | 0.02%                   | 0.02%                   | -               |
| 18  | AMBIKA JAIPAL SINGH (Jointly with JAYANT JAIPAL SINGH)              | 34,350                  | 34,350                  | 0.02%                   | 0.02%                   | -               |
| 19  | OM PRAKASH JHALANI (Jointly with ANOOP JHALANI AND PRADEEP JHALANI) | 5,000                   | 5,000                   | 0.00%                   | 0.00%                   | -               |
| 20  | KAUSHIK DEVA  | 13,000                  | 13,000                  | 0.01%                   | 0.01%                   | -               |
| <b>Total</b>                                    |   | <b>10,37,36,934</b>     | <b>10,37,36,934</b>     | <b>66.52%</b>           | <b>66.52%</b>           |                 |

## 54 Disclosures of Ratios

| Particulars                          | UoM   | Mar'25 | Mar'24 | %variance | Reasons for change (in case of ±25% deviation from previous year) |
|--------------------------------------|-------|--------|--------|-----------|---|
| (a) Current Ratio                    | Times | 1.53   | 1.58   | -3.51%    | NA  |
| (b) Debt-Equity Ratio                | Times | 0.21   | 0.23   | -7.08%    | NA  |
| (c) Debt Service Coverage Ratio      | Times | 5.28   | 4.24   | 24.41%    | NA  |
| (d) Return on Equity Ratio           | %     | 8.33   | 6.63   | 25.56%    | Increase is on account of increase in profit after tax            |
| (e) Inventory turnover ratio         | Times | 5.45   | 5.51   | -1.20%    | NA  |
| (f) Trade Receivables turnover ratio | Times | 17.98  | 18.18  | -1.10%    | NA  |
| (g) Trade payables turnover ratio    | Times | 6.12   | 6.71   | -8.76%    | NA  |
| (h) Net capital turnover ratio       | Times | 7.89   | 6.57   | 20.03%    | NA  |
| (i) Net profit ratio                 | %     | 4.84   | 4.02   | 20.47%    | NA  |
| (j) Return on Capital employed       | %     | 13.67  | 13.61  | 0.37%     | NA  |
| (k) Return on investment             | %     | 7.70   | 7.20   | 6.94%     | NA  |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2024

## Formulae for ratios

Rs. Crores

| Particulars                      | Formulae  |
|----------------------------------|---|
| Current ratio                    | Current assets/Current liabilities  |
| Debt-Equity ratio                | Net Debt <sup>1</sup> /Total Equity   |
| Debt service coverage ratio      | Earnings <sup>2</sup> /Net finance charges <sup>3</sup> + repayment of long term borrowings (excluding prepayments) during the period |
| Return on equity ratio           | Profit after tax/Average net worth <sup>4</sup>   |
| Inventory turnover ratio         | Sale of products/Average inventory <sup>5</sup>   |
| Trade receivables turnover ratio | Sale of products/Average trade receivables <sup>6</sup>   |
| Trade payables turnover ratio    | Total purchases <sup>7</sup> /Average trade payables <sup>8</sup>   |
| Net capital turnover ratio       | Sale of products/Average working capital <sup>9</sup>   |
| Net profit ratio                 | Profit after tax/Sale of products   |
| Return on capital employed       | Earnings before interest and tax (EBIT)/Average Capital employed <sup>10</sup>  |
| Return on investment             | Income on investments/weighted average investments  |

1. Net debt = Total borrowings - cash and cash equivalents - bank balances other than cash and cash equivalents (other than earmarked balances)
2. Earnings = Profit before tax (+) Depreciation and amortisation (+) Finance cost (-) interest and dividend income (-) net gain/(loss) on sale of current investments
3. Net finance charges = Finance cost (including interest capitalised on qualifying assets during construction period) (-) interest and dividend income (-) net gain/(loss) on sale of current investments
4. Average networth<sup>(i)</sup> = On year end closing basis  
(i) Net worth = Equity share capital + other equity (excluding share held by trust under ESPS and cash flow hedging reserve)
5. Average inventory = On quarter closing basis\*
6. Average trade receivables = On quarter closing basis\*
7. Total purchases = Cost of raw material consumed + Consumption of stores and spares + Purchases of stock-in-trade + Change in inventories of raw material and stores & spares
8. Average trade payables = On quarter closing basis\*
9. Average working capital<sup>(ii)</sup> = On quarter closing basis\*  
(ii) Working capital = Current assets - Current liabilities
10. Average capital employed<sup>(iii)</sup> = On quarter closing basis\*  
(iii) Capital employed = Total assets [excluding Investments, Cash and cash equivalents, bank balances other than cash and cash equivalents (other than earmarked balances), Capital work in progress, Capital advances and Intangible assets under development] - Total liabilities [excluding total borrowings, Capital creditors and Deferred tax assets/(liabilities)(net)]
11. Profit before interest, depreciation and tax (EBIDTA) = Profit before tax (+) Depreciation and amortisation (+) Finance costs.

\* Opening and closing numbers are audited, while, quarter ended June, September, December numbers are based on unaudited books of accounts



# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 55 Statement showing ageing schedules pursuant to Schedule III of the Companies Act 2013

As at March 31, 2025

### (a) Capital work in progress

#### 1. Ageing of Capital work in progress

Rs. Crores

| CWIP                 | Amount in CWIP for a period of |               |               |                   | Total         |
|----------------------|--------------------------------|---------------|---------------|-------------------|---------------|
|                      | Less than 1 year               | 1-2 years     | 2-3 years     | More than 3 years |               |
| Projects in progress | 72.99                          | 309.37        | 236.08        | 40.82             | 659.26        |
| Others               | 120.79                         | 19.65         | 1.49          | 2.09              | 144.02        |
| <b>Total</b>         | <b>193.78</b>                  | <b>329.02</b> | <b>237.57</b> | <b>42.91</b>      | <b>803.28</b> |

#### 2. Capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan:

Rs. Crores

| CWIP                        | To be completed in |           |           |                   |
|-----------------------------|--------------------|-----------|-----------|-------------------|
|                             | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |
| <b>Projects in progress</b> |                    |           |           |                   |
| Epichlorohydrin (ECH)       | 653.39             | -         | -         | -                 |
| <b>Total</b>                | <b>653.39</b>      | <b>-</b>  | <b>-</b>  | <b>-</b>          |

### (b) Intangible assets under development

#### 1. Ageing of Intangible assets under development

Rs. Crores

| Intangible assets under development                                 | Amount in Intangible assets under development for a period of |             |             |                   | Total        |
|---|---|-------------|-------------|-------------------|--------------|
|   | Less than 1 year  | 1-2 years   | 2-3 years   | More than 3 years |              |
| Projects in progress (Pertaining to development of trait for seeds) | 10.34   | 6.57        | 2.60        | 9.24              | 28.75        |
| <b>Total</b>  | <b>10.34</b>  | <b>6.57</b> | <b>2.60</b> | <b>9.24</b>       | <b>28.75</b> |

#### 2. Intangible assets under development whose completion is overdue or has exceeded its cost compared to its original plan:

Rs. Crores

| Intangible assets under development                                 | To be completed in |           |              |                   | Total        |
|---|--------------------|-----------|--------------|-------------------|--------------|
|   | Less than 1 year   | 1-2 years | 2-3 years    | More than 3 years |              |
| Projects in progress (Pertaining to development of trait for seeds) | -                  | -         | 28.75        | -                 | 28.75        |
| <b>Total</b>  | <b>-</b>           | <b>-</b>  | <b>28.75</b> | <b>-</b>          | <b>28.75</b> |

As at March 31, 2024

### (a) Capital work in progress

#### 1. Ageing of Capital work in progress

Rs. Crores

| CWIP                 | Amount in CWIP for a period of |                 |               |                   | Total           |
|----------------------|--------------------------------|-----------------|---------------|-------------------|-----------------|
|                      | Less than 1 year               | 1-2 years       | 2-3 years     | More than 3 years |                 |
| Projects in progress | 984.50                         | 1,145.03        | 325.59        | 78.20             | 2,533.32        |
| Others               | 51.78                          | 0.37            | 1.85          | 6.02              | 60.02           |
| <b>Total</b>         | <b>1,036.28</b>                | <b>1,145.40</b> | <b>327.44</b> | <b>84.22</b>      | <b>2,593.34</b> |

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## 2. Capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan:

Rs. Crores

| CWIP                               | To be completed in |           |           |                   |
|------------------------------------|--------------------|-----------|-----------|-------------------|
|                                    | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |
| <b>Projects in progress</b>        |                    |           |           |                   |
| 120 MW Captive thermal power plant | 645.20             | -         | -         | -                 |
| Hydrogen Peroxide (H2O2)           | 433.45             | -         | -         | -                 |
| Caustic Soda Plant                 | 835.01             | -         | -         | -                 |
| Epichlorohydrin (ECH)              | 586.27             | -         | -         | -                 |
| <b>Total</b>                       | <b>2,499.93</b>    | <b>-</b>  | <b>-</b>  | <b>-</b>          |

## (b) Ageing of Intangible assets under development

Rs. Crores

| Intangible assets under development                                 | Amount in Intangible assets under development for a period of |             |             |                   | Total        |
|---|---|-------------|-------------|-------------------|--------------|
|   | Less than 1 year  | 1-2 years   | 2-3 years   | More than 3 years |              |
| Projects in progress (Pertaining to development of trait for seeds) | 6.57  | 2.60        | 3.48        | 5.76              | 18.41        |
| <b>Total</b>  | <b>6.57</b>   | <b>2.60</b> | <b>3.48</b> | <b>5.76</b>       | <b>18.41</b> |

## 56 Statement showing ageing schedules pursuant to Schedule III of the Companies Act 2013

### (a) Trade payables ageing schedule

#### (i) As at March 31, 2025

Rs. Crores

| Particulars   | Not due* | Outstanding for following periods from due date of payment |           |           |                   | Total    |
|---|----------|--|-----------|-----------|-------------------|----------|
|   |          | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |          |
| <b>Undisputed trade payable</b>   |          |  |           |           |                   |          |
| (i) total outstanding dues of micro enterprises and small enterprises                       | 71.49    | -  | -         | -         | -                 | 71.49    |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 607.78   | 435.50   | 15.75     | 12.02     | 6.23              | 1,077.28 |
| <b>Disputed trade payable</b>   | -        | -  | -         | -         | -                 | -        |

\* includes unbilled dues

#### (ii) As at March 31, 2024

Rs. Crores

| Particulars   | Not due* | Outstanding for following periods from due date of payment |           |           |                   | Total  |
|---|----------|--|-----------|-----------|-------------------|--------|
|   |          | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |        |
| <b>Undisputed trade payable</b>   |          |  |           |           |                   |        |
| (i) total outstanding dues of micro enterprises and small enterprises                       | 50.00    | -  | -         | -         | -                 | 50.00  |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 379.44   | 529.10   | 12.60     | 1.71      | 20.92             | 943.77 |
| <b>Disputed trade payable</b>   | -        | -  | -         | -         | -                 | -      |

\* includes unbilled dues

# Notes to the Standalone Financial Statements For The Year Ended March 31, 2025

## (b) Trade receivables ageing schedule

### (i) As at March 31, 2025

Rs. Crores

| Particulars                                   | Not due | Outstanding for following periods from due date of payment |                   |           |           |                   | Total*        |
|---|---------|--|-------------------|-----------|-----------|-------------------|---------------|
|   |         | Less than 6 months   | 6 months -1 years | 1-2 years | 2-3 years | More than 3 years |               |
| <b>(i) Undisputed Trade receivables</b>       |         |  |                   |           |           |                   |               |
| - considered good                             | 487.49  | 296.99   | 29.54             | 30.44     | 3.76      | 1.47              | 849.69        |
| - credit impaired                             | -       | 0.32   | 0.36              | 2.28      | 2.91      | 27.52             | 33.39         |
| <b>(ii) Disputed Trade Receivables</b>        |         |  |                   |           |           |                   |               |
| - considered good                             | -       | 0.09   | 0.64              | 0.72      | 0.16      | 0.34              | 1.95          |
| - credit impaired                             | -       | -  | 0.80              | 1.95      | 0.93      | 28.98             | 32.66         |
| <b>(iii) Unbilled revenue</b>                 |         |  |                   |           |           |                   | 13.13         |
| Less: Loss allowance for doubtful receivables |         |  |                   |           |           |                   | (70.15)       |
| <b>Total</b>                                  |         |  |                   |           |           |                   | <b>860.67</b> |

\* Also refer note number 29

### (ii) As at March 31, 2024

Rs. Crores

| Particulars                                   | Not due | Outstanding for following periods from due date of payment |                   |           |           |                   | Total*        |
|---|---------|--|-------------------|-----------|-----------|-------------------|---------------|
|   |         | Less than 6 months   | 6 months -1 years | 1-2 years | 2-3 years | More than 3 years |               |
| <b>(i) Undisputed Trade receivables</b>       |         |  |                   |           |           |                   |               |
| - considered good                             | 218.43  | 277.37   | 57.42             | 8.61      | 6.17      | 2.36              | 570.36        |
| - credit impaired                             | -       | -  | 1.19              | 1.17      | 2.52      | 30.77             | 35.65         |
| <b>(ii) Disputed Trade Receivables</b>        |         |  |                   |           |           |                   |               |
| - considered good                             | -       | 0.18   | 0.05              | 0.09      | 0.66      | 1.84              | 2.82          |
| - credit impaired                             | -       | -  | -                 | 0.27      | 2.17      | 25.83             | 28.27         |
| <b>(iii) Unbilled revenue</b>                 |         |  |                   |           |           |                   | 18.88         |
| Less: Loss allowance for doubtful receivables |         |  |                   |           |           |                   | (63.92)       |
| <b>Total</b>                                  |         |  |                   |           |           |                   | <b>592.06</b> |

\* Also refer note number 29

**57** The Company has entered into a binding definitive agreement dated May 04, 2025 with DNV Global Private Limited, for acquiring 53% equity shares of the said company, subject to necessary process and approvals. Post acquisition, it will become a subsidiary of the Company.

## 58 Particulars of sale of products

Rs. Crores

| Description                 | Sales            |                  |
|-----------------------------|------------------|------------------|
|                             | 2024-25          | 2023-24          |
| Urea                        | 1,457.75         | 1,515.80         |
| PVC resins                  | 435.14           | 429.39           |
| Caustic soda                | 2,554.70         | 1,885.98         |
| Calcium carbide             | 184.95           | 156.38           |
| Seeds                       | 1,415.58         | 1,163.61         |
| Cement                      | 165.24           | 198.71           |
| Sugar                       | 2,477.66         | 2,377.74         |
| Ethanol                     | 1,015.03         | 1,058.11         |
| Windows and doors           | 857.52           | 814.29           |
| Power Sale                  | 99.66            | 115.59           |
| Petrol / Diesel             | 115.17           | 127.33           |
| Others                      | 1,651.55         | 1,334.80         |
| Less: Inter segment revenue | (59.85)          | (58.12)          |
| <b>Total</b>                | <b>12,370.10</b> | <b>11,119.61</b> |

For and on behalf of the Board of Directors

Deepak Gupta  
Company Secretary  
Place: New Delhi  
Date: May 05, 2025

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

# Independent Auditor's Report

## To The Members of DCM Shriram Limited

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

#### Opinion

We have audited the accompanying consolidated financial statements of DCM Shriram Limited (the "Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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 the other auditors on separate financial statements of the subsidiaries referred to in the Other Matter section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity 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 ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraph (a) of the Other Matter section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

#### Key Audit Matters

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

| Sr. No. | Key Audit Matter   | Auditor's Response  |
|---------|--|---|
| 1.      | <p>Capitalisation of Property, Plant and Equipment (PPE) related to projects</p> <p>The Group had various projects under implementation at the chemical and sugar businesses. During the year, the Group has capitalised PPE related to certain projects that were ready for its intended use as determined by the management has started its commercial production.</p> <p>Inappropriate amount and timing of capitalization of the project could result in material misstatement of PPE with a consequent impact on depreciation charge and results for the year.</p> <p>We considered this to be a key audit matter due to significance of amount incurred on such items, judgement involved in determining the eligibility of costs; determining when the whole/partial project is ready for use as intended by the management and qualifies for capitalization as per the criteria set out in Ind AS 16 Property, Plant and Equipment.</p> <p>(Refer to the accompanying notes 1.4(a), 1.5(i), 2.1 and 23 forming integral part of the consolidated financial statements)</p> | <p><b>Principal audit procedures performed:</b></p> <ul style="list-style-type: none"> <li>Our audit approach consisted evaluation of design and implementation of controls, and testing the operating effectiveness of controls related to capital expenditure and capitalization of assets.</li> <li>We assessed the appropriateness of the accounting policy for property, plant and equipment as per the relevant accounting standard.</li> <li>On a sample basis, we tested the source documentation to determine whether the cost incurred meets the criteria for capitalization as per Ind AS 16, appropriately classified and approved.</li> <li>We examined the useful life assessment made by the management based on their internal estimates and evaluation.</li> <li>We physically verified existence of property, plant and equipment on test check basis through sites visit.</li> <li>We obtained the supporting calculations of borrowing costs capitalized for qualifying assets as per Ind AS 23, verified the inputs to the calculation and tested the arithmetical accuracy.</li> <li>We obtained the commissioning certificate provided by the management and corroborated with underlying evidence to determine whether the asset is in the location and condition necessary for it to be capable of operating in the manner intended by the management.</li> <li>Ensured adequacy of disclosures in the consolidated financial statements.</li> </ul> |

# Independent Auditor's Report

## Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report viz. Board's Report, Management discussion and analysis, Business Responsibility and Sustainability Reporting, Corporate Social Responsibility and Corporate Governance Report but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries is traced from their financial statements audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intend to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

## Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which



# Independent Auditor's Report

we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion

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 Parent Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other Matters

- (a) We did not audit the consolidated financial statements of two subsidiaries, and standalone financial statements of ten subsidiaries, whose financial statements reflect total assets of Rs. 370.81 crores as at March 31, 2025, total revenues of Rs. 248.67 crores and net cash outflows amounting to Rs. 5.53 crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter 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 Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries referred to in the Other Matter section above we report, to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the 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 Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of 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.
- e) On the basis of the written representations received from the directors of the Parent Company as on March 31, 2025 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies is disqualified as on March 31, 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 consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent and subsidiary companies, incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.
- g) 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 and based on the auditor's reports of subsidiary companies incorporated in India, the remuneration paid by the Parent and such subsidiary companies to their respective directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 28(i) to the consolidated financial statements.
  - ii) The Group has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on derivative contracts. The Group did not have any long-term contracts for which there were any material foreseeable losses.
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent. There were no amounts which were required to

# Independent Auditor's Report

be transferred to the Investor Education and Protection Fund by its subsidiary companies incorporated in India.

- iv) (a) The respective Managements of the Parent company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries that, to the best of their knowledge and belief, 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 Parent company or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The respective Managements of the Parent company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries that, to the best of their knowledge and belief, no funds have been received by the Parent company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) The final dividend proposed in the previous year, declared and paid by the Parent company during the year is in accordance with section 123 of the Act, as applicable. The

interim dividend declared and paid by the Parent Company during the year and until the date of this report is in compliance with section 123 of the Act.

As stated in note 54 to the consolidated financial statements, the Board of Directors of the Parent company have proposed final dividend for the year which is subject to the approval of the members of Parent Company at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

- vi) Based on our examination which included test checks and based on the other auditor's reports of its subsidiary companies incorporated in India whose financial statements have been audited under the Act, the Parent Company and its subsidiary companies, incorporated in India have used accounting software systems for maintaining their respective books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of audit, we and respective other auditors, whose reports have been furnished to us by the Management of the Parent Company, have not come across any instance of the audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the Parent Company and above referred subsidiary companies incorporated in India as per the statutory requirements for record retention.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent company, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the consolidated financial statements.

**For Deloitte Haskins & Sells**

Chartered Accountants

(Firm's Registration No.015125N)

**Vijay Agarwal**

(Partner)

(Membership No. 094468)

UDIN: 25094468BMMIYJ3583

Place: New Delhi

Date: May 05, 2025

# Independent Auditor's Report

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

### Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as at and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated financial statements of DCM Shriram Limited (hereinafter referred to as "Parent") and its subsidiary companies, which are companies incorporated in India, as of that date.

### Management's and Board of Director's Responsibility for Internal Financial Controls

The respective Company's management and Board of Directors of the Parent and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal control with reference to consolidated financial statements 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 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent, and its subsidiary companies, which are companies incorporated in India.

### Meaning of Internal Financial Controls with reference to consolidated financial statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

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

### Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matter paragraph below, the Parent and its subsidiary companies, which are companies 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 March 31, 2025, based on the criteria for internal financial control with reference to consolidated financial statements 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 issued by the Institute of Chartered Accountants of India.

### Other Matter

Our aforesaid 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 insofar as it relates to consolidated financial statements of two subsidiary companies and standalone financial statements of ten subsidiary companies, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

**For Deloitte Haskins & Sells**

Chartered Accountants

(Firm's Registration No.015125N)

**Vijay Agarwal**

(Partner)

Place: New Delhi

Date: May 05, 2025

Membership Number: 094468

UDIN: 25094468BMMIYJ3583

# Consolidated Balance Sheet

As At March 31, 2025

|  | Note  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|-------|---------------------------------------|---------------------------------------|
| <b>ASSETS</b>  |       |                                       |                                       |
| <b>Non-current assets</b>  |       |                                       |                                       |
| Property, plant and equipment (Including Right of use assets)                            | 2.1   | 6,425.77                              | 4,129.86                              |
| Capital work-in-progress   | 2.1.1 | 805.06                                | 2,596.80                              |
| Investment property  | 2.2   | 0.69                                  | 0.70                                  |
| Goodwill   | 2.3   | 81.15                                 | 81.15                                 |
| Other intangible assets  | 2.3   | 9.68                                  | 10.18                                 |
| Intangible assets under development  | 2.3.1 | 28.75                                 | 18.41                                 |
| <b>Financial assets</b>  |       |                                       |                                       |
| Investments  | 3.1   | 55.83                                 | 53.72                                 |
| Loans  | 3.2   | 40.08                                 | 31.13                                 |
| Other financial assets   | 3.3   | 93.84                                 | 52.20                                 |
| Deferred tax assets (Net)  | 4     | 1.09                                  | 1.91                                  |
| Other non-current assets   | 5     | 76.66                                 | 98.85                                 |
| <b>Total non-current assets</b>  |       | <b>7,618.60</b>                       | <b>7,074.91</b>                       |
| <b>Current assets</b>  |       |                                       |                                       |
| Inventories  | 6     | 2,799.48                              | 2,677.05                              |
| Financial assets   |       |                                       |                                       |
| Trade receivables  | 7.1   | 919.16                                | 645.87                                |
| Cash and cash equivalents  | 7.2   | 619.85                                | 343.22                                |
| Bank balances other than cash and cash equivalents                                       | 7.3   | 366.23                                | 329.22                                |
| Loans  | 7.4   | 9.34                                  | 4.62                                  |
| Other financial assets   | 7.5   | 26.72                                 | 26.50                                 |
| Current tax assets (net)   | 8     | 47.18                                 | 108.79                                |
| Other current assets   | 9     | 305.22                                | 324.66                                |
| <b>Total current assets</b>  |       | <b>5,093.18</b>                       | <b>4,459.93</b>                       |
| Assets classified as held for sale   | 10    | 20.45                                 | 14.25                                 |
| <b>Total assets</b>  |       | <b>12,732.23</b>                      | <b>11,549.09</b>                      |
| <b>EQUITY AND LIABILITIES</b>  |       |                                       |                                       |
| <b>Equity</b>  |       |                                       |                                       |
| Equity share capital   | 11    | 31.35                                 | 31.35                                 |
| Other equity   | 12    | 6,972.78                              | 6,490.75                              |
| <b>Total Equity</b>  |       | <b>7,004.13</b>                       | <b>6,522.10</b>                       |
| <b>Liabilities</b>   |       |                                       |                                       |
| <b>Non-current liabilities</b>   |       |                                       |                                       |
| Financial Liabilities  |       |                                       |                                       |
| Borrowings   | 13.1  | 1,391.15                              | 1,384.54                              |
| Lease liabilities  |       | 100.38                                | 53.16                                 |
| Other financial liabilities  | 13.2  | 3.36                                  | 0.04                                  |
| Provisions   | 14    | 322.93                                | 293.69                                |
| Deferred tax liabilities (Net)   | 4     | 663.90                                | 524.64                                |
| Other non-current liabilities  | 15    | 3.22                                  | 4.46                                  |
| <b>Total non-current liabilities</b>   |       | <b>2,484.94</b>                       | <b>2,260.53</b>                       |
| <b>Current liabilities</b>   |       |                                       |                                       |
| Financial Liabilities  |       |                                       |                                       |
| Borrowings   | 16.1  | 1,017.04                              | 698.09                                |
| Lease liabilities  |       | 20.06                                 | 15.76                                 |
| Trade payables   | 16.2  |                                       |                                       |
| - total outstanding dues of micro enterprises and small enterprises                      |       | 74.03                                 | 56.31                                 |
| - total outstanding dues of creditors other than micro enterprises and small enterprises |       | 1,110.91                              | 983.81                                |
| Other financial liabilities  | 16.3  | 321.23                                | 341.14                                |
| Other current liabilities  | 17    | 621.22                                | 591.15                                |
| Provisions   | 18    | 72.09                                 | 69.86                                 |
| Current tax liabilities (Net)  | 8     | 0.44                                  | 1.69                                  |
| <b>Total current liabilities</b>   |       | <b>3,237.02</b>                       | <b>2,757.81</b>                       |
| Liabilities associated with assets classified as held for sale                           |       | 6.14                                  | 8.65                                  |
| <b>Total equity and liabilities</b>  |       | <b>12,732.23</b>                      | <b>11,549.09</b>                      |

The accompanying notes form an integral part of the consolidated financial statements

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025

# Consolidated Statement of Profit and Loss

For The Year Ended March 31 , 2025

|   | Note    | Year ended<br>March 31, 2025<br>Rs. Crores | Year ended<br>March 31, 2024<br>Rs. Crores |
|---|---------|--|--|
| (a) Revenue from operations   | 19      | 12,741.32                                  | 11,431.29                                  |
| (b) Other income  | 20      | 142.14                                     | 98.54                                      |
| <b>Total income</b>   |         | <b>12,883.46</b>                           | <b>11,529.83</b>                           |
| <b>Expenses</b>   |         |  |  |
| (c) Cost of materials consumed  |         | 5,360.40                                   | 5,276.31                                   |
| (d) Purchases of stock-in-trade   |         | 942.87                                     | 845.29                                     |
| (e) Change in inventories of finished goods, stock-in-trade and work-in-progress                          | 21      | (15.02)                                    | (316.12)                                   |
| (f) Excise duty   |         | 663.97                                     | 508.81                                     |
| (g) Employee benefits expense   | 22      | 1,070.02                                   | 984.30                                     |
| (h) Finance costs   | 23      | 152.82                                     | 87.55                                      |
| (i) Depreciation and amortization expense   | 24      | 410.17                                     | 302.93                                     |
| (j) Power and fuel  |         | 1,709.13                                   | 1,713.04                                   |
| (k) Other expenses  | 25      | 1,679.69                                   | 1,428.98                                   |
| <b>Total Expenses</b>   |         | <b>11,974.05</b>                           | <b>10,831.09</b>                           |
| <b>Profit before tax</b>  |         | <b>909.41</b>                              | <b>698.74</b>                              |
| (l) Tax expense   |         |  |  |
| - Current tax   | 26      | 159.73                                     | 189.08                                     |
| - Deferred tax  |         | 143.31                                     | 50.02                                      |
| (m) Tax adjustments related to earlier years  |         |  |  |
| - Current tax   |         | 2.34                                       | 8.65                                       |
| - Deferred tax  |         | (0.24)                                     | 3.89                                       |
| <b>Total tax expense</b>  |         | <b>305.14</b>                              | <b>251.64</b>                              |
| <b>Profit after tax</b>   |         | <b>604.27</b>                              | <b>447.10</b>                              |
| <b>Other Comprehensive Income</b>   |         |  |  |
| (i) Items that will not be re-classified to profit or loss  |         |  |  |
| - Remeasurement of defined benefit obligation   | 32 (ii) | (6.83)                                     | (9.63)                                     |
| - Changes in fair value of equity instruments through other comprehensive income                          |         | (0.18)                                     | 0.57                                       |
| Income tax relating to items that will not be re-classified to profit or loss                             |         | 2.36                                       | 3.31                                       |
| (ii) Items that may be re-classified to profit or loss  |         |  |  |
| - Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge |         | (1.79)                                     | (1.30)                                     |
| - Exchange differences in translating the financial statements of foreign subsidiaries                    |         | 0.29                                       | (1.22)                                     |
| Income tax relating to items that may be re-classified to profit or loss                                  |         | 0.62                                       | 0.56                                       |
| <b>Total Other comprehensive income (net of tax)</b>  |         | <b>(5.53)</b>                              | <b>(7.71)</b>                              |
| <b>Total Comprehensive income</b>   |         | <b>598.74</b>                              | <b>439.39</b>                              |
| Attributable to:  |         |  |  |
| - Owners of the Company   |         | 598.74                                     | 439.39                                     |
| Profit before interest, depreciation and tax item (EBIDTA)  |         | 1,472.40                                   | 1,089.22                                   |
| <b>Earnings per equity share-basic/diluted (Rs.) (face value Rs 2 per share)</b>                          | 27      | <b>38.75</b>                               | <b>28.67</b>                               |
| The accompanying notes form an integral part of the consolidated financial statements                     |         |  |  |

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025



# Consolidated Statement of Cash Flows

For The Year Ended March 31 , 2025

|   | Year ended<br>March 31, 2025<br>Rs. Crores | Year ended<br>March 31, 2024<br>Rs. Crores |
|---|--|--|
| <b>A. Cash flow from operating activities</b>   |  |  |
| Net profit after tax  | 604.27                                     | 447.10                                     |
| Adjustments for :   |  |  |
| Income tax expense recognized in profit or loss   | 305.14                                     | 251.64                                     |
| Depreciation and amortization expense   | 410.17                                     | 302.93                                     |
| Net gain on financial assets and liquid investments   | (32.33)                                    | (41.95)                                    |
| Loss on sale of property, plant and equipment (including assets held for sale) (net)                                    | 4.96                                       | 0.46                                       |
| Bad debts, advances, other debts and deposits written off   | 0.06                                       | 0.06                                       |
| Loss allowance for credit impaired receivables (net)  | 3.81                                       | 4.90                                       |
| (Reversal) of loss allowance for doubtful loans and advances, other debts and deposits (net)                            | -  | (0.17)                                     |
| (Reversal) of impairment in value of assets (including assets held for sale)  | -  | (0.28)                                     |
| Finance costs   | 152.82                                     | 87.55                                      |
| Dividend and Interest income  | (53.21)                                    | (35.40)                                    |
| <b>Operating profit before working capital changes</b>  | <b>1,395.69</b>                            | <b>1,016.84</b>                            |
| Changes in operating assets and liabilities:  |  |  |
| (Increase)/ Decrease in Trade receivables   | (277.16)                                   | 218.08                                     |
| (Increase) in Loans and advances  | (13.67)                                    | (6.74)                                     |
| (Increase) in Other financial assets  | (2.36)                                     | (5.15)                                     |
| Decrease in Inventories   | (122.43)                                   | (300.58)                                   |
| Decrease/ (Increase) in Other current /non-current assets   | 16.99                                      | (13.38)                                    |
| Increase in Trade payables  | 144.82                                     | 29.38                                      |
| Increase in Provisions  | 24.64                                      | 26.23                                      |
| Increase in Other financial liabilities   | 29.38                                      | 5.90                                       |
| Increase in Other current/non-current liabilities   | 29.12                                      | 19.34                                      |
| <b>Cash generated from operations</b>   | <b>1,225.02</b>                            | <b>989.92</b>                              |
| Income taxes paid (net of refunds)  | (97.20)                                    | (196.11)                                   |
| <b>Net cash from operating activities</b>   | <b>1,127.82</b>                            | <b>793.81</b>                              |
| <b>B. Cash flow from investing activities</b>   |  |  |
| Purchase of property, plant and equipment   | (845.27)                                   | (1,309.84)                                 |
| Purchase of other intangible assets   | (13.51)                                    | (8.69)                                     |
| Decrease in Bank deposits and current account balances with banks (Earmarked)   | 2.37                                       | 44.17                                      |
| Decrease/(Increase) in bank deposits (having original maturity more than 3 months)                                      | (83.27)                                    | 151.67                                     |
| Sale of property, plant and equipment   | 12.14                                      | 10.23                                      |
| Proceeds from asset held for sale   | 0.47                                       | 2.94                                       |
| Interest received   | 47.29                                      | 38.45                                      |
| Net gain on financial assets and liquid investments   | 32.33                                      | 41.95                                      |
| Investment in shares :-   |  |  |
| Associates  | (2.50)                                     | (41.49)                                    |
| Investment in unquoted government securities  | -  | (0.02)                                     |
| Sale of investment in shares  | 0.15                                       | 0.54                                       |
| <b>Net cash used in investing activities</b>  | <b>(849.80)</b>                            | <b>(1,070.09)</b>                          |
| <b>C. Cash flow from financing activities</b>   |  |  |
| Proceeds from long term borrowings  | 197.15                                     | 446.99                                     |
| (Repayment) of long term borrowings   | (168.44)                                   | (209.89)                                   |
| Proceeds from Short term borrowings (net)   | 288.52                                     | 206.73                                     |
| Dividends paid  | (127.87)                                   | (118.52)                                   |
| Principal payment of lease liabilities including derecognition (refer note 34)  | (20.42)                                    | (18.03)                                    |
| Interest paid on lease liabilities (refer note 34)  | (5.11)                                     | (6.01)                                     |
| Finance cost paid   | (165.22)                                   | (131.92)                                   |
| <b>Net cash (used)/ from financing activities</b>   | <b>(1.39)</b>                              | <b>169.35</b>                              |
| <b>Net increase/ (decrease) in cash and cash equivalents</b>  | <b>276.63</b>                              | <b>(106.93)</b>                            |
| Cash and cash equivalents at the beginning of the year  | 343.22                                     | 450.15                                     |
| Cash and cash equivalents at the end of the year  | 619.85                                     | 343.22                                     |
| Note: Cash flow statements are prepared in accordance with 'indirect method' as per IndAS 7 - 'Statement of Cash Flows' |  |  |
| <b>Reconciliation of cash and cash equivalents as per the Statement of Cash flows</b>                                   |  |  |
| Cash and cash equivalents as per above comprise of the following:   |  |  |
| Cash and cash equivalents (refer note 7.2)  | 619.85                                     | 343.22                                     |
| Balances as per statement of cash flows   | 619.85                                     | 343.22                                     |
| Refer note 36 for actual expenditure on corporate social responsibility.  |  |  |

The accompanying notes form an integral part of the above statements of cash flows

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025

# Consolidated Statement of Changes In Equity

For The Year Ended March 31 , 2025

Rs. Crores

|  | Equity Share Capital | Other Equity         |                            |                                   |                 |                   |                   |                 |  |                            |   |  |                    | Total    |
|--|----------------------|----------------------|----------------------------|-----------------------------------|-----------------|-------------------|-------------------|-----------------|--|----------------------------|---|--|--------------------|----------|
|  |                      | Reserves and Surplus |                            |                                   |                 |                   |                   |                 |  | Other comprehensive income |   |  | Total Other Equity |          |
|  |                      | Securities premium   | Capital redemption reserve | Storage fund for molasses account | General Reserve | Retained Earnings | Statutory Reserve | Capital Reserve | Shares held by Trust under ESPS Scheme | Cash flow hedging reserve  | Equity instruments through other comprehensive income | Exchange differences on translating the financial statements of foreign operations |                    |          |
| As at April 1, 2023  | 31.35                | 2.31                 | 10.40                      | 2.75                              | 625.03          | 5,474.41          | 1.06              | 41.20           | (5.36)                                 | 2.55                       | (0.87)  | 8.92   | 6,162.40           | 6,193.75 |
| Profit for the year  | -                    | -                    | -                          | -                                 | -               | 447.10            | -                 | -               | -                                      | -                          | -   | -  | 447.10             | 447.10   |
| Fair value movements of equity instruments through other comprehensive income  | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | -                                      | -                          | 0.57  | -  | 0.57               | 0.57     |
| Remeasurement of defined benefit obligation (net of tax)   | -                    | -                    | -                          | -                                 | -               | (6.32)            | -                 | -               | -                                      | -                          | -   | -  | (6.32)             | (6.32)   |
| Exchange differences on translating the financial statements of foreign operations                                   | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | -                                      | -                          | -   | (1.22)   | (1.22)             | (1.22)   |
| Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge (net of tax) | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | -                                      | (0.74)                     | -   | -  | (0.74)             | (0.74)   |
| Total comprehensive income for the year  | -                    | -                    | -                          | -                                 | -               | 440.78            | -                 | -               | -                                      | (0.74)                     | 0.57  | (1.22)   | 439.39             | 439.39   |
| Movements related to employees stock purchase scheme   | -                    | -                    | -                          | -                                 | 5.97            | -                 | -                 | -               | -                                      | -                          | -   | -  | 5.97               | 5.97     |
| Dividends on shares held by ESPS trust   | -                    | -                    | -                          | -                                 | -               | 0.79              | -                 | -               | -                                      | -                          | -   | -  | 0.79               | 0.79     |
| Dividends on equity shares (Rs 7.60 per equity share)  | -                    | -                    | -                          | -                                 | -               | (118.52)          | -                 | -               | -                                      | -                          | -   | -  | (118.52)           | (118.52) |
| Shares granted to employees under ESPS   | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | 0.72                                   | -                          | -   | -  | 0.72               | 0.72     |
| Transfer to/(from) storage fund for molasses   | -                    | -                    | -                          | 0.16                              | -               | (0.16)            | -                 | -               | -                                      | -                          | -   | -  | -                  | -        |
| As at March 31, 2024   | 31.35                | 2.31                 | 10.40                      | 2.91                              | 631.00          | 5,797.30          | 1.06              | 41.20           | (4.64)                                 | 1.81                       | (0.30)  | 7.70   | 6,490.75           | 6,522.10 |
| Profit for the year  | -                    | -                    | -                          | -                                 | -               | 604.27            | -                 | -               | -                                      | -                          | -   | -  | 604.27             | 604.27   |
| Fair value movements of equity instruments through other comprehensive income  | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | -                                      | -                          | (0.18)  | -  | (0.18)             | (0.18)   |
| Remeasurement of defined benefit obligation (net of tax)   | -                    | -                    | -                          | -                                 | -               | (4.47)            | -                 | -               | -                                      | -                          | -   | -  | (4.47)             | (4.47)   |
| Exchange differences on translating the financial statements of foreign operations                                   | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | -                                      | -                          | -   | 0.29   | 0.29               | 0.29     |
| Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge (net of tax) | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | -                                      | (1.16)                     | -   | -  | (1.16)             | (1.16)   |
| Total comprehensive income for the year  | -                    | -                    | -                          | -                                 | -               | 599.80            | -                 | -               | -                                      | (1.16)                     | (0.18)  | 0.29   | 598.75             | 598.75   |
| Movements related to employees stock purchase scheme   | -                    | -                    | -                          | -                                 | 9.13            | -                 | -                 | -               | -                                      | -                          | -   | -  | 9.13               | 9.13     |
| Dividends on shares held by ESPS trust   | -                    | -                    | -                          | -                                 | -               | 0.71              | -                 | -               | -                                      | -                          | -   | -  | 0.71               | 0.71     |
| Dividends on equity shares (Rs 8.20 per equity share)  | -                    | -                    | -                          | -                                 | -               | (127.87)          | -                 | -               | -                                      | -                          | -   | -  | (127.87)           | (127.87) |
| Shares granted to employees under ESPS   | -                    | -                    | -                          | -                                 | -               | -                 | -                 | -               | 1.31                                   | -                          | -   | -  | 1.31               | 1.31     |
| Transfer to/(from) storage fund for molasses   | -                    | -                    | -                          | 0.28                              | -               | (0.28)            | -                 | -               | -                                      | -                          | -   | -  | -                  | -        |
| Transfer to/(from) from statutory reserve  | -                    | -                    | -                          | -                                 | -               | (0.83)            | 0.83              | -               | -                                      | -                          | -   | -  | -                  | -        |
| As at March 31, 2025   | 31.35                | 2.31                 | 10.40                      | 3.19                              | 640.13          | 6,268.83          | 1.89              | 41.20           | (3.33)                                 | 0.65                       | (0.48)  | 7.99   | 6,972.78           | 7,004.13 |

The accompanying notes form an integral part of the consolidated financial statements

In terms of our report attached  
For Deloitte Haskins & Sells  
Firm Registration Number: 015125N  
Chartered Accountants

For and on behalf of the Board of Directors

Vijay Agarwal  
Partner  
Membership No. 094468

Deepak Gupta  
Company Secretary  
Place: New Delhi

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

Place: New Delhi  
Date: May 05, 2025

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## 1.1 Group Overview

DCM Shriram Limited ('the Company') is a public limited company incorporated in India. The Holding company, Sumant Investments Private Limited owns 63.03% of equity share capital of the Company. The registered office of the Company is at 2<sup>nd</sup> Floor (West Wing), World Mark 1, Aerocity, New Delhi – 110037, India.

The consolidated financial statements have been approved by Board of Directors in their board meeting dated May 05, 2025.

DCM Shriram Limited together with its subsidiaries is hereinafter referred to as "Group".

For information in respect of subsidiaries, refer note 57.

The business portfolio of the Group comprises of:

- Chemicals and Vinyl
- Sugar and Ethanol
- Fenesta Building Systems
- Shriram Farm Solutions
- Fertiliser
- Bioseed
- Others: (Cement and Hariyali Kisaan Bazaar)

The Group has presence in various parts of India and also in Philippines, and its principal place of businesses together with major products are as under:

| Business (Products)   | Principal places   |
|---|--|
| Chemicals and Vinyl<br>(Manufacturing of Poly-vinyl chloride, carbide, chlor alkali products and PVC Compounds) | Kota (Rajasthan) and Bharuch (Gujarat)   |
| Sugar and Ethanol<br>(Manufacturing of sugar, ethanol and co-generation of Power)                               | Ajbapur, Rupapur, Hariawan and Loni at Uttar Pradesh   |
| Fenesta Building Systems<br>(Windows and doors)   | Kota and Bhiwadi (Rajasthan), Chennai (Tamilnadu), Hyderabad (Telengana), Bhubaneswar (Odisha) |
| Shriram Farm Solutions (Plant nutrients, seeds and pesticides)  | Distribution Network across India  |
| Fertilisers (Manufacturing of urea)   | Kota (Rajasthan)   |
| Bioseed (Production of hybrid seeds)  | Hyderabad and Philippines  |
| Cement (Cement)   | Kota (Rajasthan)   |
| Hariyali Kisaan Bazar (Fuel)  | Fuel outlets at Uttar Pradesh and Punjab   |

## 1.2 Basis of preparation of consolidated financial statements

The consolidated financial statements are prepared on an accrual basis under historical cost convention except for certain financial instruments which are measured at fair value. These financial

statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 ("The Act") and other relevant provisions of the Act, as applicable.

## 1.3 Principles of consolidation

The Consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company ('The Group'). The Company controls an entity when the Company is exposed to, or has rights to, variable return from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity.

The financial statements of subsidiaries namely DCM Shriram Foundation and Shridhar Shriram Foundation, incorporated under Section 8 of the Companies Act, 2013 are considered for consolidation with effect from April 1, 2024.

Consolidation of the subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary and gain/(loss) on sale of subsidiary is recognized in the profit and loss account.

- The consolidated financial statements have been prepared on the following basis:
  - The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income, expense, each component of other comprehensive income and cash flows, after fully eliminating intra-group balances, intra-group transactions and unrealized profit or losses on intra group transactions including tax adjustment thereon.
  - Investment in Associate is accounted for at Fair value through profit and loss as equity method is not applicable.
  - The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.
  - In respect of acquisitions prior to April 1, 2015, the excess of the cost of the Company of its investments in subsidiary company over the Company's portion of the equity of the subsidiary at the date on which investments were made is recognized in the consolidated financial statements as goodwill and is tested for impairment at the end of the reporting period. However, where the share of equity in the subsidiary company as on the date of investment is in excess of cost of investments, it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus', in the consolidated financial statements.
- The Companies considered for Consolidated Financial Statements are given in note 57.

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## 1.4 Material accounting information

### a) Property, Plant and Equipment

#### Owned Assets

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Cost of acquisition or construction is inclusive of freight, duties, taxes, other directly attributable incidental expenses and gains or losses on effective portion of cash flow hedges related to purchase in foreign currency and interest on loans attributable to the acquisition or construction of qualifying assets is capitalised upto the date when substantially all the necessary activities to prepare the qualifying assets for its intended use are complete.

On the date of transition to Ind AS i.e. April 1, 2015, the Group has opted to measure all of its property, plant and equipment at their previous Generally Accepted Accounting Principles net carrying value and use that net carrying value as its deemed cost.

The Group is following straight line method of depreciation in respect of buildings, plant and equipment and written down value method in respect of other assets.

Depreciation on all tangible assets is provided on the basis of estimated useful life and residual value determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc., which coincides with the useful life as prescribed under Schedule II of the Companies Act 2013 except for certain items of Plant and Equipment.

#### (i) Estimated useful lives:

| Asset   | Useful life                                      |
|---|--|
| Buildings:  |  |
| - Building (Factory/other than factory building)  | 30-60 years                                      |
| - Others (including roads, fences, tube wells, temporary structures etc.)                   | 3-15 years                                       |
| Leasehold improvements  | Shorter of lease period or estimated useful life |
| Plant and equipment used in generation, transmission and distribution of power              | 25-40 years                                      |
| Plant and equipment (other than used in generation, transmission and distribution of power) | 3-40 years                                       |
| Furniture and fixtures  | 8-10 years                                       |
| Office equipments   | 5 years  |
| Vehicles  | 8-10 years                                       |

#### (ii) Estimated residual value:

| Asset                        | Residual value |
|------------------------------|----------------|
| Certain electrical equipment | 10%            |
| Other assets                 | 0-5%           |

Depreciation is calculated on a pro-rata basis from the date of additions, except in cases of assets costing up to Rs. 5000 each, where each asset is fully depreciated in the year of purchase. On assets sold, discarded etc. during the year, depreciation is provided up to the date of sale/discard.

### b) Intangible assets

Intangible assets (excluding goodwill on consolidation) are stated at cost less accumulated amortization and accumulated impairment loss, if any. Cost of acquisition is inclusive of duties, taxes, consultancy and other directly attributable incidental expenses.

On the date of transition to Ind AS i.e. April 1, 2015, the Group has opted to measure all of its intangible assets at their previous Generally Accepted Accounting Principles net carrying value and use that net carrying value as its deemed cost.

Amortization of intangibles is provided on straight line basis over its estimated useful lives as follows:

|                    |          |
|--------------------|----------|
| Technical know-how | 10 years |
| Software           | 5 years  |

On assets sold, discarded etc. during the year, amortization is provided up to the date of sale/discard.

### c) Investment property

Investment property are stated at cost less accumulated depreciation and impairment loss, if any.

Cost of acquisition or construction is inclusive of duties, taxes and incidental expenses and interest on loans attributable to the acquisition/construction of properties up to the date of Commissioning.

On the date of transition to Ind AS i.e. April 1, 2015, the Group has opted to measure all of its investment properties at their previous Generally Accepted Accounting Principles net carrying value and use that net carrying value as its deemed cost.

The Group is following straight line method of depreciation in respect of buildings. Depreciation on buildings is provided on the basis of useful life and residual value estimated by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset etc. The estimated useful life of building is 60 years and estimated residual value is 5%.

### d) Assets held for sale

Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. They are measured at the lower of their carrying amount (cost less accumulated depreciation, if any) on the date of transfer to assets held for sale and fair value assessed on annual basis. Gain for any subsequent increase in fair value less cost to sale of an asset is recognised only upto the extent of cumulative impairment loss that has been recognized.

### e) Leases

#### Group as a lessee

The Group at the commencement date recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term) and low-value assets in accordance with IndAS 116 'Leases'. The cost of the right-of-use

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs etc.

Subsequently, the right-of-use asset is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

For lease liabilities at the commencement date, the Group measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

For short-term and low value leases, the Group recognizes the lease payments as an operating expense on a systematic basis over the lease term.

## Group as a lessor

At the inception of the lease the Group classifies each of its leases as either an operating lease or a finance lease. The Group recognises lease income as and when due as per terms of agreements. The respective leased assets are included in the financial statements based on their nature.

## f) Inventories

Inventories, other than By-products, are valued at lower of cost (determined on weighted average basis) and net realisable value. The bases for determining cost for different categories of inventory are as under:

|   |  |
|---|--|
| Stores & spares, raw materials and stock-in-trade | Cost of purchases (including other cost incurred in bringing inventory to its present location and condition)  |
| Work-in-Progress and finished goods               | Direct Cost (including material, labour etc), conversion cost and appropriate share of overheads. The costs allocation between the joint products is carried out based on technical estimates. |

By-products are valued at estimated net realisable value.

## g) Revenue recognition

- Sales are recognized, at transaction price as per agreements with the customers, net of returns and other variable consideration on account of trade discounts and volume discounts, if any, on satisfaction of performance obligation by transfer of effective control of the promised goods to the customers, which coincides with dispatch/ delivery to customers, as applicable. Sales include excise duty but excludes sales tax, value added tax and goods and service tax.

- Under the retention pricing scheme, the Government of India reimburses to the fertilizer industry, the difference between the retention price based on the cost of production and selling price (as realized from the farmers) as fixed by the Government from time to time, in the form of subsidy. The effect of variation in input costs/expenses on retention price yet to be notified is accounted for by the Group as income for the year based on its ultimate collection with reasonable degree of certainty at the time of accrual.

## h) Government grants

Government grants are assistance by government in the form of transfers of resources to an entity in return for past or future compliance with certain conditions relating to the operating activities of the entity. They exclude those forms of government assistance which cannot reasonably have a value placed upon them and transactions with government which cannot be distinguished from the normal trading transactions of the entity.

Government grants are recognized where there is reasonable assurance that the Group will comply with the conditions attached to it and that the grants will be received. Grants are presented as part of income in the statement of profit and loss; alternatively they are deducted in reporting the related expense.

The benefit of a government loan at a below market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on the prevailing market interest rates.

## i) Employee benefits

### (i) Defined contribution plans

Group's contribution paid/payable during the year to provident fund, superannuation fund and employees' state insurance corporation are recognized in the statement of profit and loss. For the Provident Fund Trust administered by the Group, it is liable to meet the shortfall, if any, in payment of interest at the rates declared by the Central Government, and such liability is recognized in the year of shortfall.

### (ii) Defined benefit plans

The liability recognized in respect of gratuity is the present value of defined benefit obligation at the end of the reporting period less the fair value of plan assets, where applicable. The Group makes contribution to the LIC for Employees Gratuity Scheme in respect of employees of one of the division. The defined benefit obligation is calculated annually by actuary using the Projected Unit Credit Method. Re-measurement comprising actuarial gains and losses and return on plan assets (excluding net interest) are recognized in the other comprehensive income for the period in which they occur and is not reclassified to profit or loss.

### (iii) Compensated absences

Provision for earned leave and medical leave is determined on an actuarial basis at the end of the year and is charged to the statement of profit and loss each year. Actuarial gains and



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

losses are recognized in the statement of profit and loss for the period in which they occur.

## (iv) Share based payments

Equity settled share based payments to employees under DCM Shriram Employees Stock Purchase Scheme (ESPS) are measured at the Fair value (which equals to Market price less exercise price) of the equity instruments at grant date. Fair value determined at the grant date is expensed on a straight line basis over the vesting period.

## j) Foreign currency transactions

The consolidated financial statements of the Group are presented in Indian Rupee which is the functional currency of the Company and presentation currency for the consolidated financial statements. Transactions in foreign currencies are recorded on initial recognition at the exchange rate prevailing on the date of the transaction.

Monetary items (i.e. receivables, payable, loans etc) denominated in foreign currency are reported using the closing exchange rate on each reporting date.

The exchange difference arising on the settlement of monetary items or on reporting these items at rates different from rates at which these were initially recorded/reported in previous consolidated financial statements are recognized as income/expense in the period in which they arise except for exchange difference on foreign currency borrowings relating to asset under construction for future use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings.

The results and financial position of Group's foreign operations that have a functional currency different from the presentation currency (INR) are translated into the presentation currency as under:

- Assets and liabilities are translated at the closing exchange rate at the end of each reporting period.
- Income and expenses are translated at average exchange rates, and.
- All resulting exchange differences are recognized in other comprehensive income.

Exchange differences on monetary items receivable from or payable to subsidiaries having foreign operations for which settlement is neither planned nor likely to occur are recognized in other comprehensive income and are reclassified from equity to profit or loss on repayment of monetary items.

## k) Financial instruments

### Initial Recognition:

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 financial asset or financial liabilities, as appropriate, on initial recognition. However, trade

receivables do not contain a significant financing component and are measured at transaction price.

### Subsequent measurement:

#### A. Non-derivative financial instruments

- (i) **Financial assets carried at amortised cost:** A financial asset is subsequently measured at amortised cost if it is held in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- (ii) **Financial assets carried at fair value through other comprehensive income (FVTOCI):** The Company has made an irrevocable election for its investments which are classified as equity instruments (Other than Investment in Subsidiaries and associates) to present the subsequent changes in fair value in other comprehensive income.
- (iii) **Financial assets carried at fair value through profit or loss (FVTPL):** A financial asset which is not classified in any of the above categories are subsequently measured at fair value through profit or loss.
- (iv) **Financial liabilities:** Financial liabilities are subsequently measured at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### B. Derivative financial instruments:

The Group holds derivative financial instruments such as foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The Group also holds swaps to mitigate interest rate risks. The Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

- i. an economic relationship between the hedged item and the hedging instrument.
- ii. the effect of credit risk; and
- iii. assessment of the hedge ratio

The Company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges.

- (i) **Cash flow hedge:** The effective portion of changes in the fair value of the hedging instruments is recognized in other comprehensive income and accumulated in the cash flow hedging reserve. Such amounts are reclassified in to the statement of profit or loss when the related hedge items affect profit or loss except in respect of inventories and property, plant and equipment where such changes are adjusted to their cost.

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

Any ineffective portion of changes in the fair value of the derivative or if the hedging instrument no longer meets the criteria for hedge accounting, is recognized immediately in the statement of profit and loss.

**(ii) Fair Value Hedge:** Changes in fair value of derivatives including forward exchange contracts that qualify as fair value hedge are recognized in profit or loss.

**(iii) Financial instruments at fair value through profit or loss:** This category has derivative financial instruments which are not designated as hedges. Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial instruments at fair value through profit or loss.

## Derecognition of financial instruments

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

## l) Impairment

### (i) Financial assets

The Group recognizes loss allowances using the expected credit loss for the financial assets which are not measured at fair value through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime expected credit loss.

### (ii) Non-financial assets:

#### Tangible and intangible assets

Property, plant and equipment and intangible assets are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss. The Group review/assess at each reporting date if there is any indication that an asset may be impaired.

## m) Income taxes

The Income-tax expense is provided in accordance with the tax laws of countries where the Group and its subsidiaries operate. Deferred

income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Income tax and deferred tax are measured on the basis of the tax rates and tax laws enacted or substantively enacted at the end of the reporting period and are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the income tax and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

## n) Provisions and Contingent liabilities

Provisions for claims including litigations are recognised when the Group has a present obligation as a result of past events, in the year when it is established by way of orders of court or government notifications etc. that it is probable that an outflow of resources will be required to settle the obligations and the amount can be reasonably estimated. The provision including any subsequent adjustments are accounted for in the same expenditure line item to which the claim pertains.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements.

## 1.5 Use of estimates

The preparation of these consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Group to make estimates and assumptions that affect the reported balances of asset and liabilities, disclosures relating to contingent liabilities as at the date of the consolidated financial statements and the reported amounts of income and expense for the period presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which estimates are 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 following are the key assumptions concerning the future, and other sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in future are:

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

**i) Useful lives and residual value of property, plant and equipment, intangible assets and Investment Properties:**

Useful life and residual value are determined by the management based on a technical evaluation considering nature of asset, past experience, estimated usage of the asset, vendor's advice etc and same is reviewed at each financial year end.

**ii) Leases:** The Group determines the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. In evaluating the lease term, the Group considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Group's operations taking into account the location of the underlying asset and the availability of suitable alternatives.

The discount rate is generally based on the incremental borrowing rate. To determine the incremental borrowing rate, the Group uses recent third-party financing received by the Group, adjusted to lease term etc, specific to the lease being evaluated.

**iii) Impairment of investments:** The Group reviews the carrying value of long term investments in equity/preference shares of subsidiaries, joint venture and other companies carried at cost/amortized cost at the end of each reporting period. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

**iv) Income tax:** For computing the income-tax provision as at the year end, the Group continues to estimate profits pertaining to its captive power units eligible for deduction u/s 80-IA of the Income-tax Act (the Act), as in the previous years. Based on the recent

judgements, during the year the Group has preferred enhanced claim of deduction available u/s 80-IA of the Act, wherever permissible under the Act including for the earlier financial years for the purpose of filing Income tax return.

**v) Deferred tax assets:** The Group reviews the carrying amount of deferred tax assets including Minimum alternate tax credit at the end of each reporting period and reduces 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.

**vi) Revenue:**

**a) Provision of Sales Returns, Warranties and Discounts:** Provision for Sales Returns, Warranties and Discounts are estimated based on past experience, market conditions and announced schemes.

**b) Claims from 'Fertiliser Industry Coordination Committee' (FICC), Government of India:** The Group takes revenue credits for urea subsidy claims, which are pending notification/ final acceptance by 'Fertiliser Industry Coordination Committee' (FICC), Government of India, in pursuance of the Retention Price Scheme administered for nitrogenous fertilisers, when as per judgment of the Group, there is reasonable certainty based on Policy and past experience that claims will be notified in due course (also refer note 29).

**vii) Provision for gratuity and compensated absences:** The provision for gratuity and compensated absences are based on actuarial valuation using the projected unit credit method. The Group uses actuarial assumptions to determine the obligation for employee benefit at each reporting period. These assumptions include the discount rate, salary escalation and employee turnover rate.

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## 2.1 Property, plant and equipment

Rs. Crores

|                                     | Freehold Land | Buildings     | Leasehold Improvements | Plant and Equipments | Furniture and Fixtures | Office Equipments | Vehicles      | Right of use asset - Land | Right of use asset - Building | Right of use asset - Vehicles | Total           |
|-------------------------------------|---------------|---------------|------------------------|----------------------|------------------------|-------------------|---------------|---------------------------|-------------------------------|-------------------------------|-----------------|
| <b>Gross Carrying amount</b>        |               |               |                        |                      |                        |                   |               |                           |                               |                               |                 |
| <b>Balance at April 1, 2023</b>     | <b>95.91</b>  | <b>549.27</b> | <b>7.08</b>            | <b>4,128.80</b>      | <b>18.01</b>           | <b>36.57</b>      | <b>98.96</b>  | <b>96.27</b>              | <b>118.87</b>                 | <b>3.60</b>                   | <b>5,153.34</b> |
| Additions                           | 9.49          | 51.96         | 0.26                   | 289.85               | 4.06                   | 9.02              | 29.37         | 25.27                     | 13.19                         | 0.75                          | 433.22          |
| Disposals                           | (0.12)        | (0.60)        | (0.08)                 | (30.03)              | (0.17)                 | (1.64)            | (17.46)       | (2.88)                    | (1.89)                        | -                             | (54.87)         |
| Exchange differences                | -             | (0.12)        | -                      | (0.18)               | (0.03)                 | (0.01)            | (0.03)        | -                         | (0.11)                        | (0.09)                        | (0.57)          |
| <b>Balance at March 31, 2024</b>    | <b>105.28</b> | <b>600.51</b> | <b>7.26</b>            | <b>4,388.44</b>      | <b>21.87</b>           | <b>43.94</b>      | <b>110.84</b> | <b>118.66</b>             | <b>130.06</b>                 | <b>4.26</b>                   | <b>5,531.12</b> |
| Additions                           | 28.69         | 252.69        | 0.03                   | 2,308.50             | 4.09                   | 15.62             | 40.82         | 0.67                      | 77.74                         | -                             | 2,728.85        |
| Disposals                           | (1.92)        | (1.71)        | (0.18)                 | (39.89)              | (1.13)                 | (3.18)            | (19.17)       | -                         | (18.27)                       | -                             | (85.45)         |
| Transferred to assets held for sale | (0.55)        | -             | -                      | (26.63)              | -                      | -                 | -             | -                         | -                             | -                             | (27.18)         |
| Exchange differences                | -             | 0.05          | -                      | 0.08                 | -                      | -                 | 0.07          | -                         | 0.14                          | -                             | 0.34            |
| Adjustments/ reclassification       | -             | -             | -                      | -                    | -                      | -                 | 4.26          | -                         | -                             | (4.26)                        | -               |
| <b>Balance as at March 31, 2025</b> | <b>131.50</b> | <b>851.54</b> | <b>7.11</b>            | <b>6,630.50</b>      | <b>24.83</b>           | <b>56.38</b>      | <b>136.82</b> | <b>119.33</b>             | <b>189.67</b>                 | <b>-</b>                      | <b>8,147.68</b> |
| <b>Accumulated Depreciation</b>     |               |               |                        |                      |                        |                   |               |                           |                               |                               |                 |
| <b>Balance at April 1, 2023</b>     |               | <b>110.99</b> | <b>5.70</b>            | <b>893.89</b>        | <b>9.50</b>            | <b>25.14</b>      | <b>40.85</b>  | <b>1.53</b>               | <b>52.99</b>                  | <b>1.11</b>                   | <b>1,141.70</b> |
| Depreciation charge for the year    |               | 20.81         | 0.80                   | 224.07               | 2.89                   | 6.20              | 21.88         | 1.34                      | 20.65                         | 0.70                          | 299.34          |
| Disposals                           |               | (0.37)        | (0.08)                 | (24.71)              | (0.14)                 | (1.48)            | (11.26)       | (0.04)                    | (1.38)                        | -                             | (39.46)         |
| Exchange differences                |               | (0.05)        | -                      | (0.10)               | (0.01)                 | (0.02)            | (0.03)        | -                         | 0.08)                         | (0.03)                        | (0.32)          |
| <b>Balance at March 31, 2024</b>    |               | <b>131.38</b> | <b>6.42</b>            | <b>1,093.15</b>      | <b>12.24</b>           | <b>29.84</b>      | <b>51.44</b>  | <b>2.83</b>               | <b>72.18</b>                  | <b>1.78</b>                   | <b>1,401.26</b> |
| Depreciation charge for the year    |               | 28.34         | 0.61                   | 317.98               | 3.26                   | 9.08              | 24.25         | 1.42                      | 21.57                         | -                             | 406.51          |
| Disposals                           |               | (0.27)        | (0.18)                 | (34.58)              | (0.99)                 | (2.89)            | (13.53)       | -                         | (17.78)                       | -                             | (70.22)         |
| Transferred to asset held for sale  |               | -             | -                      | (15.82)              | -                      | -                 | -             | -                         | -                             | -                             | (15.82)         |
| Exchange differences                |               | -             | -                      | 0.05                 | 0.01                   | -                 | 0.09          | -                         | 0.03                          | -                             | 0.18            |
| Adjustments/ reclassification       |               | -             | -                      | -                    | -                      | -                 | 1.78          | -                         | -                             | (1.78)                        | -               |
| <b>Balance as at March 31, 2025</b> |               | <b>159.45</b> | <b>6.85</b>            | <b>1,360.78</b>      | <b>14.52</b>           | <b>36.03</b>      | <b>64.03</b>  | <b>4.25</b>               | <b>76.00</b>                  | <b>-</b>                      | <b>1,721.91</b> |
| <b>Net carrying amount</b>          |               |               |                        |                      |                        |                   |               |                           |                               |                               |                 |
| <b>As at March 31, 2025</b>         | <b>131.50</b> | <b>692.09</b> | <b>0.26</b>            | <b>5,269.72</b>      | <b>10.31</b>           | <b>20.35</b>      | <b>72.79</b>  | <b>115.08</b>             | <b>113.67</b>                 | <b>-</b>                      | <b>6,425.77</b> |
| As at March 31, 2024                | 105.28        | 469.13        | 0.84                   | 3,295.29             | 9.63                   | 14.10             | 59.40         | 115.83                    | 57.88                         | 2.48                          | 4,129.86        |

### 2.1.1 Capital -Work-in Progress

Rs. Crores

|                                     | Capital work in progress |
|-------------------------------------|--------------------------|
| <b>Balance as at April 1, 2023</b>  | <b>1,618.25</b>          |
| Addition during the year            | 1,325.47                 |
| Capitalised during the year         | 346.92                   |
| <b>Balance as at March 31, 2024</b> | <b>2,596.80</b>          |
| Addition during the year            | 803.72                   |
| Capitalised during the year         | 2,595.46                 |
| <b>Balance as at March 31, 2025</b> | <b>805.06</b>            |

#### Notes:

1. Refer note 23 for information on borrowing costs capitalised during the year
2. Refer note 28 (ii) for information on contractual commitments for acquisition of property, plant and equipment
3. Refer note 34 for disclosures as per Ind AS-116 " Leases".
4. Refer note 39 for information on property, plant and equipment pledged as security
5. Capital work in progress includes Rs. 57.31 crores (March 31, 2024 : Rs. 212.32 crores) on account of development expenditure towards a project.

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## 2.2 Investment property

|                                     | Rs. Crores  |             |             |
|-------------------------------------|-------------|-------------|-------------|
|                                     | Land        | Buildings   | Total       |
| <b>Gross Carrying amount</b>        |             |             |             |
| Balance at April 1, 2023            | 0.51        | 0.23        | 0.74        |
| Additions                           | -           | -           | -           |
| Disposals                           | -           | -           | -           |
| <b>Balance at March 31, 2024</b>    | <b>0.51</b> | <b>0.23</b> | <b>0.74</b> |
| Additions                           | -           | -           | -           |
| Disposals                           | -           | -           | -           |
| <b>Balance as at March 31, 2025</b> | <b>0.51</b> | <b>0.23</b> | <b>0.74</b> |
| <b>Accumulated Depreciation</b>     |             |             |             |
| <b>Balance at April 1, 2023</b>     | -           | 0.04        | 0.04        |
| Depreciation charge for the year    | -           | _*          | _*          |
| Disposals                           | -           | -           | -           |
| <b>Balance at March 31, 2024</b>    | <b>-</b>    | <b>0.04</b> | <b>0.04</b> |
| Depreciation charge for the year    | -           | 0.01        | 0.01        |
| Disposals                           | -           | -           | -           |
| <b>Balance as at March 31, 2025</b> | <b>-</b>    | <b>0.05</b> | <b>0.05</b> |
| <b>Net carrying amount</b>          |             |             |             |
| <b>As at March 31, 2025</b>         | <b>0.51</b> | <b>0.18</b> | <b>0.69</b> |
| As at March 31, 2024                | 0.51        | 0.19        | 0.70        |

Refer note 33 for other information relating to investment property.

\*Represent depreciation of Rs. 38,235 (Previous year : Rs. 41,483).

## 2.3 Intangible assets<sup>1</sup>

|                                     | Rs. Crores         |              |              |              |
|-------------------------------------|--------------------|--------------|--------------|--------------|
|                                     | Technical Know how | Software     | Total        | Goodwill     |
| <b>Gross carrying amount</b>        |                    |              |              |              |
| <b>Balance at April 1, 2023</b>     | 3.93               | 61.28        | 65.21        | 81.15        |
| Additions                           | -                  | 2.12         | 2.12         | -            |
| Disposals                           | -                  | -            | -            | -            |
| Exchange differences                | -                  | (0.01)       | (0.01)       | -            |
| <b>Balance at March 31, 2024</b>    | <b>3.93</b>        | <b>63.39</b> | <b>67.32</b> | <b>81.15</b> |
| Additions                           | -                  | 3.16         | 3.16         | -            |
| Disposals                           | -                  | (0.19)       | (0.19)       | -            |
| Exchange differences                | -                  | -            | -            | -            |
| <b>Balance as at March 31, 2025</b> | <b>3.93</b>        | <b>66.36</b> | <b>70.29</b> | <b>81.15</b> |
| <b>Accumulated amortization</b>     |                    |              |              |              |
| Balance at April 1, 2023            | 1.66               | 51.90        | 53.56        | -            |
| Amortization for the year           | 0.34               | 3.25         | 3.59         | -            |
| Disposals                           | -                  | -            | -            | -            |
| Exchange differences                | -                  | (0.01)       | (0.01)       | -            |
| <b>Balance at March 31, 2024</b>    | <b>2.00</b>        | <b>55.14</b> | <b>57.14</b> | <b>-</b>     |
| Amortization for the year           | 0.34               | 3.31         | 3.65         | -            |
| Disposals                           | -                  | (0.18)       | (0.18)       | -            |
| Exchange differences                | -                  | -            | -            | -            |
| <b>Balance as at March 31, 2025</b> | <b>2.34</b>        | <b>58.27</b> | <b>60.61</b> | <b>-</b>     |
| <b>Net carrying amount</b>          |                    |              |              |              |
| <b>As at March 31, 2025</b>         | <b>1.59</b>        | <b>8.09</b>  | <b>9.68</b>  | <b>81.15</b> |
| As at March 31, 2024                | 1.93               | 8.25         | 10.18        | 81.15        |



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## 2.3.1 Intangible assets under development<sup>2</sup> [refer note 55(b)]

|                                     | Rs. Crores        |
|-------------------------------------|-------------------|
|                                     | Intangible assets |
| <b>Balance as at April 1, 2023</b>  | <b>11.84</b>      |
| Addition during the year            | 6.57              |
| Capitalised during the year         | -                 |
| <b>Balance as at March 31, 2024</b> | <b>18.41</b>      |
| Addition during the year            | 10.34             |
| Capitalised during the year         | -                 |
| <b>Balance as at March 31, 2025</b> | <b>28.75</b>      |

1. Represents 'other than internally generated' assets. Further, refer note 39 for information on intangible assets pledged as security.
2. Intangible assets under development includes Rs. 23.88 crores (March 31, 2024 : Rs. 13.54 crores) on account of development expenditure towards a project.

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
|--|---------------------------------------|---------------------------------------|

## 3 NON-CURRENT FINANCIAL ASSETS

### 3.1 Non-current investments

#### (i) Investment in Equity Instruments

##### (a) Subsidiaries (at cost) (refer note 1.3)

##### Unquoted

Nil (March 31, 2024: 10,000)

|  |   |      |
|--|---|------|
| Equity shares of DCM Shriram Foundation of Rs. 10/- each fully paid up | - | 0.01 |
|--|---|------|

Nil (March 31, 2024: 50,000)

|   |   |      |
|---|---|------|
| Equity shares of Shridhar Shriram Foundation of Rs. 10/- each fully paid up | - | 0.05 |
|---|---|------|

|  |   |      |
|--|---|------|
|  | - | 0.06 |
|--|---|------|

##### (b) Other than subsidiaries (at fair value through other comprehensive income)

##### Quoted

37,795 (March 31, 2024: 37,795)

|  |      |      |
|--|------|------|
| Equity shares of Bank of Baroda of Rs. 2/-each fully paid up | 0.86 | 1.00 |
|--|------|------|

17,150 (March 31, 2024: 17,150)

|   |      |      |
|---|------|------|
| Equity shares of Punjab National Bank of Rs. 2/- each fully paid up | 0.16 | 0.21 |
|---|------|------|

|  |      |      |
|--|------|------|
|  | 1.02 | 1.21 |
|--|------|------|

##### Unquoted

18,61,134 (March 31, 2024: 18,61,134)

|  |      |      |
|--|------|------|
| Equity shares of Narmada Clean Tech of Rs. 10/- each fully paid up | 1.85 | 1.85 |
|--|------|------|

10,00,000 (March 31, 2024: 25,00,000)

|  |      |      |
|--|------|------|
| Equity shares of Biomass India Private Limited of Rs. 1/- each fully paid up | 0.10 | 0.25 |
|--|------|------|

2,00,000 (March 31, 2024: 2,00,000)

|  |      |      |
|--|------|------|
| Equity shares of Ellenbarie Commercial Limited of Rs.10/- each fully paid up | 1.50 | 1.50 |
|--|------|------|

|   |        |        |
|---|--------|--------|
| Less : Provision for impairment loss in value of investment | (1.50) | (1.50) |
|---|--------|--------|

|                                 |      |      |
|---------------------------------|------|------|
| 40,000 (March 31, 2024: 40,000) | 0.75 | 0.75 |
|---------------------------------|------|------|

Equity shares of BMD Estate Private Limited of Rs.10/- each fully paid up

|   |        |        |
|---|--------|--------|
| Less : Provision for impairment loss in value of investment | (0.75) | (0.75) |
|---|--------|--------|

|  |      |      |
|--|------|------|
|  | 1.95 | 2.10 |
|--|------|------|

##### (c) Other than subsidiaries (at fair value through profit or loss)

##### Quoted

5,400 (March 31, 2024: 5,400)

|  |      |      |
|--|------|------|
| Master Gains 92 of Unit Trust of India of Rs. 10/-each fully paid up | 0.11 | 0.10 |
|--|------|------|

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|   | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|---|---------------------------------------|---------------------------------------|
| <b>(d) Associate (at fair value through profit or loss)</b>   |                                       |                                       |
| <b>Unquoted</b>   |                                       |                                       |
| ReNew Green (GJ Ten) Private Limited*   |                                       |                                       |
| 3,03,32,788 (March 31, 2024: 2,82,49,455) equity shares of Rs 10 each, fully paid up  | 33.57                                 | 31.07                                 |
| ReNew Green (GJ Nine) Private Limited*  |                                       |                                       |
| 1,90,96,000 (March 31, 2024: 1,90,96,000) equity shares of Rs 10 each, fully paid up  | 19.10                                 | 19.10                                 |
| <b>(ii) Investment in Government securities</b>   |                                       |                                       |
| <b>Unquoted (at amortized cost)</b>   |                                       |                                       |
| National savings certificates   | 0.08                                  | 0.08                                  |
| <b>Total</b>  | <b>55.83</b>                          | <b>53.72</b>                          |
| Aggregate book value - Quoted   | 1.13                                  | 1.31                                  |
| - Unquoted  | 56.95                                 | 54.66                                 |
| Aggregate provision for diminution in value of investments  | 2.25                                  | 2.25                                  |
| Summary:  |                                       |                                       |
| - Investments carried at cost   | -                                     | 0.06                                  |
| - Investments carried at amortized cost   | 0.08                                  | 0.08                                  |
| - Investments at fair value through other comprehensive income  | 2.97                                  | 3.31                                  |
| - Investments at fair value through profit or loss  | 52.78                                 | 50.27                                 |
| *The Company has disclosed its investments in the aforementioned entities as associates, in compliance with the statutory requirements under the Electricity Rules 2005, Ind AS 28 "Investments in Associates and Joint Ventures," and the Companies Act, 2013. However, the arrangements with the holding company of these associates do not provide the Company access to returns typically associated with ownership interests, such as dividends etc. and therefore, these associate entities have not been consolidated using the equity method. Consequently, these investments are accounted for at fair value through profit and loss, in accordance with Ind AS 109 "Financial Instruments". |                                       |                                       |
|   | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
| <b>3.2 Loans</b>  |                                       |                                       |
| (unsecured considered good, unless otherwise stated)  |                                       |                                       |
| Loan to employees   | 40.08                                 | 20.98                                 |
| Loan to others  |                                       |                                       |
| Considered good   | -                                     | 10.15                                 |
| Considered credit impaired  | -                                     | 1.11                                  |
|   | -                                     | 11.26                                 |
| Less: Loss allowance for credit impaired loan   | -                                     | (1.11)                                |
|   | -                                     | 10.15                                 |
|   | <b>40.08</b>                          | <b>31.13</b>                          |
| <b>3.3 Other financial assets</b>   |                                       |                                       |
| Interest accrued on investments, deposits etc.  |                                       |                                       |
| Considered good   | 0.65                                  | 2.64                                  |
| Considered credit impaired  | -                                     | 1.27                                  |
|   | 0.65                                  | 3.91                                  |
| Less: Loss allowance for credit impaired loan   | -                                     | (1.27)                                |
|   | 0.65                                  | 2.64                                  |
| Fixed deposits with banks (earmarked)   | 1.80                                  | 7.91                                  |
| Fixed deposits with financial institution (remaining maturity more than 12 months)  | 50.00                                 | -                                     |
| Security deposits <sup>(i)</sup>  | 41.39                                 | 41.65                                 |
|   | <b>93.84</b>                          | <b>52.20</b>                          |
| (i) includes given to related parties [(refer note 31(b))]  |                                       |                                       |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|   | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|---|---------------------------------------|---------------------------------------|
| <b>4 Deferred tax assets / (liabilities) (Net)</b>  |                                       |                                       |
| [refer note 40(d)]  |                                       |                                       |
| <b>Deferred tax assets:</b>   |                                       |                                       |
| Minimum alternate tax (MAT) credit entitlement  | 84.63                                 | -                                     |
| Provision for gratuity and compensated absences   | 125.04                                | 116.30                                |
| Provision for doubtful debts and advances   | 26.50                                 | 25.07                                 |
| Others  | 20.81                                 | 40.58                                 |
|   | <u>256.98</u>                         | <u>181.95</u>                         |
| <b>Deferred tax liabilities:</b>  |                                       |                                       |
| Depreciation  | 919.79                                | 704.68                                |
|   | <u>919.79</u>                         | <u>704.68</u>                         |
| <b>Net deferred tax assets - after set off</b>  | <b>1.09</b>                           | <b>1.91</b>                           |
| <b>Net deferred (liabilities) - after set off</b>   | <b>(663.90)</b>                       | <b>(524.64)</b>                       |
| Deferred tax assets and deferred tax liabilities have been offset wherever the Group has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and liabilities relate to income tax levied by the same taxation authority |                                       |                                       |
| <b>5 Other non-current assets</b>   |                                       |                                       |
| Capital advances  | 43.13                                 | 78.92                                 |
| Prepaid expenses  | 0.91                                  | 1.17                                  |
| Others (includes amount deposited with Government authorities)  | 32.62                                 | 18.76                                 |
|   | <u>76.66</u>                          | <u>98.85</u>                          |
| <b>CURRENT ASSETS</b>   |                                       |                                       |
| <b>6 Inventories<sup>(i)</sup></b>  |                                       |                                       |
| Raw materials   |                                       |                                       |
| (includes goods in transit - Rs. 4.65 crores; March 31, 2024 - Rs. 2.13 crores)   | 409.79                                | 320.20                                |
| Work-in-progress  | 79.62                                 | 111.42                                |
| Finished goods  | 1,918.53                              | 1,870.13                              |
| (includes goods in transit - Rs. 41.81 crores; March 31, 2024 - Rs. 17.63 crores)   |                                       |                                       |
| Stock-in-trade  | 112.21                                | 104.16                                |
| (includes goods in transit - Rs. nil crores; March 31, 2024 - Rs. 0.02 crores)  |                                       |                                       |
| Stores and spares   | 279.33                                | 271.14                                |
|   | <u>2,799.48</u>                       | <u>2,677.05</u>                       |
| (i) refer note 1.3(f) and note 39   |                                       |                                       |
| <b>7 Financial Assets</b>   |                                       |                                       |
| <b>7.1 Trade receivables</b>  |                                       |                                       |
| Unsecured - considered good   | 910.17                                | 626.99                                |
| Unsecured - considered credit impaired  | 66.89                                 | 67.36                                 |
|   | <u>977.06</u>                         | <u>694.35</u>                         |
| Less: Loss Allowance for doubtful receivables   | 71.03                                 | 67.36                                 |
|   | <u>906.03</u>                         | <u>626.99</u>                         |
| Unbilled revenue  | 13.13                                 | 18.88                                 |
|   | <u>919.16</u>                         | <u>645.87</u>                         |
| Also refer note 56 (b)  |                                       |                                       |
| <b>7.2 Cash and cash equivalents<sup>(i)</sup></b>  |                                       |                                       |
| Balances with banks in  |                                       |                                       |
| - current accounts  | 75.30                                 | 128.98                                |
| - deposit accounts (Original maturity 3 months or less)   | 90.62                                 | -                                     |
| Cash on hand  | 0.69                                  | 0.69                                  |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
| Liquid investments - mutual funds  | 453.24                                | 213.55                                |
|  | <b>619.85</b>                         | <b>343.22</b>                         |
| (i) comprises cash at bank and on hand, short term deposits and liquid mutual funds that are readily convertible to known amounts of cash and which are subject to insignificant risk of change in value |                                       |                                       |
| <b>7.3 Bank balances other than cash and cash equivalents</b>  |                                       |                                       |
| Balances with banks in   |                                       |                                       |
| - current accounts (earmarked) <sup>(i)</sup>  | 8.60                                  | 11.55                                 |
| - deposit accounts (earmarked) <sup>(i)</sup>  | 14.59                                 | 7.90                                  |
| - deposit accounts (more than 3 months but less than 12 months)  | 243.04                                | 309.77                                |
| Balances with financial institution in deposit accounts  | 100.00                                | -                                     |
|  | <b>366.23</b>                         | <b>329.22</b>                         |
| (i) earmarked for unpaid dividend, margin money and deposit with banks for specific purpose  |                                       |                                       |
| <b>7.4 Loans</b>   |                                       |                                       |
| (Unsecured Considered good unless otherwise stated)  |                                       |                                       |
| Loan to employees  | 9.34                                  | 4.62                                  |
|  | <b>9.34</b>                           | <b>4.62</b>                           |
| <b>7.5 Other financial assets</b>  |                                       |                                       |
| Interest accrued on loans, investment, deposits etc.   |                                       |                                       |
| Considered good  | 15.50                                 | 12.59                                 |
| Other debts (includes claims from government authorities)  |                                       |                                       |
| Considered good  | 5.98                                  | 10.11                                 |
| Considered doubtful  | 0.57                                  | 0.14                                  |
|  | <b>6.55</b>                           | <b>10.25</b>                          |
| Less: Loss Allowance for doubtful debts  | 0.57                                  | 0.14                                  |
|  | <b>5.98</b>                           | <b>10.11</b>                          |
| Security deposits  | 1.47                                  | 1.32                                  |
| Derivative designated as hedge:  |                                       |                                       |
| - Forward exchange forward contracts   | 2.82                                  | 0.01                                  |
| - Interest rate swaps  | 0.95                                  | 2.47                                  |
|  | <b>26.72</b>                          | <b>26.50</b>                          |
| <b>8 Current tax assets / (liabilities) (net)</b>  |                                       |                                       |
| Advance tax  | 2,090.18                              | 1,995.96                              |
| Less: Provision for current tax  | (2,043.44)                            | (1,888.86)                            |
|  | <b>46.74</b>                          | <b>107.10</b>                         |
| Net current tax assets - after set off   | 47.18                                 | 108.79                                |
| Net current tax (liabilities) - after set off  | (0.44)                                | (1.69)                                |
| Current tax assets and current tax liabilities have been offset wherever the Group has a legally enforceable right to set off current tax assets against current tax liabilities                         |                                       |                                       |
| <b>9 Other current assets</b>  |                                       |                                       |
| (Unsecured Considered good unless otherwise stated)  |                                       |                                       |
| Advances recoverable in kind or for value to be received   |                                       |                                       |
| Considered good  | 227.63                                | 212.80                                |
| Considered doubtful  | 5.17                                  | 5.19                                  |
|  | <b>232.80</b>                         | <b>217.99</b>                         |
| Less: Loss Allowance for doubtful advances   | 5.17                                  | 5.19                                  |
|  | <b>227.63</b>                         | <b>212.80</b>                         |
| Prepaid expenses   | 21.20                                 | 19.17                                 |
| Balances with customs, excise and GST etc  | 47.86                                 | 88.59                                 |
| Others   | 8.53                                  | 4.10                                  |
|  | <b>305.22</b>                         | <b>324.66</b>                         |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|   | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|---|---------------------------------------|---------------------------------------|
| <b>10. Assets classified as held for sale</b>                                       |                                       |                                       |
| Land and buildings  | 11.97                                 | 13.85                                 |
| Plant and machinery   | 8.48                                  | 0.40                                  |
|   | <u>20.45</u>                          | <u>14.25</u>                          |
| Refer note 46 for other information relating to assets classified as held for sale. |                                       |                                       |
| <b>11. Equity share capital</b>   |                                       |                                       |
| <b>Authorised</b>   |                                       |                                       |
| 29,49,50,000 (March 31, 2024 - 29,49,50,000)  | 58.99                                 | 58.99                                 |
| Equity shares of Rs.2 each with voting rights                                       |                                       |                                       |
| 65,01,000 (March 31, 2024 - 65,01,000)  |                                       |                                       |
| Cumulative redeemable preference shares of Rs. 100 each                             | 65.01                                 | 65.01                                 |
|   | <u>124.00</u>                         | <u>124.00</u>                         |
| <b>Issued</b>   |                                       |                                       |
| 15,98,42,296 (March 31, 2024 - 15,98,42,296)  |                                       |                                       |
| Equity shares of Rs 2 each with voting rights                                       | 31.97                                 | 31.97                                 |
| Subscribed and fully paid up  |                                       |                                       |
| 15,59,42,296 (March 31, 2024 - 15,59,42,296)  |                                       |                                       |
| Equity shares of Rs. 2 each with voting rights, fully paid- up                      | 31.19                                 | 31.19                                 |
| Forfeited shares - Amount originally paid up  | 0.16                                  | 0.16                                  |
|   | <u>31.35</u>                          | <u>31.35</u>                          |

Notes:

**(i) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period:**

|   | No. of shares       | Value (Rs. Crores) |
|---|---------------------|--------------------|
| Subscribed and fully paid up Equity Shares: |                     |                    |
| As at April 1, 2023                         | 15,59,42,296        | 31.19              |
| As at March 31, 2024                        | 15,59,42,296        | 31.19              |
| <b>As at March 31, 2025</b>                 | <b>15,59,42,296</b> | <b>31.19</b>       |

**(ii) Rights, preferences and restrictions on equity shares:**

Voting rights and dividend shall be in the proportion to the capital paid upon equity shares. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to the capital paid upon equity share after distribution of all preferential amount.

|   | As at March 31, 2025 |        | As at March 31, 2024 |        |
|---|----------------------|--------|----------------------|--------|
|   | No. of shares        | %      | No. of shares        | %      |
| <b>(iii) Shares held by the holding company:</b>                          |                      |        |                      |        |
| Sumant Investments Private Limited  | 9,82,82,744          | 63.03% | 9,82,82,744          | 63.03% |
| <b>(iv) Shareholders holding more than 5% equity shares are as under:</b> |                      |        |                      |        |
| Sumant Investments Private Limited  | 9,82,82,744          | 63.03% | 9,82,82,744          | 63.03% |
| Life Insurance Corporation of India                                       | 96,96,605            | 6.22%  | 1,05,42,850          | 6.76%  |
| <b>(v) Shares held by promoters:</b>                                      |                      |        |                      |        |
| Refer note 52   |                      |        |                      |        |



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
| <b>12. Other equity<sup>1</sup></b>  |                                       |                                       |
| 12.1 General Reserve   | 640.13                                | 631.00                                |
| 12.2 Surplus in consolidated statement of profit and loss  | 6,268.83                              | 5,797.30                              |
| 12.3 Securities premium  | 2.31                                  | 2.31                                  |
| 12.4 Capital reserve   | 41.20                                 | 41.20                                 |
| 12.5 Capital redemption reserve  | 10.40                                 | 10.40                                 |
| 12.6 Storage fund for molasses account   | 3.19                                  | 2.91                                  |
| 12.7 Statutory reserve   | 1.89                                  | 1.06                                  |
| 12.8 Share held by trust under Employees Stock Purchase Scheme (ESPS) <sup>2</sup>   | (3.33)                                | (4.64)                                |
| 12.9 Other comprehensive income  |                                       |                                       |
| - Cash flow hedging reserve [(refer note 44.4(b))]   | 0.65                                  | 1.81                                  |
| - Exchange difference on translating the financial statements of foreign operations  | 7.99                                  | 7.70                                  |
| - Investments in equity instruments through Other comprehensive income   | (0.48)                                | (0.30)                                |
|  | <u>6,972.78</u>                       | <u>6,490.75</u>                       |
| 1. Created under relevant Act/statutes and will be utilized as per the Companies Act, 2013/ other relevant act. For movement during the year, refer 'Statement of consolidated changes in equity'. |                                       |                                       |
| 2. Shares held by trust under ESPS represents cost of 7,22,057 (March 31, 2024 - 10,04,974) equity shares purchased and held by the Employee Benefit trust under ESPS scheme.                      |                                       |                                       |
| <b>NON-CURRENT LIABILITIES</b>   |                                       |                                       |
| <b>13 Financial liabilities</b>  |                                       |                                       |
| <b>13.1 Long term borrowings (at amortized cost)</b>   |                                       |                                       |
| <b>Secured</b> (refer note 39B)  |                                       |                                       |
| Non Convertible Debentures   | 105.31                                | 128.48                                |
| Term loans   |                                       |                                       |
| From banks   | 1,076.36                              | 1,019.56                              |
| From other than banks  | 175.01                                | 208.25                                |
|  | <u>1,356.68</u>                       | <u>1,356.29</u>                       |
| <b>Unsecured</b>   |                                       |                                       |
| Deposits   |                                       |                                       |
| Fixed <sup>1</sup>   | 34.47                                 | 28.25                                 |
|  | <u>34.47</u>                          | <u>28.25</u>                          |
|  | <u>1,391.15</u>                       | <u>1,384.54</u>                       |
| 1. Repayable as per maturity term not beyond 3 years   |                                       |                                       |
| <b>13.2 Other financial liabilities</b>  |                                       |                                       |
| Interest accrued but not due on borrowing and deposits   | -                                     | 0.04                                  |
| Others   | 3.36                                  | -                                     |
|  | <u>3.36</u>                           | <u>0.04</u>                           |
| <b>14 Long term provisions</b>   |                                       |                                       |
| Provision for employee benefits  |                                       |                                       |
| Gratuity (refer note 32(ii))   | 168.15                                | 157.24                                |
| Compensated absences   | 123.81                                | 110.98                                |
| Other benefits   | 18.88                                 | 13.36                                 |
| Provision for contingencies (refer note 35)  | 12.09                                 | 12.11                                 |
|  | <u>322.93</u>                         | <u>293.69</u>                         |
| <b>15 Other non-current liabilities</b>  |                                       |                                       |
| Security deposits  | 0.01                                  | 0.01                                  |
| Others (includes deferred government grant)  | 3.21                                  | 4.45                                  |
|  | <u>3.22</u>                           | <u>4.46</u>                           |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|  | As at<br>March 31, 2025<br>Rs. Crores | As at<br>March 31, 2024<br>Rs. Crores |
|--|---------------------------------------|---------------------------------------|
| <b>CURRENT LIABILITIES</b>   |                                       |                                       |
| <b>16 Financial liabilities</b>  |                                       |                                       |
| <b>16.1 Short-term borrowings - at amortized cost</b>                                  |                                       |                                       |
| <b>Secured (refer note 39B)</b>  |                                       |                                       |
| Current maturities of long-term debt   |                                       |                                       |
| Non Convertible Debentures   | 23.53                                 | 23.53                                 |
| Term loans :-  |                                       |                                       |
| From banks   | 131.94                                | 96.91                                 |
| From other than banks  | 39.17                                 | 37.90                                 |
| Short term loans from banks  | 552.00                                | 442.00                                |
|  | <u>746.64</u>                         | <u>600.34</u>                         |
| <b>Unsecured</b>   |                                       |                                       |
| Current maturities of long-term debt   |                                       |                                       |
| Fixed deposits   | 4.15                                  | 10.02                                 |
| Other loans:   |                                       |                                       |
| From others than banks   | 35.62                                 | 87.73                                 |
| From banks   | 230.63                                | -                                     |
|  | <u>270.40</u>                         | <u>97.75</u>                          |
|  | <u>1,017.04</u>                       | <u>698.09</u>                         |
| <b>16.2 Trade payables<sup>(i)</sup></b>   |                                       |                                       |
| Total outstanding dues of micro enterprises and small enterprises (refer note 47)      | 74.03                                 | 56.31                                 |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | 1,110.91                              | 983.81                                |
|  | <u>1,184.94</u>                       | <u>1,040.12</u>                       |
| (i) refer note 56 (a)  |                                       |                                       |
| <b>16.3 Other financial liabilities</b>  |                                       |                                       |
| Interest accrued but not due on borrowing and deposits                                 | 8.45                                  | 7.21                                  |
| Unpaid dividends   | 8.55                                  | 9.68                                  |
| Employee dues payable <sup>(i)</sup>   | 93.98                                 | 77.93                                 |
| Security deposits  | 64.16                                 | 57.92                                 |
| Others liabilities (refer note 47)   |                                       |                                       |
| (includes capital creditors Rs 105.63 crores; March 31, 2024 - Rs 152.97 crores)       | 146.08                                | 187.63                                |
| Derivative designated as hedge:  |                                       |                                       |
| - Foreign exchange forward contracts   | 0.01                                  | 0.77                                  |
|  | <u>321.23</u>                         | <u>341.14</u>                         |
| (i) includes dues to related parties [(refer note 31(b))]                              |                                       |                                       |
| <b>17 Other current liabilities</b>  |                                       |                                       |
| Statutory levies (including statutory dues payable)                                    | 116.75                                | 156.37                                |
| Advances received from customers   | 415.32                                | 347.83                                |
| Other current liabilities  | 89.15                                 | 86.95                                 |
|  | <u>621.22</u>                         | <u>591.15</u>                         |
| <b>18 Short term provisions</b>  |                                       |                                       |
| Provision for employee benefits  |                                       |                                       |
| Gratuity (refer note 32(ii))   | 32.32                                 | 33.36                                 |
| Compensated absences   | 38.23                                 | 35.32                                 |
| Other benefits   | 1.54                                  | 1.18                                  |
|  | <u>72.09</u>                          | <u>69.86</u>                          |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|   | Year Ended<br>March 31, 2025<br>Rs. Crores | Year Ended<br>March 31, 2024<br>Rs. Crores |
|---|--|--|
| <b>19. Revenue from operations</b>  |  |  |
| Revenue from contracts with customers   |  |  |
| <b>Sale of products (Refer note 58)</b>   |  |  |
| Gross revenue <sup>(i)</sup>  | 13,022.74                                  | 11,665.77                                  |
| Less: Discounts   | 363.28                                     | 291.84                                     |
|   | <u>12,659.46</u>                           | <u>11,373.93</u>                           |
| <b>Other operating revenue</b>  |  |  |
| Rent  | 0.07                                       | 0.09                                       |
| Liabilities / provisions no longer required written back  | 7.36                                       | 7.34                                       |
| Interest income   | 2.21                                       | -  |
| Miscellaneous income (includes scrap sales)   | 72.22                                      | 49.93                                      |
|   | <u>81.86</u>                               | <u>57.36</u>                               |
| <b>Revenue from Operations</b>  | <u>12,741.32</u>                           | <u>11,431.29</u>                           |
| (i) <b>Notes:</b>   |  |  |
| (a) includes Rs 295.54 crores against advance received from customers balance as at April 1, 2024 (Previous year : Rs 275.87 crores)  |  |  |
| (b) Includes Rs 25.32 crores on account of differential urea subsidy accrued for earlier periods based on notification issued by 'Fertiliser Industry Coordination Committee (FICC), Government of India, in pursuance of the Retention Price Scheme administered for nitrogenous fertilisers (Previous year : Rs 4.53 crores). |  |  |
| (c) The Group does not have any contracts where the period between the transfer of the promised goods to the customer and payment by the customer exceeds one year. Accordingly, the Group has not adjusted transaction prices for the time value of money.   |  |  |
| (d) Total revenue from operations (excluding excise duty) is as under:  |  |  |
| - Total revenue from operations (excluding excise duty)   | 12,077.35                                  | 10,922.48                                  |
| <b>20 Other Income</b>  |  |  |
| Interest income   | 48.18                                      | 34.08                                      |
| Interest income from income tax authorities   | 5.00                                       | 1.30                                       |
| Dividend income on investments measured at fair value through other comprehensive income  | 0.03                                       | 0.02                                       |
| Rent [refer note 34 (ii)]   | 0.99                                       | 0.69                                       |
| Miscellaneous income (refer note 48)  | 48.14                                      | 21.46                                      |
| Other gains/(losses):   |  |  |
| - net gain/(loss) of financial assets mandatorily measured at fair value through profit or loss   | 12.43                                      | (0.50)                                     |
| - net gain on sale of liquid investments  | 32.33                                      | 41.95                                      |
| - net (loss) on sale of property, plant and equipment (including assets held for sale)  | (4.96)                                     | (0.46)                                     |
|   | <u>142.14</u>                              | <u>98.54</u>                               |
| <b>21 Change in inventories of finished goods, stock-in-trade and work-in-progress (refer note 6)</b>   |  |  |
| Closing stock   | 2,110.36                                   | 2,085.71                                   |
| Add: Provision for sales return   | 6.72                                       | 3.85                                       |
| Adjusted Closing stock  | 2,117.08                                   | 2,089.56                                   |
| Add/(Less): Translation difference transferred to foreign currency translation reserve  | (0.48)                                     | (4.78)                                     |
| Opening stock   | 2,089.56                                   | 1,766.30                                   |
| Less: - Inventory produced during trial run   | 12.02                                      | 2.36                                       |
|   | <u>(15.02)</u>                             | <u>(316.12)</u>                            |
| (Increase) in inventories of finished goods, stock-in-trade and work-in-progress  |  |  |
| <b>22 Employee benefits expense</b>   |  |  |
| Salaries, wages, bonus, gratuity, commission, etc. <sup>(i)</sup>   | 953.56                                     | 881.40                                     |
| Expense on Employee stock purchase scheme <sup>(ii)</sup>   | 12.06                                      | 9.03                                       |
| Contribution to provident and other funds <sup>(i)</sup>  | 58.95                                      | 54.38                                      |
| Staff welfare expenses  | 45.45                                      | 39.49                                      |
|   | <u>1,070.02</u>                            | <u>984.30</u>                              |
| (i) refer note 32   |  |  |
| (ii) refer note 38  |  |  |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|  | Note          | Year Ended<br>March 31, 2025<br>Rs. Crores | Year Ended<br>March 31, 2024<br>Rs. Crores |
|--|---------------|--|--|
| <b>23 Finance costs</b>  |               |  |  |
| Interest expense on financial liabilities measured at amortized cost   |               | <b>167.84</b>                              | 132.91                                     |
| Interest expense to income tax authorities   |               | <b>0.50</b>                                | 3.42                                       |
| Other borrowing costs  |               | <b>5.74</b>                                | 3.24                                       |
| Net loss on foreign currency transactions and translation  |               | <b>4.10</b>                                | 10.44                                      |
|  |               | <b>178.18</b>                              | 150.01                                     |
| Less: Amount included in the cost of qualifying assets <sup>1</sup>  |               | <b>25.36</b>                               | 62.46                                      |
|  |               | <b>152.82</b>                              | 87.55                                      |
| <p>1 Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Borrowing cost attributable to the acquisition or construction of qualifying assets is capitalised upto the date when substantially all the necessary activities to prepare the qualifying assets for its intended use are complete. The weighted average rate used to determine the amount of borrowing costs eligible for capitalization is 7.70% p.a. (Previous year : 7.40% p.a.).</p> |               |  |  |
| <b>24 Depreciation and amortization expense</b>  |               |  |  |
| Depreciation of property, plant and equipment  | 2.1           | <b>383.82</b>                              | 276.65                                     |
| Depreciation of right of use assets (refer note 34)  | 2.1           | <b>22.69</b>                               | 22.69                                      |
| Depreciation of investment property*   | 2.2           | <b>0.01</b>                                | -  |
| Amortization of intangible assets  | 2.3           | <b>3.65</b>                                | 3.59                                       |
|  |               | <b>410.17</b>                              | 302.93                                     |
| * Represents depreciation of Rs. 38,235 (Previous year : Rs. 41,483).  |               |  |  |
| <b>25 Other expenses</b>   |               |  |  |
| Consumption of stores and spare parts  |               | <b>469.37</b>                              | 432.28                                     |
| Rent (refer note 34)   |               | <b>16.98</b>                               | 11.60                                      |
| Repairs  |               |  |  |
| Buildings  |               | <b>24.64</b>                               | 20.42                                      |
| Plant and machinery  |               | <b>128.64</b>                              | 111.51                                     |
| Donation (refer note 50)   |               | <b>20.07</b>                               | 18.06                                      |
| Insurance  |               | <b>30.89</b>                               | 29.68                                      |
| Rates and taxes  |               | <b>22.23</b>                               | 19.42                                      |
| Auditors' remuneration   |               |  |  |
| Audit fee  |               | <b>1.83</b>                                | 1.50                                       |
| Tax audit  |               | <b>0.13</b>                                | 0.21                                       |
| Limited reviews  |               | <b>0.78</b>                                | 0.66                                       |
| Other certification services   |               | <b>0.58</b>                                | 0.39                                       |
| Out-of-pocket expenses   |               | <b>0.06</b>                                | 0.07                                       |
| Directors' fees  |               | <b>0.91</b>                                | 0.71                                       |
| Bad debts, advances, other debts and deposits written off  | <b>0.29</b>   |  | 0.28                                       |
| Less: adjusted against allowance for doubtful debts, advances, other debts and deposits  | <b>(0.23)</b> | <b>0.06</b>                                | (0.22)                                     |
| Loss allowance for credit impaired receivables (net)   |               | <b>3.81</b>                                | 4.90                                       |
| (Reversal of) / Loss allowance for doubtful loans and advances, other debts and deposits (net)   |               | -  | (0.17)                                     |
| Freight and transport  |               | <b>369.65</b>                              | 327.92                                     |
| Commission to selling agents   |               | <b>32.67</b>                               | 38.35                                      |
| Selling expenses   |               | <b>121.13</b>                              | 125.41                                     |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

|  | Year Ended<br>March 31, 2025<br>Rs. Crores | Year Ended<br>March 31, 2024<br>Rs. Crores |
|--|--|--|
| Exchange fluctuation costs/(gains)                         | (1.91)                                     | (1.69)                                     |
| Royalty  | 13.22                                      | 13.43                                      |
| (Reversal of) impairment on assets held for sale (net)     | -  | (0.28)                                     |
| Corporate Social Responsibility (refer note 36)            | 24.49                                      | 25.85                                      |
| Miscellaneous expenses                                     | 402.24                                     | 253.27                                     |
|  | <u>1,682.47</u>                            | <u>1,433.56</u>                            |
| Less:- Cost of own manufactured goods capitalised/consumed | (2.78)                                     | (4.58)                                     |
|  | <u>1,679.69</u>                            | <u>1,428.98</u>                            |

## 26 Tax expense (refer note 40)

|  |               |               |
|--|---------------|---------------|
| Current tax                              | 159.73        | 189.08        |
| Deferred Tax                             | 143.31        | 50.02         |
| Tax adjustments related to earlier years |               |               |
| - Current tax                            | 2.34          | 8.65          |
| - Deferred tax                           | (0.24)        | 3.89          |
|  | <u>2.10</u>   | <u>12.54</u>  |
|  | <u>305.14</u> | <u>251.64</u> |

## 27 Earnings per share

|   |              |              |
|---|--------------|--------------|
| Profits for the year attributable to equity holders of the Company (Rs. Crores) | 604.27       | 447.10       |
| Weighted average number of equity shares (Nos.)                                 | 15,59,42,296 | 15,59,42,296 |
| Basic and Diluted earnings per share (face value Rs 2 per share)                | 38.75        | 28.67        |

|  | Rs. Crores              |                         |
|--|-------------------------|-------------------------|
|  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| <b>28. (i) Contingent liabilities not provided for*:</b>   |                         |                         |
| (a) Claims (excluding claims by employees where amount not ascertainable) not acknowledged as debts: |                         |                         |
| - Sales tax matters  | 0.47                    | 0.47                    |
| - Additional premium on land   | 8.11                    | 8.11                    |
| - Interest on delayed payments (cane/others)   | 5.49                    | 47.05                   |
| - Others   | 5.42                    | 5.42                    |
| <b>Total</b>   | <b>19.49</b>            | <b>61.05</b>            |

\* timing of outflow, if any, cannot be ascertained as of now

|  |        |        |
|--|--------|--------|
| (ii) Capital commitments (net of advances) | 269.45 | 306.32 |
|--|--------|--------|

**29** In accordance with its accounting policy and past practice, the Group accrues revenue credits for urea subsidy claims pending notification/ final acceptance by 'Fertiliser Industry Coordination Committee' (FICC), Government of India, in pursuance of the Pricing Scheme administered for nitrogenous fertilisers. The total amount receivable on account of such claims as on March 31, 2025 is Rs 160.56 crores (March 31, 2024 : Rs 90.43 crores).

Necessary adjustments to revenue credits so accrued will be made on issuance of notification by FICC, Government of India.



# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

## 30 Segment reporting

### A. Operating segments and principal activities:

Operating segments are defined as components of an enterprise for which discrete financial information is available and whose results are reviewed regularly by the chief operating decision maker (CODM), for allocation of resources and assessing performance. Accordingly, the following segments have been identified as under:

Chemicals and Vinyl (manufacturing of poly-vinyl chloride, PVC compounds, carbide and chlor alkali products), Sugar and Ethanol (manufacturing of sugar, ethanol, co-generation of Power), Fenesta building systems (Windows and doors), Shriram Farm solutions (Plant nutrients, seeds and pesticides), Fertiliser (manufacturing of urea), Bioseed (production of hybrid seeds), Others (Cement, Rural retail and plaster of paris). Sale of power from the co-generation facilities set up for the operating segments is included in their respective results.

### B. Geographical segments:

Since the Group's activities/ operations are primarily within the country and considering the nature of products/ services it deals in, the risks and returns are same and as such there is only one geographical segment.

### C. Segment accounting policies:

In addition to the material accounting policies applicable to the operating segments as set out in note 1.4, the accounting policies in relation to segment accounting are as under:

#### (i) Segment revenue and expenses:

Joint revenue and expenses of segments are allocated amongst them on a reasonable basis. All other segment revenue and expenses are directly attributable to the segments.

#### (ii) Segment assets and liabilities:

Segment assets include all operating assets used by a segment and consist principally of operating cash, trade receivables (net of allowances and provision), inventories and property, plant and equipments, which are reported as direct offsets in the balance sheet. Segment liabilities include all operating liabilities and consist principally of trade payables. Segment assets and liabilities do not include deferred income taxes. While most of the assets/ liabilities can be directly attributed to individual segment, the carrying amount of certain assets/ liabilities pertaining to two or more segments are allocated to the segments on a reasonable basis.

#### (iii) Inter segment sales:

Inter segment sales between operating segments are accounted for at market price. These transactions are eliminated in consolidation.

### D. Revenue from major products:

Revenue from major products is given in note 59

### E. Geographical information:

(i) Revenue from external customers: The Group's revenue from external customers by location of operation are as under:

| Particulars     | Rs. Crores       |                  |
|-----------------|------------------|------------------|
|                 | This year        | Previous year    |
| - Within India  | 12,197.68        | 11,039.41        |
| - Outside India | 461.78           | 334.52           |
| <b>Total</b>    | <b>12,659.46</b> | <b>11,373.93</b> |

(ii) Non-current assets other than financial instruments and deferred tax assets:

| Particulars     | Rs. Crores      |                 |
|-----------------|-----------------|-----------------|
|                 | March 31, 2025  | March 31, 2024  |
| - Within India  | 7,336.84        | 6,850.54        |
| - Outside India | 90.94           | 85.42           |
| <b>Total</b>    | <b>7,427.78</b> | <b>6,935.96</b> |

### F. Information about revenue from a single party exceeding 10% of the total revenue

Revenue from fertilizer subsidy income from 'Fertiliser Industry Coordination Committee' (FICC), Government of India amounted to Rs. 1,246.34 crores (Previous year : Rs. 1,299.53 crores) arising from sales in the fertilizers segment, and has outstanding receivable of Rs.160.56 crores as at 31 March, 2025 (31 March 2024 : Rs. 90.43 crores).

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

## G. Information about business segments

| PARTICULARS   | Chemicals and Vinyl* |                 | Sugar and Ethanol |                 | Fenesta Building Systems |               | Shriram Farm Solutions |                 | Fertiliser      |                 | Bioseed       |               | Others*       |               | Elimination  |               | Total            |                  |
|---|----------------------|-----------------|-------------------|-----------------|--------------------------|---------------|------------------------|-----------------|-----------------|-----------------|---------------|---------------|---------------|---------------|--------------|---------------|------------------|------------------|
|   | This Year            | Previous Year   | This Year         | Previous Year   | This Year                | Previous Year | This Year              | Previous Year   | This Year       | Previous Year   | This Year     | Previous Year | This Year     | Previous Year | This Year    | Previous Year | This Year        | Previous Year    |
|   | Rs. Crores           |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| <b>1. REVENUE</b>                                     |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| External sales  | 3,486.86             | 2,793.95        | 4,498.16          | 4,193.97        | 857.25                   | 813.93        | 1,435.82               | 1,184.59        | 1,457.75        | 1,515.80        | 625.77        | 534.47        | 297.85        | 337.22        |              |               | 12,659.46        | 11,373.93        |
| Other Operating Income                                | 27.33                | 17.68           | 20.38             | 12.12           | 9.96                     | 9.24          | 0.55                   | 0.59            | 3.45            | 2.92            | 12.24         | 10.98         | 7.95          | 3.83          |              |               | 81.86            | 57.36            |
| Inter segment sales                                   | 48.06                | 49.98           | 7.22              | 0.96            | 1.25                     | 0.38          | -                      | 0.48            | -               | -               | 9.85          | 6.23          | 0.69          | 2.03          | 67.07        | 112.80        | -                | -                |
| <b>Total revenue</b>                                  | <b>3,562.25</b>      | <b>2,861.61</b> | <b>4,525.76</b>   | <b>4,207.05</b> | <b>868.46</b>            | <b>823.55</b> | <b>1,436.37</b>        | <b>1,185.66</b> | <b>1,461.20</b> | <b>1,518.72</b> | <b>647.86</b> | <b>551.68</b> | <b>306.49</b> | <b>343.08</b> | <b>67.07</b> | <b>112.80</b> | <b>12,741.32</b> | <b>11,431.29</b> |
| <b>2. RESULTS</b>                                     |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| Segment results                                       | 407.11               | 91.98           | 303.66            | 424.18          | 124.94                   | 144.56        | 279.08                 | 220.95          | 72.90           | 53.55           | 57.98         | 19.75         | (4.47)        | (3.84)        |              |               | 1,241.20         | 951.13           |
| Unallocated expenses (net of Income)                  |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 178.97           | 164.84           |
| <b>Operating profit</b>                               | <b>407.11</b>        | <b>91.98</b>    | <b>303.66</b>     | <b>424.18</b>   | <b>124.94</b>            | <b>144.56</b> | <b>279.08</b>          | <b>220.95</b>   | <b>72.90</b>    | <b>53.55</b>    | <b>57.98</b>  | <b>19.75</b>  | <b>(4.47)</b> | <b>(3.84)</b> |              |               | <b>1,062.23</b>  | <b>786.29</b>    |
| Finance costs   |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 152.82           | 87.55            |
| <b>Profit before tax</b>                              |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | <b>909.41</b>    | <b>698.74</b>    |
| Provision for taxation                                |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| - Current and deferred tax                            |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 303.04           | 239.10           |
| - Tax adjustments related to earlier years            |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 2.10             | 12.54            |
| <b>Net profit after tax</b>                           |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | <b>604.27</b>    | <b>447.10</b>    |
| <b>3. OTHER INFORMATION</b>                           |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| <b>A. ASSETS</b>                                      |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| Segment assets  | 5,147.65             | 4,766.96        | 4,460.71          | 4,270.77        | 395.07                   | 357.75        | 296.07                 | 259.00          | 416.95          | 342.55          | 801.95        | 660.81        | 91.86         | 112.48        |              |               | 11,610.26        | 10,770.32        |
| Unallocated assets                                    |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 1,121.97         | 778.77           |
| <b>Total assets</b>                                   | <b>5,147.65</b>      | <b>4,766.96</b> | <b>4,460.71</b>   | <b>4,270.77</b> | <b>395.07</b>            | <b>357.75</b> | <b>296.07</b>          | <b>259.00</b>   | <b>416.95</b>   | <b>342.55</b>   | <b>801.95</b> | <b>660.81</b> | <b>91.86</b>  | <b>112.48</b> |              |               | <b>12,732.23</b> | <b>11,549.09</b> |
| <b>B. EQUITY AND LIABILITIES</b>                      |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| Equity  |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 7,004.13         | 6,522.10         |
| Segment liabilities                                   | 726.53               | 640.73          | 510.61            | 537.30          | 358.58                   | 312.28        | 232.06                 | 201.76          | 300.64          | 248.32          | 273.98        | 232.72        | 52.44         | 66.28         |              |               | 2,454.84         | 2,239.39         |
| Secured and unsecured loans                           |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 2,408.19         | 2,082.63         |
| Unallocated liabilities                               |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 865.07           | 704.97           |
| <b>Total liabilities</b>                              | <b>726.53</b>        | <b>640.73</b>   | <b>510.61</b>     | <b>537.30</b>   | <b>358.58</b>            | <b>312.28</b> | <b>232.06</b>          | <b>201.76</b>   | <b>300.64</b>   | <b>248.32</b>   | <b>273.98</b> | <b>232.72</b> | <b>52.44</b>  | <b>66.28</b>  |              |               | <b>12,732.23</b> | <b>11,549.09</b> |
| <b>C. OTHERS</b>                                      |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               |                  |                  |
| Capital expenditure                                   | 446.67               | 1,076.44        | 334.47            | 144.26          | 25.49                    | 56.77         | 8.44                   | 28.57           | 14.00           | 30.58           | 27.13         | 27.19         | 3.52          | 7.84          |              |               | 859.72           | 1,371.85         |
| Unallocated capital expenditure                       |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 12.48            | 9.40             |
| Depreciation and amortisation expense                 | 211.81               | 124.03          | 112.91            | 103.51          | 31.92                    | 26.88         | 6.31                   | 3.64            | 13.32           | 12.42           | 8.63          | 7.93          | 5.31          | 4.99          |              |               | 390.21           | 283.40           |
| Unallocated depreciation and amortisation expense     |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | 19.96            | 19.53            |
| Non cash expenses other than depreciation             | (2.68)               | 0.63            | -                 | -               | 0.18                     | (0.17)        | 1.27                   | (0.01)          | -               | -               | 5.37          | 4.28          | 0.00          | 0.01          |              |               | 4.14             | 4.74             |
| Unallocated non cash expenses other than depreciation |                      |                 |                   |                 |                          |               |                        |                 |                 |                 |               |               |               |               |              |               | (0.28)           | (0.23)           |

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

\*With effect from FY 2024-25, PVC compound business of a wholly owned subsidiary is disclosed as a part of 'Chemicals and Vinyl' segment as being viewed by chief operating decision maker (CODM) (hitherto it was disclosed as a part of 'Others' segment). Year wise PVC compound business numbers included in 'Chemicals and Vinyl' segment are as under:-

| Particulars         | Rs. Crores |               |
|---------------------|------------|---------------|
|                     | This year  | Previous year |
| Segment revenue     | 201.65     | 202.91        |
| Segment results     | 11.13      | 13.65         |
| Segment assets      | 97.96      | 92.85         |
| Segment liabilities | 16.80      | 19.53         |

## 31 Related party disclosures

### Name of related party as per Ind AS 24 and nature of related party relationship

- Holding company: Sumant Investments Private Limited
- Associate : Renew Green (GJ Ten) Private limited  
Renew Green (GJ Nine) Private limited (w.e.f. May 18, 2023)
- Key Managerial Persons, close members of the family of key managerial persons and HUFs: :
  - Executive Directors, HUFs and close family members of executive directors (with whom transactions are there):
    - Executive Directors  
Mr. Ajay S. Shriram, Mr. Vikram S. Shriram, Mr. Ajit S. Shriram, Mr. K.K. Kaul\*, Mr. K.K. Sharma, Mr. Aditya A. Shriram\*\*.  
\*upto July 01 , 2023  
\*\*from July 02 , 2023
    - HUFs and Close family members of executive directors  
Ms. Prabha Shridhar, Mr. Anand A. Shriram , Mr. Pranav V. Shriram , Mr. Varun A. Shriram , Ms. Anuradha Bishnoi , Ms. Kavita V. Shriram , Ms. Richa A. Shriram, Ms.Tara A. Shriram, Ms.Vandana A. Shriram, Ms. Nainika V. Shriram, Ms. Geeta Kaul\*, M/s. Ajay S. Shriram (HUF), M/s. Vikram S. Shriram (HUF), and M/s. Ajit S. Shriram (HUF).  
\*upto July 01 , 2023
  - Independent Directors and close members of the family of independent directors (with whom transactions are there):  
Mr. Pradeep Dinodia<sup>^</sup>, Ms. Sujata Dinodia<sup>^</sup>, Mr. Vimal Bhandari<sup>^</sup>, Mr. Sunil Kant Munjal<sup>^</sup>, Mrs. Ramni Nirula<sup>\$</sup>, Ms. Maya Nirula<sup>\$</sup>, Justice (Retd.) Vikramjit Sen, Ms. Mrinalini Sen, Mr. Pravesh Sharma, Ms. Sarita Garg (Nominee of LIC)<sup>^</sup>, Mr. Ravi Narayan Mishra (Nominee of LIC)<sup>^</sup>, Mr. Pranam Wahi<sup>#</sup>, Ms. Seema Bahuguna<sup>#</sup>, Ms. Simrit Kaur<sup>#</sup>, Mr. Vipin Sondhi<sup>#</sup>, Mr. Tejpreet Singh Chopra<sup>^^</sup>.  
<sup>^</sup> upto July 16, 2024  
<sup>\$</sup> upto February 02, 2025  
<sup>\*</sup> upto October 31, 2023  
<sup>\*\*</sup>from November 01, 2023  
<sup>#</sup> from July 16, 2024  
<sup>^^</sup> from January 18, 2025
  - Non executive & Non independent Directors and close members of the family of independent directors (with whom transactions are there):  
Mr. Pradeep Dinodia<sup>^</sup> and Ms. Sujata Dinodia<sup>^</sup>  
<sup>\*</sup> from July 16, 2024
- Trust : Sir Shriram Foundation, DCM Shriram Employees' Provident Fund Trust, DCM Shriram Officers' Superannuation Fund Trust.

Rs. Crores

| S. No. | Nature of transaction  | This year       |              |            |                  |       | Total | Previous year   |              |            |                  |       | Total |
|--------|--|-----------------|--------------|------------|------------------|-------|-------|-----------------|--------------|------------|------------------|-------|-------|
|        |  | Holding Company | Subsidiaries | Associates | KMP's/ Relatives | Trust |       | Holding Company | Subsidiaries | Associates | KMP's/ Relatives | Trust |       |
| 1      | Sale of products   | -               | -            | -          | 0.14             | -     | 0.14  | -               | -            | -          | -                | -     | -     |
| 2      | Purchase of Power  | -               | -            | 62.51      | -                | -     | 62.51 | -               | -            | 44.53      | -                | -     | 44.53 |
| 3      | Rent paid  | -               | -            | -          | 3.60             | -     | 3.60  | -               | -            | -          | 2.99             | -     | 2.99  |
| 4      | Remuneration to executive directors and their relatives <sup>®</sup> |                 |              |            |                  |       |       |                 |              |            |                  |       |       |
|        | - Short term employment benefit including commission                 | -               | -            | -          | 50.27            | -     | 50.27 | -               | -            | -          | 45.08            | -     | 45.08 |
|        | - Post employment benefits   | -               | -            | -          | 4.04             | -     | 4.04  | -               | -            | -          | 3.60             | -     | 3.60  |
| 5      | Sitting fees and commission to independent directors                 | -               | -            | -          | 5.28             | -     | 5.28  | -               | -            | -          | 4.19             | -     | 4.19  |
| 6      | Advance against sale of products                                     | -               | -            | -          | -                | -     | -     | -               | -            | -          | 0.08             | -     | 0.08  |
| 7      | Loans received back (net)  | -               | -            | -          | -                | -     | -     | -               | -            | -          | 0.02             | -     | 0.02  |
| 8      | Investment in equity shares  | -               | -            | 2.50       | -                | -     | 2.50  | -               | -            | 41.49      | -                | -     | 41.49 |
| 9      | Dividends paid   | 80.59           | -            | -          | 4.49             | -     | 85.08 | 74.69           | -            | -          | 4.28             | -     | 78.97 |
| 10     | Contribution to Provident fund trust                                 | -               | -            | -          | -                | 42.73 | 42.73 | -               | -            | -          | -                | 38.89 | 38.89 |
| 11     | Contribution to Superannuation fund trust                            | -               | -            | -          | -                | 8.81  | 8.81  | -               | -            | -          | -                | 8.69  | 8.69  |
| 12     | Contribution for CSR activities(refer note 1.3)*                     | -               | -            | -          | -                | -     | -     | -               | 27.01        | -          | -                | -     | 27.01 |
| 13     | Donation paid  | -               | -            | -          | -                | -     | -     | -               | 0.02         | -          | -                | -     | 0.02  |

\* Included Rs. nil crores related to current year obligation(Previous year : Rs. 20.93 crores)

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

**(b) Balance outstanding as at the year end**  
(unsecured unless otherwise stated)

**Rs. Crores**

| S. No. | Nature of outstanding        | This year       |              |            |                 |       | Total | Previous year   |              |            |                 |       | Total |
|--------|------------------------------|-----------------|--------------|------------|-----------------|-------|-------|-----------------|--------------|------------|-----------------|-------|-------|
|        |                              | Holding Company | Subsidiaries | Associates | KMPs/ Relatives | Trust |       | Holding Company | Subsidiaries | Associates | KMPs/ Relatives | Trust |       |
| 1      | Security deposits receivable | -               | -            | -          | 8.34            | -     | 8.34  | -               | -            | -          | 8.34            | -     | 8.34  |
| 2      | Trade payables               | -               | -            | 7.58       | -               | -     | 7.58  | -               | -            | 17.11      | -               | -     | 17.11 |
| 3      | Commission payable           | -               | -            | -          | 30.13           | -     | 30.13 | -               | -            | -          | 26.38           | -     | 26.38 |

The transactions with related parties are as per the terms of arrangement between the parties in the normal course of business and to be settled through receipt/payment or sale/purchase of goods or services.

(i) Provision for incremental gratuity liability and leave encashment for the current year in respect of directors has not been considered above, since the provision is based on a actuarial basis for the Company as a whole.

## 32 Employee Benefits

The Group has classified the various benefits provided to employees as under:-

**(i) Defined contribution plans:**

The Group has recognized the following amounts in the statement of consolidated profit and loss:

**Rs. Crores**

|  | This year    | Previous year |
|--|--------------|---------------|
| Employers' contribution to provident fund*         | 43.30        | 39.64         |
| Employers' contribution to superannuation fund     | 8.94         | 8.85          |
| Employers' contribution to national pension scheme | 6.71         | 5.89          |
| <b>Total</b>                                       | <b>58.95</b> | <b>54.38</b>  |

\* There is no shortfall in the interest cost for which Group is liable as at the date of these financial statements.

**(ii) Disclosure in respect of Defined benefit obligation (Gratuity) is as under:**

The principal assumptions used for the purpose of actuarial valuation were as under:

**Rs. Crores**

| Particulars                      | As at March 31, 2025    | As at March 31, 2024    |
|----------------------------------|-------------------------|-------------------------|
| Discount rate                    |                         |                         |
| - DCM Shriram Limited            | 6.86%                   | 7.21%                   |
| - Subsidiaries                   | 7.15%/7.00%/ 6.86%      | 7.15%/ 7.21%            |
| Expected rate of salary increase | 8.00%                   | 8.00%                   |
| Mortality rate                   | IALM (2012-14) ultimate | IALM (2012-14) ultimate |
| Withdrawal rates:                |                         |                         |
| - Upto 30 years                  | 3%                      | 3%                      |
| - 31 to 44 years                 | 2%                      | 2%                      |
| - above 44 years                 | 1%                      | 1%                      |
| Retirement age                   | 58/60 yrs               | 58/60 yrs               |

**(a) Amount recognised in statement of consolidated profit and loss in respect of the defined benefit plan are as follows:**

**Rs. Crores**

|   | This year    | Previous year |
|---|--------------|---------------|
| <b>Components of defined benefit costs recognised in statement of consolidated profit and loss*</b> |              |               |
| Current service cost  | 16.18        | 14.32         |
| Net interest expense  | 12.14        | 11.37         |
| <b>Components of defined benefit costs recognised in profit and loss</b>                            | <b>28.32</b> | <b>25.69</b>  |
| <b>Components of defined benefit costs recognised in other comprehensive income</b>                 |              |               |
| Actuarial (gain)/loss from changes in financial assumptions   | 5.17         | 4.36          |
| Actuarial (gain)/loss arising from experience adjustments   | 1.60         | 5.19          |
| Return on plan assets (higher)/lower than discount rate   | 0.06         | 0.08          |
| <b>Total actuarial (gain)/loss recognised in other comprehensive income</b>                         | <b>6.83</b>  | <b>9.63</b>   |
| <b>Total amount recognised in statement of consolidated profit and loss</b>                         | <b>35.15</b> | <b>35.32</b>  |

\* included in the salaries, wages, bonus, gratuity etc in note 22 "Employee Benefits expense".

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

(b) The amount included in the balance sheet arising from the Company's obligation in respect of its defined benefit obligation/plans is as follows:

|  | Rs. Crores              |                         |
|--|-------------------------|-------------------------|
|  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Present value of defined benefit obligation                  | 208.76                  | 198.62                  |
| Fair value of plan assets                                    | (8.29)                  | (8.02)                  |
| <b>Net liability arising from defined benefit obligation</b> | <b>200.47</b>           | <b>190.60</b>           |
| - Non-current liability                                      | 168.15                  | 157.24                  |
| - Current liability  | 32.32                   | 33.36                   |

(c) Movements in the present value of defined benefit obligations are as follows:

|   | Rs. Crores    |               |
|---|---------------|---------------|
|   | This year     | Previous year |
| Opening defined benefit obligation                            | 198.62        | 178.82        |
| Current service cost  | 16.18         | 14.32         |
| Interest cost   | 12.72         | 11.97         |
| Remeasurement (gains)/losses:                                 |               |               |
| - Actuarial (gain)/loss from changes in financial assumptions | 5.17          | 4.36          |
| - Actuarial (gain)/loss arising from experience adjustments   | 1.60          | 5.19          |
| Benefits paid by employer                                     | (23.89)       | (15.00)       |
| Benefits paid from plan assets                                | (1.64)        | (1.04)        |
| <b>Closing defined benefit obligations</b>                    | <b>208.76</b> | <b>198.62</b> |

(d) Movements in the fair value of plan assets are as follows:

|   | Rs. Crores  |               |
|---|-------------|---------------|
|   | This year   | Previous year |
| Opening fair value of plan assets                         | 8.02        | 7.97          |
| Expected return on plan assets                            | 0.58        | 0.61          |
| Employer contribution                                     | 1.39        | 0.56          |
| Remeasurement gains/(losses):                             |             |               |
| - Return on plan assets higher/(lower) than discount rate | (0.06)      | (0.08)        |
| Benefits paid   | (1.64)      | (1.04)        |
| <b>Closing fair value of plan assets</b>                  | <b>8.29</b> | <b>8.02</b>   |

(e) Sensitivity analysis

|  | Rs. Crores              |                         |
|--|-------------------------|-------------------------|
|  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| The value of gross benefit obligation as mentioned above, on account of sensitivity in significant assumptions, would be as under: |                         |                         |
| <b>Discount rate</b>   |                         |                         |
| (i) Discount rate -100 basis point   | 222.59                  | 209.90                  |
| (ii) Discount rate + 100 basis point   | 192.67                  | 182.85                  |
| <b>Salary increase rate</b>  |                         |                         |
| (i) rate -100 basis point  | 194.25                  | 184.23                  |
| (ii) rate + 100 basis point  | 220.19                  | 207.79                  |

(f) Major categories of plan assets

The plan assets at one of the unit are maintained with LIC of India Gratuity Scheme. The details of investment maintained by LIC are not available and have therefore not been disclosed.

(g) The Group expects to contribute Rs. 1.43 crores to the LIC fund during the year 2025-26 (previous year - Rs. 1.43 Crores)..

(h) The average expected future working life of members of the defined benefit obligation as at March 31, 2025 is 16.19 years (as at March 31, 2024: 16.00 years)



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

(i) The maturity profile (undiscounted) of defined benefit obligation is as follows:

|                    | Rs. Crores              |                         |
|--------------------|-------------------------|-------------------------|
|                    | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| within 1 year      | 40.62                   | 41.00                   |
| between 2-5 years  | 73.52                   | 69.58                   |
| between 6-10 years | 67.33                   | 69.57                   |
| more than 10 years | 220.19                  | 203.78                  |

## 33. (a) Fair value

The fair value of the Group's investment properties as at March 31, 2025 and March 31, 2024 have been arrived at on the basis of a valuation carried out by government approved independent valuers. The inputs used in fair valuation are circle rate of the property, prevailing market price of the similar kind of property in that area and other relevant factors.

Information about the fair value of the Group's investment properties and fair value hierarchy are as follows:

|  | Rs. Crores              |                         |
|--|-------------------------|-------------------------|
|  | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Fair value of the investment properties (Rs. Crores) | 24.63                   | 19.83                   |
| Fair valuation hierarchy                             | Level 3                 | Level 3                 |

(b) Depreciation is recognised in statement of consolidated profit and loss with respect to investment properties Rs. 38,235 (Previous year: Rs. 41,483).

## 34 Disclosure of Ind AS 116 'Leases' :

(i) Assets taken on lease

(a) Amounts recognised in the statement of consolidated profit or loss

|  | Rs. Crores |               |
|--|------------|---------------|
|  | This year  | Previous year |
| <b>Depreciation charge of right-of-use assets</b>        |            |               |
| Buildings  | 21.57      | 20.65         |
| Leasehold land   | 1.42       | 1.34          |
| Vehicle  | -          | 0.70          |
|  | 22.99      | 22.69         |
| Interest expense (included in finance cost)              | 5.11       | 6.01          |
| Expense relating to short-term leases (included in Rent) | 9.39       | 5.63          |
| Total cash outflows for leases                           | 22.77      | 23.47         |
| Amount of lease commitments for short-term leases        | 1.23       | 1.78          |

(b) Carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset:

|                | Rs. Crores              |                         |
|----------------|-------------------------|-------------------------|
|                | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| Building       | 113.67                  | 57.88                   |
| Leasehold land | 115.08                  | 115.83                  |
| Vehicle        | -                       | 2.48                    |
|                | 228.75                  | 176.19                  |

(c) The Group's leasing activities:

The Group has entered into lease agreements for lease of offices, showrooms, godowns etc., generally for a period of 6 months to 11 years with renewal option and which can be terminated after lock-in-period by serving notice period as per the terms of the agreements.

(ii) Assets given on lease:

(i) The Group has entered into operating lease arrangements for buildings (including certain other assets). The details of leased assets are as under:

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

| Rs. Crores             |                   |                |                                |                |              |               |
|------------------------|-------------------|----------------|--------------------------------|----------------|--------------|---------------|
|                        | Gross Block as at |                | Accumulated depreciation as at |                | Depreciation |               |
|                        | March 31, 2025    | March 31, 2024 | March 31, 2025                 | March 31, 2024 | This year    | Previous year |
| Land and building      | 13.31             | 13.31          | 2.13                           | 1.95           | 0.18         | 0.21          |
| Plant and equipment    | 0.35              | 0.15           | 0.14                           | 0.13           | 0.01         | 0.01          |
| Furniture and fixtures | 0.24              | 0.24           | 0.16                           | 0.14           | 0.02         | 0.02          |
| Office equipments      | 0.01              | 0.01           | -                              | -              | -            | -             |
|                        | 13.91             | 13.71          | 2.43                           | 2.22           | 0.21         | 0.24          |

(ii) Information w.r.t. non-cancellable leases:

| Rs. Crores  |           |               |
|---|-----------|---------------|
|   | This year | Previous year |
| Future minimum lease rent receivables                 | 7.68      | 8.20          |
| - Not later than one year                             | 0.52      | 0.52          |
| - Later than one year and not Later than two years    | 0.52      | 0.52          |
| - Later than two year and not Later than three years  | 0.52      | 0.52          |
| - Later than three year and not Later than four years | 0.56      | 0.52          |
| - Later than four year and not Later than five years  | 0.57      | 0.56          |
| - Later than five years                               | 4.99      | 5.56          |

During the year Group has earned lease income of Rs 0.99 crores (Previous year : Rs 0.69 crores)

**35** Provision for contingencies in note 14 represents provision for various contingencies resulting from issues relating to reconstruction arrangement of the companies and other uncertainties requiring management judgement.

| Rs. Crores                      |                         |                         |
|---------------------------------|-------------------------|-------------------------|
| Particulars                     | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| As at the beginning of the year | 12.11                   | 12.11                   |
| Less: reversed during the year  | (0.02)                  | -                       |
| As at the end of the year       | 12.09                   | 12.11                   |

**36** Expenditure on corporate social responsibility activities under section 135 of the Companies Act 2013 as under:

| Rs. Crores  |   |               |
|---|---|---------------|
| Particulars   | This year   | Previous year |
| Amount required to be spent during the year                                     | 24.49   | 25.82         |
| Actual expenditure incurred related to above obligation                         | 24.49   | 23.84         |
| Unspent amount at the end of year related to ongoing projects <sup>1</sup> of : |   |               |
| - Current year  | -   | 2.01          |
| - Previous years  | 0.06  | 1.87          |
| Nature of CSR activities  | 1. Preventive healthcare and Sanitation<br>2. Promoting education, vocational skills, livelihood<br>3. Environmental sustainability<br>4. Rural Development |               |

## Movement of provision created for liability incurred by entering into contractual obligation

| Rs. Crores                                  |           |               |
|---|-----------|---------------|
| Particulars                                 | This year | Previous year |
| Opening balance as at beginning of the year | 3.88      | 3.86          |
| Created during the year                     | -         | 2.01          |
| Utilised during the year                    | 3.82      | 1.99          |
| Closing balance as at year end              | 0.06      | 3.88          |

1.Unspent amount relates to ongoing projects for which the activities are planned in subsequent years. As per section 135(6) of the Companies Act, the said unspent amount relating to ongoing projects have been deposited in "Unspent CSR Bank account"

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

**37** Research and development expenses included under relevant heads in the statement of profit and loss Rs. 51.55 crores (Previous year: Rs. 52.87 crores).

**38 Employee share based payments (refer note 12)**

The Group has Employees Stock Purchase Scheme which is administered through DCM Shriram Employees Benefits Trust based on acquisition of shares from the market to provide equity based incentives to employees under the Scheme. The shares offered, lock-in-period and grant price may be different for different eligible participants and determined at the time of every grant of shares. The expenses related to the grant of shares under the Scheme is accounted for on the basis of the fair value (which equals to market price of the Company's share on date of grant less exercise price) of share on the date of grant and is amortized on a straight line basis over the lock-in period, if any.

The number and weighted average fair value of equity shares granted during the year are as under:

| Particulars   | Rs. Crores |               |
|---|------------|---------------|
|   | This year  | Previous year |
| No. of equity shares granted during the year                        | 3,09,000   | 1,69,000      |
| Weighted average fair value on the grant date (Rs per equity share) | 1,084.94   | 836.94        |

**39. Assets pledged as security**

**A. The carrying amount of assets pledged as security for borrowings are as under:**

|   | Rs. Crores           |                      |
|---|----------------------|----------------------|
|   | As at March 31, 2025 | As at March 31, 2024 |
| Financial assets  | 1,961.91             | 1,366.39             |
| Inventories   | 2,751.68             | 2,632.94             |
| Property, plant and equipment and intangible assets (including capital work-in-progress but excluding right of use assets - building) | 6,979.11             | 6,531.67             |
| <b>Total</b>  | <b>11,692.70</b>     | <b>10,531.00</b>     |

**B. Nature of security and terms of repayment for secured borrowings**

| S. No.                                   | Nature of Security  | Terms of Repayment as at March 31, 2025          |
|--|---|--|
| <b>SHORT TERM LOANS FROM BANKS:</b>      |   |  |
| <b>Company</b>                           |   |  |
| 1.                                       | Short Term Loans of Rs. 453 Crores (March 31, 2024 - Rs. 343 Crores) are secured by first pari passu charge on whole of the current assets, both present and future, of the company (except Shriram Bioseed Genetics, Hyderabad & Bioseed Research India, Hyderabad). These loans are further secured by a third charge by way of mortgage/hypothecation of all the immovable/movable properties (other than current assets) of the Company's undertakings at Kota in Rajasthan and Ajbapur, Rupapur, Loni & Hariawan in Uttar Pradesh. | - Repayable on demand                            |
| 2.                                       | Short Term Loan of Rs. 99 Crores (March 31, 2024 - Rs. 99 Crores) is secured by first pari passu charge by way of hypothecation on book debts and stocks, both present and future of the Company's undertakings at Shriram Bioseed Genetics and Bioseed Research India, Hyderabad.  | - Repayable in April 2025                        |
| <b>NON CONVERTIBLE DEBENTURES (NCD):</b> |   |  |
| 1.                                       | NCD of Rs. 128.84 Crores (March 31, 2024- Rs. 152.01 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future and a second charge ranking pari passu on the current assets, both present and future, pertaining to the Company's Bharuch unit, Gujarat (Rs. 23.53 Crores due within 1 year; March 31, 2024 - Rs. 23.53 Crores) (ROI - 7.05% p.a.)   | - Repayable in 11 equal semi annual instalments. |
| <b>LONG TERM LOANS FROM BANKS::</b>      |   |  |
| <b>Company</b>                           |   |  |
| 1.                                       | Term loan of Rs. 125.03 Crores (March 31, 2024 - Rs. 156.29 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Ajbapur, Uttar Pradesh (Rs. 31.25 Crores due within 1 year; March 31, 2024 - Rs 31.25 Crores)  | - Repayable in 16 equal quarterly instalments    |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

| S. No.                              | Nature of Security  | Terms of Repayment as at March 31, 2025   |
|-------------------------------------|---|---|
| <b>LONG TERM LOANS FROM BANKS::</b> |   |   |
| <b>Company</b>                      |   |   |
| 2.                                  | Term loans of Rs. nil Crores (March 31, 2024 - Rs. 7.50 Crores) are secured by way of first pari passu mortgage/charge created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Hariawan, Uttar Pradesh (Rs. nil Crores due within 1 year; March 31, 2024 - Rs 7.50 Crores)   | Not applicable  |
| 3.                                  | Term loan of Rs. nil Crores (March 31, 2024 - Rs. 8.48 crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Ajabpur and Loni, Uttar Pradesh. (Rs. nil Crores due within 1 year; March 31, 2024 - Rs 8.48 Crores)  | Not applicable  |
| 4.                                  | Loan of Rs.2.31 Crores (March 31, 2024 - Rs. nil Crores) is secured by way of a security of vehicles for which loan is taken, pertaining to the Group's subsidiary Bioseed Research Philippines Inc. (Rs. 1.41 Crores due within 1 year; March 31, 2024 - Rs Nil Crores).   | - Repayable in 60 equal monthly installments  |
| 5.                                  | Term loan of Rs. 227.38 Crores (March 31, 2024 - Rs. 148.35 Crores) is secured by way of first pari passu mortgage/charge to be created on immovable and movable Fixed assets, both present and future, of the Company's undertakings at Kota, Rajasthan (Rs. 17.08 Crores due within 1 year; March 31, 2024 - Rs 7.08 Crores)  | - Rs. 127.38 Crore repayable in 8 Semi annual installments.<br>- Rs. 100 Crore repayable in 24 quarterly installment commencing from June 2025.   |
| 6.                                  | Term loans of Rs. 853.58 Crores (March 31, 2024 - Rs. 795.85 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future pertaining to the Company's Bharuch unit, Gujarat (Rs. 82.20 Crores due within 1 year; March 31, 2024 - Rs. 42.60 Crores)   | - Rs. 176.21 Crores repayable in 18 quarterly instalment.<br>- Rs. 179.76 Crores repayable in 9 equal semi annual instalments commencing from Mar 2025.<br>- Rs. 197.62 Crore repayable in 7 annual instalment.<br>- Rs. 200 Crore repayable in September 2029.<br>- Rs. 100 Crore repayable in 8 annual instalment |
| <b>LONG TERM LOANS FROM OTHERS:</b> |   |   |
| <b>Company</b>                      |   |   |
| 1.                                  | Term Loan of Rs 98.50 Crores (March 31, 2024 - Rs 113.29 Crore) is secured by way of First pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future and a second charge ranking pari passu on the current assets, both present and future, pertaining to the Company's unit at Hariawan, UP. (Rs 17.99 crore due within 1 year; March 31, 2024 - Rs 17.56 Crore)     | - Repayable in 11 equal semi annual instalments   |
| 2.                                  | Term loan of Rs. 78.33 Crores (March 31, 2024 - Rs. 89.16 Crores) is secured by way of first pari passu mortgage/charge created on immovable and movable Fixed Assets, both present and future and a second charge ranking pari passu on the current assets, both present and future, pertaining to the Company's Bharuch unit, Gujarat (Rs.13.06 Crores due within 1 year; March 31, 2024 - Rs 12.74 Crores) | - Repayable in 12 equal semi annual instalments   |
| 3.                                  | Term Loan of Rs.3.74 Crores (March 31, 2024 - Rs. 10.84 Crores) is secured by way of a first pari passu charge on all immovable and movable properties both present and future, pertaining to the Company's Ajbapur Sugar Complex, Uttar Pradesh (Rs 3.74 Crores due within 1 year; March 31, 2024 - Rs 7.40 Crores)  | - Repayable by February 2026.   |
| 4.                                  | Term loan of Rs. 0.47 Crores (March 31, 2024 - Rs. 0.64 Crores) from Department of Biotechnology, Government of India is secured against hypothecation of plant & machinery, machinery spares, tools and accessories acquired from the loan proceeds to Company's Bioseed Research India division. (Rs. 0.20 Crores due within 1 year; March 31, 2024 - Rs 0.20 Crores).                                      | -Repayable in 5 equal semi annual installments  |
| 5.                                  | Term Loan of Rs.33.14 Crores (March 31, 2024 - Rs. 32.22 Crores) is secured by way of a first pari passu charge created on all movable properties both present and future, pertaining to the Company's Hariawan Sugar Complex, Uttar Pradesh . Further, the said loan is also secured by bank guarantee (Rs. 4.18 Crores due within 1 year; March 31, 2024 - Rs Nil Crores).                                  | - Repayable in 10 equal semi annual installments commencing after 3 years from respective drawdown  |

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

## C. Statements filed with Banks or Financial Institutions

Quarterly returns and statements filed by the Group with banks or financial institutions are in agreement with the books of accounts.

## D. Details of charges for which satisfaction is pending with Registrar of Companies (ROC)

| S.No. | Brief description of the charges or satisfaction  | Location of the Registrar | Period by which such charge had to be satisfied and Reason for delay in satisfaction   |
|-------|---|---------------------------|--|
| 1     | Charge Created with serial no. Z00931792, charge ID 80056154 dated 22-08-1979 in favor of The Rajasthan State Electricity Board, Main Market, Jaipur, Rajasthan- 302005 | New Delhi                 | The said charge was created in FY 1980 (by erstwhile DCM Ltd). This got transferred to the Company in FY 1990 pursuant to reconstruction arrangement of erstwhile DCM Ltd. There is no outstanding in books of accounts as on date against this charge. The Company is in the process of identifying the authority from whom the NOC can be obtained in order to file satisfaction of charge with ROC. |

## 40. Income tax expense

|   | Rs. Crores    |               |
|---|---------------|---------------|
|   | This year     | Previous year |
| <b>(a) Income tax expense</b>   |               |               |
| <u>Current tax</u>  |               |               |
| Current tax on profits for the year                                       | 159.73        | 189.08        |
| Adjustments for current tax of earlier years *                            | 2.34          | 8.65          |
| <b>Total current tax expense</b>  | <b>162.07</b> | <b>197.73</b> |
| <u>Deferred tax</u>   |               |               |
| Deferred tax charge/(credit)  | 143.31        | 50.02         |
| Adjustments for deferred tax of earlier years *                           | (0.24)        | 3.89          |
| <b>Total tax expense</b>  | <b>305.14</b> | <b>251.64</b> |
| <b>(b) Reconciliation of tax expense and the accounting profit</b>        |               |               |
| Profit before tax   | 909.41        | 698.74        |
| Income tax expense calculated at 34.944% under the Income Tax Act, 1961   | 317.78        | 244.17        |
| (i) Tax effect of:  |               |               |
| - Corporate social responsibility expenses not allowed as deduction       | 4.66          | 4.81          |
| - Deduction under section 80-IA of the Income-tax Act, 1961               | (13.45)       | (6.92)        |
| - deductible temporary differences on which no deferred tax is recognised | (0.83)        | 0.07          |
| - different tax rates of subsidiaries operating in other jurisdiction     | (2.32)        | (1.66)        |
| (ii) Others   | (2.80)        | (1.37)        |
| (iii) Tax adjustment of earlier years                                     | 2.10          | 12.54         |
| <b>Income tax expense</b>   | <b>305.14</b> | <b>251.64</b> |
| <b>(c) Tax effect on unrecognised temporary differences relating to:</b>  |               |               |
| (i) Unabsorbed business loss  | 0.29          | 3.02          |
| (ii) Unabsorbed Long Term Capital Loss                                    | 1.50          | 3.19          |
| (iii) Unabsorbed business depreciation                                    | 0.24          | 0.35          |
| <b>Total</b>  | <b>2.03</b>   | <b>6.56</b>   |



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## (d) Deferred tax movements

Deferred tax assets/(liabilities) in relation to:

|                                       | Rs. Crores                                      |  |                 |              |                        |                 |
|---------------------------------------|---|--|-----------------|--------------|------------------------|-----------------|
|                                       | Provision for gratuity and compensated absences | Loss allowance for doubtful debts and advances | Depreciation    | Others       | MAT credit entitlement | Total           |
| <b>As at April 1, 2023</b>            | <b>104.49</b>                                   | <b>23.61</b>                                   | <b>(618.73)</b> | <b>17.94</b> | <b>-</b>               | <b>(472.69)</b> |
| (Charged)/credited to:                |   |  |                 |              |                        |                 |
| Profit or loss                        | 8.54  | 1.54   | (66.95)         | 6.85         | -                      | (50.02)         |
| Other comprehensive income            | 3.31  | -  | -               | 0.56         | -                      | 3.87            |
| Adjustment related to earlier years * | (0.04)  | (0.08)   | (19.00)         | 15.23        | -                      | (3.89)          |
| <b>As at March 31, 2024</b>           | <b>116.30</b>                                   | <b>25.07</b>                                   | <b>(704.68)</b> | <b>40.58</b> | <b>-</b>               | <b>(522.73)</b> |
| (Charged)/credited to:                |   |  |                 |              |                        |                 |
| Profit or loss                        | 6.44  | 1.65   | (215.65)        | (20.38)      | 84.63                  | (143.31)        |
| Other comprehensive income            | 2.36  | -  | -               | 0.63         | -                      | 2.99            |
| Adjustment related to earlier years * | (0.06)  | (0.22)   | 0.54            | (0.02)       | -                      | 0.24            |
| <b>As at March 31, 2025</b>           | <b>125.04</b>                                   | <b>26.50</b>                                   | <b>(919.79)</b> | <b>20.81</b> | <b>84.63</b>           | <b>(662.81)</b> |

\* Tax charge of earlier years finalised on filing of returns/completion of assessments.

## 41. Financial instruments by category :

The criteria for recognition of financial instruments is explained in material accounting policies note 1.4 (k)

|   | March 31, 2025  |             |               | March 31, 2024  |             |               |
|---|-----------------|-------------|---------------|-----------------|-------------|---------------|
|   | Amortised cost* | FVTOCI      | FVTPL         | Amortised cost* | FVTOCI      | FVTPL         |
| <b>Financial assets</b>                     |                 |             |               |                 |             |               |
| Investments                                 |                 |             |               |                 |             |               |
| - Equity instruments                        | -               | 2.97        | 52.78         | -               | 3.31        | 50.27         |
| - Government securities                     | 0.08            | -           | -             | 0.08            | -           | -             |
| Trade receivables                           | 919.16          | -           | -             | 645.87          | -           | -             |
| Loans                                       | 49.42           | -           | -             | 35.75           | -           | -             |
| Cash and cash equivalents and bank balances | 532.84          | -           | 453.24        | 458.89          | -           | 213.55        |
| Derivative financial assets                 | -               | 0.95        | 2.82          | -               | 2.48        | -             |
| Others                                      | 116.79          | -           | -             | 76.22           | -           | -             |
| <b>Total financial assets</b>               | <b>1,618.29</b> | <b>3.92</b> | <b>508.84</b> | <b>1,216.81</b> | <b>5.79</b> | <b>263.82</b> |
| <b>Financial liabilities</b>                |                 |             |               |                 |             |               |
| Borrowings                                  | 2,408.19        | -           | -             | 2,082.63        | -           | -             |
| Lease liabilities                           | 120.44          | -           | -             | 68.92           | -           | -             |
| Trade payables                              | 1,184.94        | -           | -             | 1,040.12        | -           | -             |
| Derivative financial liabilities            | -               | -           | 0.01          | -               | -           | 0.77          |
| Other financial liabilities                 | 324.58          | -           | -             | 345.77          | -           | -             |
| <b>Total financial liabilities</b>          | <b>4,038.15</b> | <b>-</b>    | <b>0.01</b>   | <b>3,537.44</b> | <b>-</b>    | <b>0.77</b>   |

\* The fair value of financial assets and financial liabilities carried at amortized cost is substantially same as their carrying amount.

## 42 Capital management

The Group endeavours to optimize debt and equity balance and provide adequate strength to the balance sheet. The Group monitors capital on the basis of debt equity ratio.

## 43 Financial risk management

The Group's activities expose it to various financial risks : Credit risk, Liquidity risk and Market risk.

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## 44.1 Credit risk management

Credit risk arises from credit exposure to customers (including receivables and deposit), loans and other financial assets. The Group perform credit evaluation and defines credit limits for each customer/counter party. The Group also continuously reviews and monitors the same.

The provision for doubtful debts or provision for impairment of investments etc is made on case to case basis, based on the information related to financial position, past history/ageing and other relevant available information about the counter party.

The Group also makes general provision for lifetime expected credit loss based on its previous experience of provision/write off in previous years.

The movement in the loss allowance for doubtful debts, loans and provision diminution in value of investments is as under:

**Rs. Crores**

| Particulars   | Trade receivables | Loans    | Investments |
|---|-------------------|----------|-------------|
| <b>Provision as at April 1, 2023</b>                              | 63.43             | 1.11     | 2.25        |
| Provision made during the year                                    | 3.93              | -        | -           |
| <b>Provision as at March 31, 2024</b>                             | 67.36             | 1.11     | 2.25        |
| Provision made / (reversal including written off) during the year | 3.67              | (1.11)   | -           |
| <b>Provision as at March 31, 2025</b>                             | <b>71.03</b>      | <b>-</b> | <b>2.25</b> |

## 44.2 Liquidity risk management

- (i) The Group manages liquidity by ensuring control on its working capital which involves adjusting production levels and purchases to market demand and daily sales of production and low receivables. It also ensures adequate credit facilities sanctioned from bank to finance the peak estimated funds requirements. The working capital credit facilities are continuing facilities which are reviewed and renewed every year.

The Group also ensures that the long term funds requirements are met through adequate availability of long term capital (Debt & Equity).

**Rs. Crores**

|   | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|---|-------------------------|-------------------------|
| Total Committed working capital limits from Banks | <b>1,179.00</b>         | 1,174.00                |
| Utilized working capital limit                    | <b>556.85</b>           | 442.00                  |
| Unutilized working capital limit                  | <b>622.15</b>           | 732.00                  |

### (ii) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flow..

#### Contractual maturities of financial liabilities

**Rs. Crores**

|   | Upto 1 year     | Between 1 year<br>to 5 year | Over 5 years  | Total           |
|---|-----------------|-----------------------------|---------------|-----------------|
| <b>As at March 31, 2025</b>             |                 |                             |               |                 |
| <b>Non-derivatives</b>                  |                 |                             |               |                 |
| Borrowing *                             | <b>1,017.04</b> | <b>1,058.33</b>             | <b>337.91</b> | <b>2,413.28</b> |
| Trade Payables                          | <b>1,184.94</b> | -                           | -             | <b>1,184.94</b> |
| Lease liabilities                       | <b>29.01</b>    | <b>96.38</b>                | <b>40.29</b>  | <b>165.68</b>   |
| Other financial liabilities             | <b>321.69</b>   | -                           | <b>3.36</b>   | <b>325.05</b>   |
| <b>Total non-derivative liabilities</b> | <b>2,552.68</b> | <b>1,154.71</b>             | <b>381.56</b> | <b>4,088.95</b> |
| <b>Derivatives (net settled)</b>        |                 |                             |               |                 |
| Foreign exchange forward contracts      | <b>0.01</b>     | -                           | -             | <b>0.01</b>     |
| <b>Total derivative liabilities</b>     | <b>0.01</b>     | -                           | -             | <b>0.01</b>     |
| <b>As at March 31, 2024</b>             |                 |                             |               |                 |
| <b>Non-derivatives</b>                  |                 |                             |               |                 |
| Borrowing *                             | 698.09          | 859.87                      | 532.08        | 2,090.04        |
| Trade Payables                          | 1,040.12        | -                           | -             | 1,040.12        |
| Lease liabilities                       | 15.76           | 47.83                       | 5.33          | 68.92           |
| Other financial liabilities             | 340.37          | 0.04                        | -             | 340.41          |
| <b>Total non-derivative liabilities</b> | <b>2,094.34</b> | <b>907.74</b>               | <b>537.41</b> | <b>3,539.49</b> |
| <b>Derivatives (net settled)</b>        |                 |                             |               |                 |
| Foreign exchange forward contracts      | 0.77            | -                           | -             | 0.77            |
| <b>Total derivative liabilities</b>     | <b>0.77</b>     | -                           | -             | <b>0.77</b>     |

\* Includes utilized working capital limit disclosed in note 44.2 (i)

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

(iii) Reconciliation for financial liabilities arising from financing activities as per Para 44A of IndAS 7.

Rs. Crores

| Particulars  | Long term borrowings | Short term borrowings | Interest accrued | Lease liability |
|--|----------------------|-----------------------|------------------|-----------------|
| <b>Closing balance as on April 1, 2023</b>           | <b>1,309.98</b>      | <b>323.00</b>         | <b>4.41</b>      | <b>74.19</b>    |
| Add: Additions during the year                       | 446.99               | 206.73*               | -                | 12.80           |
| Less: Repayments during the year                     | (209.89)             | -                     | (112.26)         | (23.40)         |
| Add: Interest expense during the year                | -                    | -                     | 115.10           | 6.01            |
| Add/(Less): Foreign exchange fluctuation (gain)/loss | 2.95                 | -                     | -                | (0.04)          |
| Less: Derecognition during the year                  | -                    | -                     | -                | (0.64)          |
| Add/(Less): Amortisation impact on borrowings        | 2.87                 | -                     | -                | -               |
| <b>Closing balance as on March 31, 2024</b>          | <b>1,552.90</b>      | <b>529.73</b>         | <b>7.25</b>      | <b>68.92</b>    |
| Add: Additions during the year                       | 197.15               | 288.52*               | -                | 71.94           |
| Less: Repayments during the year                     | (168.44)             | -                     | (155.38)         | (22.78)         |
| Add: Interest expense during the year                | -                    | -                     | 156.58           | 5.11            |
| Add/(Less): Foreign exchange fluctuation (gain)/loss | 4.58                 | -                     | -                | -               |
| Less: Derecognition/ transfer during the year        | 1.43                 | -                     | -                | (2.75)          |
| Add/(Less): Amortisation impact on borrowings        | 2.32                 | -                     | -                | -               |
| <b>Closing balance as on March 31, 2025</b>          | <b>1,589.94</b>      | <b>818.25</b>         | <b>8.45</b>      | <b>120.44</b>   |

\* net movement during the year

## 44.3 Market Risk

a) The Group's operations are mainly in India and therefore rupee denominated, except the following:

- Foreign currency denominated loans (Long term & Short term)
- Imports of some raw material, stores & spares and capital equipments
- Export of finished goods

The Group follows a policy of keeping these liabilities/assets fully hedged against foreign currencies. Regarding interest rate fluctuation, it follows a policy of partial hedge.

Some of the rupee liabilities have interest linked to the bank's MCLR or Financial market benchmark rates and are subject to variation in such rates.

## b) Foreign Currency Risk

Foreign currency risk is the risk that the Fair Value or Future Cash Flows of an exposure will fluctuate because of changes in foreign currency rates. The Company's exposure to the risk of changes in foreign exchange rates relates to import of fuels, raw materials, stores & spares, plant and equipment, exports, foreign currency borrowings and net investment in foreign subsidiaries. The following table shows foreign currency exposures in USD and Euro on financial instruments at the end of the reporting period. The exposure to all other foreign currencies are not material.

Foreign currency exposure for the year ended March 31, 2025

Rs. Crores

|                           | Foreign Currency Exposure |      |                   |      |
|---------------------------|---------------------------|------|-------------------|------|
|                           | Hedged exposure           |      | Unhedged exposure |      |
|                           | USD                       | Euro | USD               | Euro |
| Borrowings                | 179.48                    | -    | 0.14              | -    |
| Trade & Other Payables    | 15.71                     | 2.25 | 1.77              | 1.86 |
| Trade & Other Receivables | (48.36)                   | -    | (0.07)            | -    |

Foreign currency exposure for the year ended March 31, 2024

Rs. Crores

|                           | Foreign Currency Exposure |      |                   |      |
|---------------------------|---------------------------|------|-------------------|------|
|                           | Hedged exposure           |      | Unhedged exposure |      |
|                           | USD                       | Euro | USD               | Euro |
| Borrowings                | 203.33                    | -    | 0.97              | -    |
| Trade & Other Payables    | 11.13                     | 6.15 | 2.59              | 2.19 |
| Trade & Other Receivables | (18.34)                   | -    | (0.04)            | -    |

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

| Sensitivity            | Rs. Crores          |        |               |        |
|------------------------|---------------------|--------|---------------|--------|
|                        | Increase/(Decrease) |        |               |        |
|                        | This Year           |        | Previous year |        |
|                        | USD                 | Euro   | USD           | Euro   |
| 1% Depreciation in INR |                     |        |               |        |
| Impact on P&L          | (0.02)              | (0.02) | (0.04)        | (0.02) |
| Impact on Equity       | (0.02)              | (0.02) | (0.04)        | (0.02) |
| 1% Appreciation in INR |                     |        |               |        |
| Impact on P&L          | 0.02                | 0.02   | 0.04          | 0.02   |
| Impact on Equity       | 0.02                | 0.02   | 0.04          | 0.02   |

## c) Interest rate risk exposure

Interest rate risk is the risk that changes in market interest rates will lead to changes in fair value of financial instruments or changes in interest income, expense and cash flows of the Company. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations. The exposure of the Company's borrowing to interest rate change at the end of the reporting period are as follows:

|                                       | Rs. Crores              |                         |
|---------------------------------------|-------------------------|-------------------------|
|                                       | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
| <b>Variable rate borrowings</b>       |                         |                         |
| Long Term                             | 982.36                  | 890.72                  |
| Short Term                            | 199.70                  | 171.23                  |
| <b>Total Variable rate borrowings</b> | <b>1,182.06</b>         | <b>1,061.95</b>         |
| <b>Fixed rate borrowings</b>          |                         |                         |
| Long Term                             | 408.79                  | 493.82                  |
| Short Term                            | 817.34                  | 526.86                  |
| <b>Total fixed Rate borrowings</b>    | <b>1,226.13</b>         | <b>1,020.68</b>         |
| <b>Total Borrowings</b>               | <b>2,408.19</b>         | <b>2,082.63</b>         |

## d) Sensitivity

Variable interest rate loans are exposed to Interest rate risk, the impact on Profit before tax may be as follows:

|  | Rs. Crores            |                |
|--|-----------------------|----------------|
|  | Increase / (Decrease) |                |
|  | March 31, 2025        | March 31, 2024 |
| Interest rate- increase by 100 basis points (100 bps)* | (11.82)               | (10.62)        |
| Interest rate- decrease by 100 basis points (100 bps)* | 11.82                 | 10.62          |

\* Holding all other variable constant

## 44.4 Impact of hedging activities

### (a) Disclosure of effects of hedge accounting on financial position:

March 31, 2025

| March 31, 2025                         |                                     |             |                                       |             |                            |             |   | Rs. Crores                                     |  |
|--|-------------------------------------|-------------|---------------------------------------|-------------|----------------------------|-------------|---|--|--|
| Type of hedge and risks                | Nominal value of hedged instruments |             | Carrying amount of hedging instrument |             | Maturity date              | Hedge ratio | Weighted average strike price/rate                            | Gain(loss) in fair value of hedging instrument | Gain(loss) in the value of hedged item used as the basis for recognizing hedge effectiveness |
|  | Assets                              | Liabilities | Assets                                | Liabilities |                            |             |   |  |  |
| Cash Flow hedge                        |                                     |             |                                       |             |                            |             |   |  |  |
| Foreign exchange risk                  |                                     |             |                                       |             |                            |             |   |  |  |
| (i) Foreign exchange forward contracts | 142.10                              | 91.36       | 141.84                                | 90.77       | 17-April-25 to 30-April-26 | 1:1         | USD 85.94<br>EUR 90.36<br>JPY 0.57<br>CHF 95.99<br>GBP 111.25 | 0.33   | 0.33   |
| (ii) Interest rate swap                | Not applicable                      |             | 0.95                                  | -           | 16- March-26               | 1:1         |   | (1.52)   | (1.52)   |
| Fair value hedge                       |                                     |             |                                       |             |                            |             |   |  |  |
| (i) Foreign exchange forward contracts | 173.02                              | 49.08       | 199.85                                | 48.36       | 7-April-25 to 17-March-31  | 1:1         | USD 76.38<br>EUR 93.43<br>GBP 109.38<br>SEK 7.54              | 27.55  | 27.55  |

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

March 31, 2024

Rs. Crores

| Type of hedge and risks                | Nominal value of hedged instruments |             | Carrying amount of hedging instrument |             | Maturity date                | Hedge ratio | Weighted average strike price/rate              | Gain(loss) in fair value of hedging instrument | Gain(loss) in the value of hedged item used as the basis for recognizing hedge effectiveness |
|--|-------------------------------------|-------------|---------------------------------------|-------------|------------------------------|-------------|---|--|--|
|  | Assets                              | Liabilities | Assets                                | Liabilities |                              |             |   |  |  |
| <b>Cash Flow hedge</b>                 |                                     |             |                                       |             |                              |             |   |  |  |
| Foreign exchange risk                  |                                     |             |                                       |             |                              |             |   |  |  |
| (i) Foreign exchange forward contracts | 30.81                               | 17.38       | 31.37                                 | 17.44       | 15-April 24 to 02-January-25 | 1:1         | USD 82.01<br>EUR 89.52<br>JPY 0.55<br>CHF 96.38 | 0.50   | 0.50   |
| (ii) Interest rate risk                | Not applicable                      |             | 2.47                                  | -           | 16- March-26                 | 1:1         |   | (0.80)   | (0.80)   |
| Interest rate swap                     |                                     |             |                                       |             |                              |             |   |  |  |
| <b>Fair value hedge</b>                |                                     |             |                                       |             |                              |             |   |  |  |
| (i) Foreign exchange forward contracts | 196.49                              | 18.16       | 222.94                                | 18.34       | 04-April-24 to 17-March-31   | 1:1         | USD 73.15<br>EUR 89.88<br>CNH 12.23<br>SEK 7.54 | 26.26  | 26.26  |

## (b) Disclosure of effect of hedge accounting on financial performance

### Movement in cash flow hedging reserve

Rs. Crores

| Risk category<br>Derivative instrument   | Foreign currency risk              | Interest rate risk  | Total       |
|--|------------------------------------|---------------------|-------------|
|  | Foreign exchange forward contracts | Interest rate swaps |             |
| <b>(i) Cash flow hedging reserve</b>   |                                    |                     |             |
| <b>As at April 1, 2023</b>   | <b>0.28</b>                        | <b>2.27</b>         | <b>2.55</b> |
| Less: Change in spot element of foreign exchange forward contracts                         | (0.53)                             | -                   | (0.53)      |
| Less: Changes in fair value of interest rate swaps   | -                                  | (0.80)              | (0.80)      |
| Less: Amount reclassified to profit or loss under the heading 'Cost of materials consumed' | (1.06)                             | -                   | (1.06)      |
| Add: Amount included in Property, plant and equipment or capital advance                   | 1.09                               | -                   | 1.09        |
| Add: Deferred tax relating to above (net)  | 0.28                               | 0.28                | 0.56        |
| <b>As at March 31, 2024</b>  | <b>0.06</b>                        | <b>1.75</b>         | <b>1.81</b> |
| Less: Change in spot element of foreign exchange forward contracts                         | (0.25)                             | -                   | (0.25)      |
| Less: Changes in fair value of interest rate swaps   | -                                  | (1.52)              | (1.52)      |
| Add: Amount reclassified to profit or loss under the heading 'Cost of materials consumed'  | 0.09                               | -                   | 0.09        |
| Less: Amount included in Property, plant and equipment or capital advance                  | (0.10)                             | -                   | (0.10)      |
| Add: Deferred tax relating to above (net)  | 0.09                               | 0.53                | 0.62        |
| <b>As at March 31, 2025</b>  | <b>(0.11)</b>                      | <b>0.76</b>         | <b>0.65</b> |

## 45 Fair value hierarchy (refer note 41)

Some of the Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table presents fair value hierarchy of financial assets and financial liabilities measured at fair value on a recurring basis:

Rs. Crores

| Financial assets and liabilities measured at fair value       | Level 1 | Level 2 | Level 3 | Total  |
|---|---------|---------|---------|--------|
| <b>As at March 31, 2025</b>                                   |         |         |         |        |
| <b>Financial assets</b>                                       |         |         |         |        |
| Financial investments in liquid mutual fund at FVTPL          | 453.24  | -       | -       | 453.24 |
| Financial investments in unquoted equity investments at FVTPL |         |         | 52.67   | 52.67  |
| Financial investments in quoted equity investments at FVTPL   | 0.11    | -       | -       | 0.11   |



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

Rs. Crores

| Financial assets and liabilities measured at fair value                        | Level 1 | Level 2 | Level 3 | Total  |
|--|---------|---------|---------|--------|
| Financial investments in unquoted equity investments at FVTOCI                 | -       | -       | 1.95    | 1.95   |
| Financial investments in quoted equity investments at FVTOCI                   | 1.02    | -       | -       | 1.02   |
| Foreign currency forward contracts designated in hedge accounting relationship | 2.82    | -       | -       | 2.82   |
| Interest rate swaps designated in hedge accounting relationship at FVTOCI      | -       | 0.95    | -       | 0.95   |
| Total financial assets   | 457.19  | 0.95    | 54.62   | 512.76 |
| <b>Financial liabilities</b>   |         |         |         |        |
| Foreign currency forward contracts designated in hedge accounting relationship | 0.01    | -       | -       | 0.01   |
| Total financial liabilities  | 0.01    | -       | -       | 0.01   |
| <b>As at March 31, 2024</b>  |         |         |         |        |
| <b>Financial assets</b>  |         |         |         |        |
| Financial investments in liquid mutual fund at FVTPL                           | 213.55  | -       | -       | 213.55 |
| Financial investments in unquoted equity investments at FVTPL                  |         |         | 50.17   | 50.17  |
| Financial investments in quoted equity investments at FVTPL                    | 0.10    | -       | -       | 0.10   |
| Financial investments in unquoted equity investments at FVTOCI                 | -       | -       | 2.10    | 2.10   |
| Financial investments in quoted equity investments at FVTOCI                   | 1.21    | -       | -       | 1.21   |
| Interest rate swaps designated in hedge accounting relationship at FVTOCI      | -       | 2.47    | -       | 2.47   |
| Foreign currency options at FVTPL  | 0.01    | -       | -       | 0.01   |
| Total financial assets   | 214.87  | 2.47    | 52.27   | 269.61 |
| <b>Financial liabilities</b>   |         |         |         |        |
| Foreign currency forward contracts designated in hedge accounting relationship | 0.77    | -       | -       | 0.77   |
| Total financial liabilities  | 0.77    | -       | -       | 0.77   |

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 inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 inputs are unobservable inputs for the asset or liability

## 46. Asset classified as held for sale

The segment to which the 'assets held for sale' relates are as under:

Rs. Crores

| Particulars                       | As at<br>March 31, 2025 | As at<br>March 31, 2024 |
|-----------------------------------|-------------------------|-------------------------|
| - Chemicals and Vinyl             | 5.47                    | -                       |
| - Sugar and Ethanol               | 3.01                    | 0.40                    |
| - Shriram Farm Solutions          | 1.37                    | 1.37                    |
| - Bioseed                         | 2.28                    | 1.73                    |
| - Others (Hariyali Kisaan Bazaar) | 3.13                    | 5.05                    |
| - Unallocated                     | 5.19                    | 5.70                    |
|                                   | 20.45                   | 14.25                   |

Assets classified as held for sale is measured at the lower of the carrying amount and fair value less costs to sell at the reporting date. The fair value of the assets held for sale is determined using level 3 measurement as per the fair value hierarchy set out in fair value measurement disclosures.

Amounts recognised in the statement of profit and loss on assets held for sale is as under:

Rs. Crores

| Particulars  | This year | Previous year |
|--|-----------|---------------|
| Provision/(reversal) for impairment in value of assets held for sale included in 'other expenses' in the statement of consolidated profit and loss | -         | (0.28)        |
| Profit (net) recognised in 'other income' in the statement of profit and loss on sale of assets held for sale                                      | 0.55      | 1.27          |

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

**47.** Disclosure as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is as follow based on the information available with the Group.

| Particulars  | Rs. Crores |               |
|--|------------|---------------|
|  | This year  | Previous year |
| (i) Principal amount outstanding as at year end (includes capital creditors of Rs. 6.98 crores (March 31, 2024: 12.11 crores))     | 81.01      | 68.42         |
| (ii) Interest due on above, outstanding as at year end   | Nil        | Nil           |
| (iii) Amount of interest paid during the year along with the amounts of the payment made to the supplier beyond the appointed date | Nil        | Nil           |
| (iv) Amount of interest due and payable during the year  | Nil        | Nil           |
| (v) Amount of interest accrued and remaining unpaid at the year end  | Nil        | Nil           |

## **48. Disclosures related to government grant**

The government grant/government assistance recognized are as under:

| Nature of Grant/assistance  | Head                         | Rs. Crores |               |
|---|------------------------------|------------|---------------|
|   |                              | This year  | Previous year |
| <b><u>Sugar and Ethanol</u></b>                                     |                              |            |               |
| Interest subsidy  | Other income                 | 5.79       | 13.48         |
| Benefit of loan at concessional rate of interest                    | Other Income                 | 1.22       | 2.24          |
| <b><u>Bioseed</u></b>   |                              |            |               |
| Benefit of loan at concessional rate of interest                    | Other Income                 | 0.02       | 0.01          |
| <b><u>Chemicals and Vinyl</u></b>                                   |                              |            |               |
| Gujarat Industrial Policy 2015 - Scheme for Incentive to Industries | Other Income                 | 22.59      | -             |
| <b><u>Fenesta Building System</u></b>                               |                              |            |               |
| Telangana State Industrial Development and Entrepreneur             | Other income                 | 0.65       | -             |
| Advancement Incentive Scheme 2014                                   | Power and fuel               | 0.04       | -             |
|   | Other expenses               | 0.02       | -             |
|   | Property plant and equipment | 0.20       | -             |

**49.** Hon'ble High Court of Allahabad vide its order dated February 12, 2019 has set aside and quashed the notification withdrawing the Sugar Industrial Promotion Policy 2004 (Policy). The State Government has filed special leave petition (SLP) with Supreme Court against the above said order. The Group has not accrued the benefits consequent to the above said order due to uncertainties of the amount and the collection thereof.

**50.** During the year, donations include political contributions to Prudent Electoral Trust Rs 15.50 crores ( previous year: Rs 7.50 crores) , Bhartiya Janata Party Rs 2.00 crores (previous year: Rs 2.75 crores) and through Electoral bonds Rs nil (previous year: Rs 5.00 crores) made in accordance with Section 182 of the Act.

## **51. Information with respect to subsidiaries :**

- Bioseed India Limited (a 100% subsidiary) has not been carrying any business. Ministry of Corporate Affairs (MCA) had given the approval for re activation with effect from February 17,2025. However, since the Comapny do not have any future business prospects, the said subsidiary have prepared its financial statements on liquidation basis of accounting. The total assets of Rs 0.02 crores (March 31, 2024 - Rs 0.03 crores) and total liabilities of Rs 0.01 crores (March 31, 2024 - Rs 0.01 crores) have been included in these consolidated financials based on its recoverable/payable amount. This matter has been emphasised by the subsidiary's statutory auditor in its audit report.
- During the financial year 2019-20, the Govt of Himachal Pradesh (HP) cancelled the allotment of Chhatru Hydro project of the subsidiary company namely 'DCM Shriram Infrastructure Limited'. As there are no other business activities in this subsidiary as of now, the current year's financials have been prepared on liquidation basis of accounting. The total assets of Rs 0.07 crores (March 31, 2024 - Rs 0.08 crores and total liabilities of nil (March 31, 2024 - nil) have been included in these consolidated financials (net of elimination) based on its recoverable/payable amount. This matter has been emphasised by the subsidiary's statutory auditor in its audit report.

During the arbitration proceedings, the Arbitrator partially pronounced the order in the subsidiary's favour vide order dated 14.03. 2024.

Aggrieved by the award, the Company filed objection with the Himachal Pradesh High Court and the matter is still pending with the High Court.

# Notes to the Consolidated Financial Statements For The Year Ended March 31 , 2025

## 52. Disclosures related to shareholding of the promoters

**Rs. Crores**

| Shares held by promoters at the end of the year |   | No. of Shares           |                         | % of total shares       |                         | % Change during |
|---|---|-------------------------|-------------------------|-------------------------|-------------------------|-----------------|
| S. No   | Promoter name   | As at<br>March 31, 2025 | As at<br>March 31, 2024 | As at<br>March 31, 2025 | As at<br>March 31, 2024 | FY<br>2024-25   |
| 1   | SUMANT INVESTMENTS PRIVATE LIMITED  | 9,82,82,744             | 9,82,82,744             | 63.03%                  | 63.03%                  | -               |
| 2   | AJIT S. SHRIRAM   | 5,95,580                | 5,95,580                | 0.38%                   | 0.38%                   | -               |
| 3   | AJAY S. SHRIRAM (HUF)   | 5,59,330                | 5,59,330                | 0.36%                   | 0.36%                   | -               |
| 4   | VIKRAM S. SHRIRAM (HUF)   | 5,50,200                | 5,50,200                | 0.35%                   | 0.35%                   | -               |
| 5   | VIKRAM S. SHRIRAM   | 5,03,310                | 5,03,310                | 0.32%                   | 0.32%                   | -               |
| 6   | AJIT S. SHRIRAM (HUF)   | 5,00,000                | 5,00,000                | 0.32%                   | 0.32%                   | -               |
| 7   | AJAY S. SHRIRAM   | 4,93,780                | 4,93,780                | 0.32%                   | 0.32%                   | -               |
| 8   | TARA A. SHRIRAM   | 2,99,900                | 2,99,900                | 0.19%                   | 0.19%                   | -               |
| 9   | ANAND A. SHRIRAM  | 2,98,070                | 2,98,070                | 0.19%                   | 0.19%                   | -               |
| 10  | NAINIKA V. SHRIRAM  | 2,97,900                | 2,97,900                | 0.19%                   | 0.19%                   | -               |
| 11  | ADITYA A. SHRIRAM   | 2,97,760                | 2,97,760                | 0.19%                   | 0.19%                   | -               |
| 12  | PRANAV V. SHRIRAM   | 2,97,190                | 2,97,190                | 0.19%                   | 0.19%                   | -               |
| 13  | VARUN A. SHRIRAM  | 2,96,900                | 2,96,900                | 0.19%                   | 0.19%                   | -               |
| 14  | PRABHA SHRIDHAR   | 2,20,000                | 2,20,000                | 0.14%                   | 0.14%                   | -               |
| 15  | KAVITA V. SHRIRAM   | 78,680                  | 78,680                  | 0.05%                   | 0.05%                   | -               |
| 16  | VANDANA A. SHRIRAM  | 78,340                  | 78,340                  | 0.05%                   | 0.05%                   | -               |
| 17  | RICHA A. SHRIRAM  | 34,900                  | 34,900                  | 0.02%                   | 0.02%                   | -               |
| 18  | AMBIKA JAIPAL SINGH<br>(Jointly with JAYANT JAIPAL SINGH)                 | 34,350                  | 34,350                  | 0.02%                   | 0.02%                   | -               |
| 19  | OM PRAKASH JHALANI<br>(Jointly with ANOOP JHALANI AND<br>PRADEEP JHALANI) | 5,000                   | 5,000                   | 0.00%                   | 0.00%                   | -               |
| 20  | KAUSHIK DEVA  | 13,000                  | 13,000                  | 0.01%                   | 0.01%                   | -               |
| <b>Total</b>                                    |   | <b>10,37,36,934</b>     | <b>10,37,36,934</b>     | <b>66.52%</b>           | <b>66.52%</b>           |                 |

## 53. Disclosure of transactions with struck off companies

Balance outstanding and nature of transactions with struck off companies as per Section 248 of the Companies Act 2013 :-

**Rs. Crores**

| Name of the struck off company                   | Nature of the transaction | Relationship with the struck off company | As at 31.03.2025    |  |
|--|---------------------------|--|---------------------|--|
|  |                           |  | Balance outstanding | Transaction during the year and squared off in the same year |
| IGUS (INDIA) Private Limited                     | Payable                   | None                                     | -                   | .*   |
| Naveli Decor Private Limited                     | Payable                   | None                                     | 0.75                | -  |
| Prakashraj Realestate Developers Private Limited | Payable                   | None                                     | 0.01                | -  |
| Nalukettu Combines Private Limited               | Receivables               | None                                     | 0.17                | -  |
| Murari Brothers Agro Private limited             | Payable                   | None                                     | .*                  | -  |
| Pujan Paperchem and Exim Private Limited         | Payable                   | None                                     | .*                  | -  |
| Om Metals and Minerals Private limited           | Payable                   | None                                     | .*                  | -  |
| Mahavir Distributors Private Limited             | Payable                   | None                                     | .*                  | -  |
| Hem Cable Industries                             | Receivables               | None                                     | -                   | .*   |

**Rs. Crores**

| Name of the struck off company                   | Nature of the transaction | Relationship with the struck off company | As at 31.03.2024    |  |
|--|---------------------------|--|---------------------|--|
|  |                           |  | Balance outstanding | Transaction during the year and squared off in the same year |
| Naveli Decor Private Limited                     | Payable                   | None                                     | 0.75                | -  |
| Nalukettu Combines Private Limited               | Receivables               | None                                     | 0.17                | -  |
| Manajwasree Constructions Private Limited        | Receivables               | None                                     | 0.06                | -  |
| Prakashraj Realestate Developers Private Limited | Payable                   | None                                     | 0.01                | -  |
| Biofix Infiniumz Private Limited                 | Payable                   | None                                     | -                   | 0.01   |
| Murari Brothers Agro Private limited             | Payable                   | None                                     | .*                  | -  |
| Pujan Paperchem and Exim Private Limited         | Payable                   | None                                     | .*                  | -  |
| Om Metals and Minerals Private limited           | Payable                   | None                                     | .*                  | -  |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

| Name of the struck off company              | Nature of the transaction | Relationship with the struck off company | Rs. Crores          |  |
|---|---------------------------|--|---------------------|--|
|   |                           |  | As at 31.03.2025    |  |
|   |                           |  | Balance outstanding | Transaction during the year and squared off in the same year |
| Skyline Foundations Private limited         | Payable                   | None                                     | _*                  | -  |
| Shashanika Projects Private Limited         | Payable                   | None                                     | _*                  | -  |
| Mahavir Distributors Private Limited        | Payable                   | None                                     | _*                  | -  |
| Panm Buildtech Private Limited              | Receivables               | None                                     | _*                  | -  |
| Dhruv Installation Services Private Limited | Payable                   | None                                     | _*                  | -  |
| Paramount Travels Private Limited           | Payable                   | None                                     | _*                  | -  |

\* Amount is less than Rs. 50 thousands.

**54.** The Board of Directors, in its meeting held on May 05, 2025, have recommended a final dividend of Rs. 3.40/- per equity share of Rs 2/- each aggregating to Rs. 53.02 crores for the financial year ended March 31, 2025. The recommendation is subject to the approval of shareholders at the forthcoming Annual General Meeting.

## **55. Statement showing ageing schedules pursuant to Schedule III of the Companies Act 2013**

As at March 31, 2025

### **(a) Capital work in progress**

#### **1. Ageing of Capital work in progress**

| CWIP                 | Amount in CWIP for a period of |               |               |                   | Total         |
|----------------------|--------------------------------|---------------|---------------|-------------------|---------------|
|                      | Less than 1 year               | 1-2 years     | 2-3 years     | More than 3 years |               |
| Projects in progress | 73.61                          | 310.98        | 236.08        | 40.82             | 661.49        |
| Other                | 120.33                         | 19.65         | 1.50          | 2.09              | 143.57        |
| <b>Total</b>         | <b>193.94</b>                  | <b>330.63</b> | <b>237.58</b> | <b>42.91</b>      | <b>805.06</b> |

Rs. Crores

#### **2. Capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan:**

Rs. Crores

| CWIP                        | To be completed in |           |           |                   |
|-----------------------------|--------------------|-----------|-----------|-------------------|
|                             | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |
| <b>Projects in progress</b> |                    |           |           |                   |
| Epichlorohydrin (ECH)       | 653.39             | -         | -         | -                 |
| <b>Total</b>                | <b>653.39</b>      | <b>-</b>  | <b>-</b>  | <b>-</b>          |

### **(b) Intangible assets under development**

#### **1. Ageing of Intangible assets under development**

Rs. Crores

| Intangible assets under development                                 | Amount in Intangible assets under development for a period of |             |             |                   | Total        |
|---|---|-------------|-------------|-------------------|--------------|
|   | Less than 1 year  | 1-2 years   | 2-3 years   | More than 3 years |              |
| Projects in progress (Pertaining to development of trait for seeds) | 10.34   | 6.57        | 2.60        | 9.24              | 28.75        |
| <b>Total</b>  | <b>10.34</b>  | <b>6.57</b> | <b>2.60</b> | <b>9.24</b>       | <b>28.75</b> |

#### **2. Intangible assets under development whose completion is overdue or has exceeded its cost compared to its original plan:**

| CWIP  | To be completed in |           |              |                   |
|---|--------------------|-----------|--------------|-------------------|
|   | Less than 1 year   | 1-2 years | 2-3 years    | More than 3 years |
| <b>Projects in progress</b>   |                    |           |              |                   |
| Projects in progress (Pertaining to development of trait for seeds) | -                  | -         | 28.75        | -                 |
| <b>Total</b>  | <b>-</b>           | <b>-</b>  | <b>28.75</b> | <b>-</b>          |

# Notes to the Consolidated Financial Statements

For The Year Ended March 31, 2025

As at March 31, 2024

**(a) Capital work in progress**

**1. Ageing of Capital work in progress**

Rs. Crores

| CWIP                 | Amount in CWIP for a period of |                 |               |                   | Total           |
|----------------------|--------------------------------|-----------------|---------------|-------------------|-----------------|
|                      | Less than 1 year               | 1-2 years       | 2-3 years     | More than 3 years |                 |
| Projects in progress | 988.41                         | 1,145.03        | 325.59        | 78.20             | 2,537.23        |
| Others               | 51.33                          | 0.37            | 1.85          | 6.02              | 59.57           |
| <b>Total</b>         | <b>1,039.74</b>                | <b>1,145.40</b> | <b>327.44</b> | <b>84.22</b>      | <b>2,596.80</b> |

**2. Capital work in progress whose completion is overdue or has exceeded its cost compared to its original plan:**

Rs. Crores

| CWIP                               | To be completed in |           |           |                   |
|------------------------------------|--------------------|-----------|-----------|-------------------|
|                                    | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |
| <b>Projects in progress</b>        |                    |           |           |                   |
| 120 MW Captive thermal power plant | 645.20             | -         | -         | -                 |
| Hydrogen Peroxide (H2O2)           | 433.45             | -         | -         | -                 |
| Caustic Soda Plant                 | 835.01             | -         | -         | -                 |
| Epichlorohydrin (ECH)              | 586.27             | -         | -         | -                 |
| <b>Total</b>                       | <b>2,499.93</b>    | <b>-</b>  | <b>-</b>  | <b>-</b>          |

**(b) Ageing of Intangible assets under development**

Rs. Crores

| Intangible assets under development                                 | Amount in Intangible assets under development for a period of |             |             |                   | Total        |
|---|---|-------------|-------------|-------------------|--------------|
|   | Less than 1 year  | 1-2 years   | 2-3 years   | More than 3 years |              |
| Projects in progress (Pertaining to development of trait for seeds) | 6.57  | 2.60        | 3.48        | 5.76              | 18.41        |
| <b>Total</b>  | <b>6.57</b>   | <b>2.60</b> | <b>3.48</b> | <b>5.76</b>       | <b>18.41</b> |

**56 Statement showing ageing schedules pursuant to Schedule III of the Companies Act 2013**

**(a) Trade payables ageing schedule**

**(i) As at March 31, 2025**

Rs. Crores

| Particulars   | Not due* | Outstanding for following periods from due date of payment |           |           |                   | Total    |
|---|----------|--|-----------|-----------|-------------------|----------|
|   |          | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |          |
| <b>Undisputed trade payable</b>   |          |  |           |           |                   |          |
| (i) total outstanding dues of micro enterprises and small enterprises                       | 74.01    | 0.02   | -         | -         | -                 | 74.03    |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 617.25   | 459.62   | 15.79     | 12.02     | 6.23              | 1,110.91 |
| <b>Disputed trade payable</b>   | -        | -  | -         | -         | -                 | -        |

\* includes unbilled dues

**(ii) As at March 31, 2024**

Rs. Crores

| Particulars   | Not due* | Outstanding for following periods from due date of payment |           |           |                   | Total  |
|---|----------|--|-----------|-----------|-------------------|--------|
|   |          | Less than 1 year   | 1-2 years | 2-3 years | More than 3 years |        |
| <b>Undisputed trade payable</b>   |          |  |           |           |                   |        |
| (i) total outstanding dues of micro enterprises and small enterprises                       | 56.22    | 0.09   | -         | -         | -                 | 56.31  |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 406.16   | 536.49   | 18.53     | 1.71      | 20.92             | 983.81 |
| <b>Disputed trade payable</b>   | -        | -  | -         | -         | -                 | -      |

\* includes unbilled dues



# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

## (b) Trade receivables ageing schedule

### (i) As at March 31, 2025

Rs. Crores

| Particulars                                   | Not due | Outstanding for following periods from due date of payment |                 |           |           |                   | Total*  |
|---|---------|--|-----------------|-----------|-----------|-------------------|---------|
|   |         | Less than 6 month  | 6 month -1 year | 1-2 years | 2-3 years | More than 3 years |         |
| <b>(i) Undisputed Trade receivables</b>       |         |  |                 |           |           |                   |         |
| - considered good                             | 526.99  | 312.32   | 32.92           | 30.58     | 3.76      | 1.68              | 908.25  |
| - credit impaired                             | -       | 0.32   | 0.38            | 2.57      | 2.95      | 27.99             | 34.21   |
| <b>(ii) Disputed Trade Receivables</b>        |         |  |                 |           |           |                   |         |
| - considered good                             | -       | 0.09   | 0.64            | 0.72      | 0.16      | 0.31              | 1.92    |
| - credit impaired                             | -       | -  | 0.80            | 1.95      | 0.93      | 29.00             | 32.68   |
| <b>(iii) Unbilled Receivable</b>              |         |  |                 |           |           |                   | 13.13   |
| Less: Loss allowance for doubtful receivables |         |  |                 |           |           |                   | (71.03) |
| <b>Total</b>                                  |         |  |                 |           |           |                   | 919.16  |

\* Also refer note number 29

### (ii) As at March 31, 2024

Rs. Crores

| Particulars                                   | Not due | Outstanding for following periods from due date of payment |                  |           |           |                   | Total*  |
|---|---------|--|------------------|-----------|-----------|-------------------|---------|
|   |         | Less than 6 months   | 6 months -1 year | 1-2 years | 2-3 years | More than 3 years |         |
| <b>(i) Undisputed Trade receivables</b>       |         |  |                  |           |           |                   |         |
| - considered good                             | 255.38  | 291.02   | 60.29            | 8.61      | 6.17      | 2.71              | 624.18  |
| - credit impaired                             | -       | -  | 1.29             | 1.39      | 2.85      | 32.96             | 38.49   |
| <b>(ii) Disputed Trade Receivables</b>        |         |  |                  |           |           |                   |         |
| - considered good                             | -       | 0.18   | 0.05             | 0.09      | 0.66      | 1.83              | 2.81    |
| - credit impaired                             | -       | -  | 0.01             | 0.70      | 2.31      | 25.85             | 28.87   |
| <b>(iii) Unbilled Receivable</b>              |         |  |                  |           |           |                   | 18.88   |
| Less: Loss allowance for doubtful receivables |         |  |                  |           |           |                   | (67.36) |
| <b>Total</b>                                  |         |  |                  |           |           |                   | 645.87  |

\* Also refer note number 29

## 57. Statement containing salient features, pursuant to Schedule III of the Companies Act 2013, of subsidiaries as per standalone financial statements of each entity for:

### (i) For FY 2024-25 (refer note 1.3)

Rs. Crores

| Name of the entity in the Group              | Country of incorporation | % of voting power | Net Assets (before adjustment of intercompany eliminations) |                     | Share in Profit / (loss) (before adjustment of intercompany eliminations) |                     | Share in other comprehensive income (before adjustment of intercompany eliminations) |                     | Share in total comprehensive income (before adjustment of intercompany eliminations) |                     |
|--|--------------------------|-------------------|---|---------------------|---|---------------------|--|---------------------|--|---------------------|
|  |                          |                   | As % of consolidated net assets                             | Amount (Rs. Crores) | As % of consolidated profit / (loss)                                      | Amount (Rs. Crores) | As % of consolidated other comprehensive income                                      | Amount (Rs. Crores) | As % of consolidated total comprehensive income                                      | Amount (Rs. Crores) |
| <b>Parent</b>                                |                          |                   |   |                     |   |                     |  |                     |  |                     |
| DCM Shriram Limited                          |                          |                   | 100.24%   | 7,020.84            | 93.75%  | 566.53              | 100.28%  | (5.55)              | 93.69%   | 560.98              |
| <b>Subsidiaries</b>                          |                          |                   |   |                     |   |                     |  |                     |  |                     |
| <b>Indian</b>                                |                          |                   |   |                     |   |                     |  |                     |  |                     |
| DCM Shriram Credit and Investments Limited   | India                    | 100%              | 0.10%   | 7.11                | 0.71%   | 4.31                | 3.30%  | (0.18)              | 0.69%  | 4.13                |
| Bioseed India Limited                        | India                    | 100%              | 0.00%   | 0.02                | 0.00%   | (0.01)              | -  | -                   | (0.00%)  | (0.01)              |
| DCM Shriram Infrastructure Limited           | India                    | 100%              | (0.46%)   | (32.43)             | (0.01%)   | (0.07)              | -  | -                   | (0.01%)  | (0.07)              |
| Fenesta India Limited                        | India                    | 100%              | 0.00%   | 0.29                | 0.02%   | 0.11                | 0.06%  | (0.00)              | 0.02%  | 0.11                |
| Hariyali Rural Ventures Limited              | India                    | 100%              | 0.21%   | 14.92               | (0.02%)   | (0.12)              | -  | -                   | (0.02%)  | (0.12)              |
| DCM Shriram Aqua Foods Limited               | India                    | 100%              | 0.08%   | 5.37                | 0.03%   | 0.17                | -  | -                   | 0.03%  | 0.17                |
| Shriram Bioseed Ventures Limited             | India                    | 100%              | 2.47%   | 173.10              | 0.03%   | 0.21                | (0.05%)  | 0.29                | 0.08%  | 0.50                |
| Shriram Polytech Limited                     | India                    | 100%              | 1.12%   | 78.35               | 1.28%   | 7.76                | 0.55%  | (0.03)              | 1.29%  | 7.72                |
| DCM Shriram Ventures Limited                 | India                    | 100%              | 0.00%   | 0.00                | (0.00%)   | (0.00)              | -  | -                   | (0.00%)  | (0.00)              |
| DCM Shriram ProChem Limited                  | India                    | 100%              | 0.10%   | 6.70                | (0.27%)   | (1.60)              | -  | -                   | (0.27%)  | (1.60)              |
| DCM Shriram Bio Enchem Limited               | India                    | 100%              | 0.87%   | 60.85               | 0.91%   | 5.52                | 0.11%  | (0.01)              | 0.92%  | 5.51                |
| Shriram Agsmart Limited                      | India                    | 100%              | 0.34%   | 23.86               | 0.54%   | 3.29                | (0.44%)  | 0.02                | 0.55%  | 3.32                |
| Shridhar Shriram Foundation                  | India                    | 100%              | 0.00%   | 0.01                | (0.00%)   | (0.00)              | 0.00%  | -                   | (0.00%)  | (0.00)              |
| DCM Shriram Foundation                       | India                    | 100%              | 0.00%   | 0.05                | 0.01%   | 0.05                | 0.00%  | -                   | 0.01%  | 0.05                |
| <b>Foreign</b>                               |                          |                   |   |                     |   |                     |  |                     |  |                     |
| Bioseed Holdings PTE Limited                 | Singapore                | 100%              | 0.97%   | 67.71               | 0.20%   | 1.23                | -  | -                   | 0.21%  | 1.23                |
| Bioseed Research Philippines Inc.            | Philippines              | 100%              | 0.97%   | 67.64               | 3.17%   | 19.18               | 1.26%  | (0.07)              | 3.19%  | 19.11               |
| Bioseed Research USA Inc.                    | USA                      | 100%              | 0.00%   | 0.03                | (0.01%)   | (0.07)              | -  | -                   | (0.01%)  | (0.07)              |
| <b>Total</b>                                 |                          |                   |   | 7,494.42            |   | 606.49              |  | (5.53)              |  | 600.96              |
| Add/(less): consolidation adjustments        |                          |                   |   | (490.29)            |   | (2.22)              |  | -                   |  | (2.22)              |
| <b>Total after consolidation adjustments</b> |                          |                   |   | <b>7,004.13</b>     |   | <b>604.27</b>       |  | <b>(5.53)</b>       |  | <b>598.74</b>       |

# Notes to the Consolidated Financial Statements For The Year Ended March 31, 2025

(ii) For FY 2023-24

Rs. Crores

| Name of the entity in the Group              | Country of incorporation | % of voting power | Net Assets (before adjustment of intercompany eliminations) |                     | Share in Profit / (loss) (before adjustment of intercompany eliminations) |                     | Share in other comprehensive income (before adjustment of intercompany eliminations) |                     | Share in total comprehensive income (before adjustment of intercompany eliminations) |                     |
|--|--------------------------|-------------------|---|---------------------|---|---------------------|--|---------------------|--|---------------------|
|  |                          |                   | As % of consolidated net assets                             | Amount (Rs. Crores) | As % of consolidated profit / (loss)                                      | Amount (Rs. Crores) | As % of consolidated other comprehensive income                                      | Amount (Rs. Crores) | As % of consolidated total comprehensive income                                      | Amount (Rs. Crores) |
| <b>Parent</b>                                |                          |                   |   |                     |   |                     |  |                     |  |                     |
| DCM Shriram Limited                          |                          |                   | 100.89%   | 6,576.58            | 96.08%  | 426.25              | 92.80%   | (7.16)              | 96.14%   | 419.09              |
| <b>Subsidiaries</b>                          |                          |                   |   |                     |   |                     |  |                     |  |                     |
| <b>Indian</b>                                |                          |                   |   |                     |   |                     |  |                     |  |                     |
| DCM Shriram Credit and Investments Limited   | India                    | 100%              | 0.05%   | 2.95                | (0.12%)   | (0.53)              | (7.13%)  | 0.55                | 0.00%  | 0.02                |
| Bioseed India Limited                        | India                    | 100%              | 0.00%   | 0.03                | 0.00%   | (0.00)              | -  | -                   | (0.00%)  | (0.00)              |
| DCM Shriram Infrastructure Limited           | India                    | 100%              | (0.50%)   | (32.33)             | (0.02%)   | (0.09)              | -  | -                   | (0.02%)  | (0.09)              |
| Fenesta India Limited                        | India                    | 100%              | 0.00%   | 0.18                | 0.01%   | 0.03                | 0.03%  | (0.00)              | 0.01%  | 0.03                |
| Hariyali Rural Ventures Limited              | India                    | 100%              | 0.00%   | 0.23                | (0.02%)   | (0.09)              | -  | -                   | (0.02%)  | (0.09)              |
| DCM Shriram Aqua Foods Limited               | India                    | 100%              | 0.08%   | 5.19                | 0.05%   | 0.22                | -  | -                   | 0.05%  | 0.22                |
| Shriram Bioseed Ventures Limited             | India                    | 100%              | 2.65%   | 172.89              | 0.03%   | 0.12                | -  | -                   | 0.03%  | 0.12                |
| Shriram Polytech Limited                     | India                    | 100%              | 1.08%   | 70.63               | 2.14%   | 9.51                | (3.11%)  | 0.24                | 2.24%  | 9.75                |
| DCM Shriram Ventures Limited                 | India                    | 100%              | 0.00%   | 0.01                | (0.00%)   | (0.00)              | -  | -                   | (0.00%)  | (0.00)              |
| DCM Shriram ProChem Limited                  | India                    | 100%              | 0.00%   | (0.05)              | (0.01%)   | (0.06)              | -  | -                   | (0.01%)  | (0.06)              |
| DCM Shriram Bio Enchem Limited               | India                    | 100%              | 0.85%   | 55.32               | 0.11%   | 0.48                | 0.23%  | (0.02)              | 0.11%  | 0.46                |
| Shriram Agsmart Limited                      | India                    | 100%              | 0.31%   | 20.53               | 0.14%   | 0.62                | 0.03%  | (0.00)              | 0.14%  | 0.62                |
| <b>Foreign</b>                               |                          |                   |   |                     |   |                     |  |                     |  |                     |
| Bioseed Holdings PTE Limited                 | Singapore                | 100%              | 0.98%   | 63.78               | 0.04%   | 0.17                | -  | -                   | 0.04%  | 0.17                |
| Bioseed Research Philippines Inc.            | Philippines              | 100%              | 1.13%   | 73.76               | 2.51%   | 11.13               | 1.43%  | (0.11)              | 2.53%  | 11.02               |
| Bioseed Research USA Inc.                    | USA                      | 100%              | 0.00%   | 0.10                | (0.01%)   | (0.06)              | -  | -                   | (0.01%)  | (0.06)              |
| <b>Total</b>                                 |                          |                   |   | 7,009.80            |   | 447.70              |  | (6.50)              |  | 441.20              |
| Add/(less): consolidation adjustments        |                          |                   |   | (487.70)            |   | (0.60)              |  | (1.21)              |  | (1.81)              |
| <b>Total after consolidation adjustments</b> |                          |                   |   | <b>6,522.10</b>     |   | <b>447.10</b>       |  | <b>(7.71)</b>       |  | <b>439.39</b>       |

**58.** The Company has entered into a binding definitive agreement dated May 04, 2025 with DNV Global Private Limited, for acquiring 53% equity shares of the said company, subject to necessary process and approvals. Post acquisition, it will become a subsidiary of the Company.

## 59. Particulars of sale of products

Rs. Crores

| Description                  | Sales            |                  |
|------------------------------|------------------|------------------|
|                              | 2024-25          | 2023-24          |
| Urea                         | 1,457.75         | 1,515.80         |
| PVC resins                   | 435.14           | 429.39           |
| Caustic soda                 | 2,554.70         | 1,885.98         |
| Calcium carbide              | 184.95           | 156.38           |
| Seeds                        | 1,540.26         | 1,272.34         |
| Cement                       | 165.24           | 198.71           |
| Sugar                        | 2,477.66         | 2,377.74         |
| Ethanol                      | 1,015.03         | 1,058.11         |
| Windows and doors            | 858.50           | 814.31           |
| Power Sale                   | 99.66            | 115.59           |
| Petrol / Diesel              | 115.17           | 127.33           |
| Others                       | 1,822.47         | 1,535.05         |
| Less : Inter segment revenue | (67.07)          | (112.80)         |
| <b>Total</b>                 | <b>12,659.46</b> | <b>11,373.93</b> |

For and on behalf of the Board of Directors

Deepak Gupta  
Company Secretary  
Place: New Delhi  
Date : May 05, 2025

Amit Agarwal  
Chief Financial Officer  
Place: New Delhi

Vipin Sondhi  
Director  
DIN: 00327400  
Place: New Delhi

Ajay S. Shriram  
Chairman & Sr. Managing Director  
DIN: 00027137  
Place: New Delhi

# Notice

NOTICE is hereby given that the Thirty-Sixth (36<sup>th</sup>) Annual General Meeting ("AGM") of the Members of DCM Shriram Limited ("the Company") will be held on Tuesday, 12<sup>th</sup> August, 2025 at 10:30 A.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following businesses:

## Ordinary Business:

1. To consider and adopt:
  - (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon; and
  - (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2025, and the report of the Auditors thereon.
2. To declare final dividend of Rs. 3.40/- per equity share of face value of Rs.2/- each and to confirm the payment of Interim Dividend of Rs. 5.60/- per equity share of face value of Rs.2/- each already paid during the financial year 2024-25.
3. To appoint a Director in place of Mr. Krishan Kumar Sharma (DIN:07951296), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Rabinarayan Mishra (DIN:10377015), who retires by rotation and being eligible, offers himself for re-appointment.

## Special Business:

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

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws, if any, the remuneration of Rs. 3.50 lakhs to M/s. J P Sarda & Associates, Cost Accountants, Kota (FRN:000289) and Rs. 1.40 lakhs to M/s. Yogesh Gupta & Associates, Cost Accountants, New Delhi (FRN:000373), plus applicable taxes and out-of-pocket expenses, if any, payable/paid to the Cost Auditors appointed by the Board of Directors, based on recommendation of the Audit Committee, to conduct audit of the cost accounting records of the Company for the financial year 2024-25, be and are hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the Board of Directors, including a Committee thereof or any other of its delegate, be and is hereby authorised to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this resolution."
6. To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:
 

**"RESOLVED THAT** pursuant to the provisions of Sections 179 and 204 of the Companies Act, 2013, Rules made thereunder and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable laws, if any, and as recommended by the Board of Directors, based on recommendation of the Audit Committee, consent of the Members be and is hereby accorded for the appointment of M/s. RMG & Associates, Company Secretaries, New Delhi (FRN:P2001DE016100) as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of 41<sup>st</sup> Annual General Meeting to be held in the year 2030, at a remuneration of Rs. 2.50 lakhs plus applicable taxes and other out-of-pocket expenses, for first year and for subsequent year(s) as may be mutually agreed between the Board of Directors/Audit Committee or any of its delegates and the Secretarial Auditors.

**RESOLVED FURTHER THAT** the Board of Directors including a Committee thereof or any of its delegate be and is hereby authorised to do all such acts, deeds and things as may be deemed appropriate to give effect to this resolution and for matters connected therewith or incidental thereto."
7. To consider and, if thought fit, to pass the following Resolution as a Special Resolution:
 

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, and Schedule V of the Companies Act, 2013 ('Act') and Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable laws, if any, and subject to such consents and permissions, as may be necessary, and as recommended by the Board of Directors, based on recommendation of the Nomination, Remuneration & Compensation Committee (NRCC), consent of the Members be and is hereby accorded for the re-appointment of Mr. Ajit S. Shriram (DIN:00027918) as Joint Managing Director of the Company, on the terms and conditions including remuneration as set out hereunder:

**Terms & Conditions of appointment:**

1. **Tenure:** Five years w.e.f. 2<sup>nd</sup> May, 2026.
2. **Remuneration**
  - (a) **Salary:** Rs.36.40 lakhs per month presently. Increments will be as decided by the Board and/or NRCC thereof from time to time.
  - (b) **Perquisites:** Perquisites (evaluated as per Income Tax Rules, wherever applicable, and at actual cost to the Company in other cases) including Leased & Company maintained furnished accommodation or house rent in lieu thereof, gas, electricity, water, furnishings, club fees, personal accident insurance, use of Company's car with driver & other expenses, telephone at residence, medical reimbursement, leave and leave travel concession, education benefits and any other benefits provided to the employee(s) of the Company from time to time, including but not limited to entitlements on account of any subsisting or future long term cash incentives/rewards, provident fund, superannuation fund and gratuity in accordance with the scheme(s) and Rule(s) applicable to the members of the staff of the Company from time to time, in respect of any of such benefits.
  - (c) **Commission on net profits:** Such amount as may be decided by the Board or NRCC thereof from year to year.
  - (d) **Remuneration for a part of the Year:** Remuneration for a part of the year shall be computed on pro-rata basis.
  - (e) **Minimum Remuneration:** In the event of absence or inadequacy of profits in any financial year, the aforementioned remuneration shall be paid to Joint Managing Director as the minimum remuneration, subject to provisions of the Act and/or any other applicable statutory provisions.
  - (f) **Functions:** Mr. Ajit S. Shriram shall discharge such duties and functions, as may be assigned to him by the Chairman and Senior Managing Director of the Company and/or the Board from time to time. NRCC/ Board may change his designation, as it may consider appropriate.
  - (g) **Sitting Fees:** If permissible by law, he shall be entitled to sitting fees in addition to the components of remuneration mentioned above for attending meeting(s) of the Board of Directors or Committees thereof.
  - (h) **Termination:** - The appointment of Mr. Ajit S. Shriram may be terminated by either party giving to the other six months' notice in writing.

**RESOLVED FURTHER THAT** the Board of Directors or NRCC thereof be and is hereby authorised to vary or modify any of the above terms & conditions including as to change in designation/role, alter, vary or increase the remuneration, notwithstanding the same shall exceed the overall remuneration set out above or as may be prescribed/permissible under the Act and Rules made thereunder, Listing Regulations or any other applicable statutory provisions then subsisting, without requiring any further resolution or consent of or reference to the Members and to take all necessary steps, actions, which are incidental and consequential to give effect to the above resolution.”

8. To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force) and other applicable laws, if any, and as recommended by the Board of Directors, based on recommendation of the Nomination, Remuneration & Compensation Committee (NRCC), consent of the Members be and is hereby accorded for continuation of Directorship of Justice (Retd.) Vikramajit Sen (DIN:00866743) as a Non-Executive Independent Director of the Company on attaining the age of 75 years upto the end of his current tenure on existing terms & conditions.

**RESOLVED FURTHER THAT** the Board of Directors, including NRCC be and is hereby authorised to do all such acts, deeds and things as may be deemed appropriate in this connection and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

By Order of the Board  
For DCM Shriram Limited

Deepak Gupta  
Company Secretary  
Membership No.: F4615

Place: New Delhi  
Date: May 5, 2025

## Notes:

1. Pursuant to Circular Nos. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and other applicable circulars including General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (MCA) ("MCA Circulars"), the 36<sup>th</sup> Annual General Meeting ("AGM") is being held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). Members are requested to attend and participate in this AGM through VC/OAVM. The deemed venue for this AGM shall be the Registered Office of the Company.
2. Statement pursuant to Section 102 of Companies Act, 2013 (the 'Act') is annexed hereto.
3. In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars mentioned above and SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/ HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, the Notice of 36<sup>th</sup> AGM along with the Annual Report for Financial Year 2024-25, is being sent through electronic mode, only to those Members whose e-mail addresses are registered with the Company, Depositories or Registrar and Share Transfer Agent ("RTA") as on Friday, July 11, 2025. The Notice and Annual Report will also be available on the website of the Company [www.dcmshriram.com](http://www.dcmshriram.com), on the websites of Stock Exchanges i.e., National Stock Exchange of India Limited [www.nseindia.com](http://www.nseindia.com) and BSE Limited [www.bseindia.com](http://www.bseindia.com), and on the website of National Securities Depository Limited (NSDL) [www.evoting.nsdl.com](http://www.evoting.nsdl.com). A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to Members who have not registered their e-mail address with the Company's RTA or Depositories. Any Member requiring a physical copy of the Annual Report, may kindly send a request to the Company through an e-mail from their registered email id at [shares@dcmshriram.com](mailto:shares@dcmshriram.com) or a signed letter in original at the registered office of the Company.
4. Members who are holding shares in physical form but their e-mail addresses are not registered with the Company/RTA/Depositories, are requested to register their e-mail addresses at the earliest by sending to the Company/RTA, the scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held, along with self-attested scanned copy of PAN Card and self-attested scanned copy of any one of Aadhaar Card, Driving License, Election Card, Passport, Utility Bill (not older than 3 months) or any other Government document in support of their proof of address, by email to [shares@dcmshriram.com](mailto:shares@dcmshriram.com) and/or [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com) for the purpose of receiving the soft copies of Annual Report for FY 2024-25 and the Notice of 36<sup>th</sup> AGM. Members, who are holding shares in demat form can update their email addresses with their Depository Participant(s).
5. Since this AGM will be held through VC/OAVM, the facility for appointment of Proxies is not available and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Further, being AGM through VC/OAVM, without the physical presence of Members at a common venue, the route map is also not annexed to this Notice.
6. Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send legible scanned certified true copy (PDF/JPG Format) of the relevant Board Resolution, Power of Attorney or Authority Letter etc., duly signed with the attested specimen signature of the authorised signatory(ies) to vote, to the Scrutinizer by e-mail at [sanjaygrover7@gmail.com](mailto:sanjaygrover7@gmail.com), with a copy marked to [shares@dcmshriram.com](mailto:shares@dcmshriram.com) and [evoting@nsdl.com](mailto:evoting@nsdl.com). They can also upload their Board Resolution, Power of Attorney or Authority Letter etc. on the "E-voting" tab in their login.
7. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. In case of joint members attending the AGM, only such joint holder who is higher in the order of names, will be entitled to e-vote.
8. Members may note that the Board of Directors, in its meeting held on May 5, 2025 has, recommended final dividend of Rs. 3.40/- per equity share of Rs. 2/- each, which is subject to approval at the 36<sup>th</sup> AGM. **The record date for the purpose of final dividend is Tuesday, August 5, 2025.** The final dividend declared by the Members in this AGM, will be paid within 30 days from the date of AGM.
9. Members holding shares in physical form are requested to intimate any change in their Bank Mandate/National Electronic Clearing Service (NECS) details and/or update their PAN and Bank Account details through a request letter along with self-attested copy of PAN, original cancelled cheque with preprinted name of the Shareholder and bank-attested copy of passbook/statement showing name of the account holder to the RTA, along with ISR-1 and ISR-2, format(s) of which are appearing on the website of the Company at <https://www.dcmshriram.com/investors/important-communication-for-shareholders>  
Members holding shares in electronic form are requested to intimate any change in their Bank Mandate/NECS details, if any, to their respective Depository Participants (DPs).
10. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders with effect from April 1, 2020, and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. The TDS rate may vary depending on the residential status of the shareholder and the documents submitted to the Company in accordance with the provisions of the Act. Please note that final dividend for FY 2024-25, which is subject to approval by Members in the ensuing AGM, will be taxable in the hands of shareholders in FY 2025-26 (Assessment Year or AY 2026-27). Thus, all details and declarations furnished should pertain to FY 2025-26 (AY 2026-27). The rate of TDS for various categories of shareholders along with required documents to be furnished, are available at the website of the Company at <https://www.dcmshriram.com/Communication-of-TDS-on-Dividend.html>. **Kindly note that such documents, duly executed, are required to be sent to the Company/RTA, on or before Tuesday, August 5, 2025, in order to enable the Company to determine and deduct appropriate TDS/withholding tax.**



Members may either send such documents through email at [shares@dcmsshriram.com](mailto:shares@dcmsshriram.com) / [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com) or in original to the Company at its registered office DCM Shriram Ltd. 2<sup>nd</sup> Floor (West Wing), Worldmark 1, Aerocity, New Delhi-110037 or RTA MCS Share Transfer Agent Ltd., 179-180, DSIDC Shed, 3<sup>rd</sup> Floor, Okhla Industrial Area, Phase-1, New Delhi-110020.

#### 11. Important Communications & Awareness Material for Shareholders:

- a) SEBI encourages all shareholders to consider the inherent advantages of dematerialization and get their existing physical shareholding converted into demat mode. SEBI has also prohibited transfer of equity shares in physical mode. Therefore, all Members holding their shares in physical form are advised to dematerialize their shareholding at the earliest, by opening a demat account with any Depository Participant (DP) and submit the demat request to their DP.
- b) Members may please note that SEBI vide its Circular dated January 25, 2022, has mandated Listed Companies to issue securities in demat form only, while processing service requests such as issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled-in and signed Form ISR-4 along with relevant documents, the format(s) of which is available on the Company's website at <https://www.dcmsshriram.com/investors/important-communication-for-shareholders>
- c) SEBI has mandated the Company/RTA to obtain copies of PAN Card, KYC Details, Bank Account Details, Nomination Form, etc. from all shareholders holding shares in physical form. Therefore, shareholders holding shares in physical form are requested to provide PAN, KYC and other details at the earliest in Form ISR-1, along with the supporting documents/details such as contact details including mobile number and email, self-attested copy of PAN card and address-proof of all holders, Nomination Form in SH-13 or 'Declaration to Opt-out' in Form ISR-3 and bank details along with original cancelled cheque and banker's attestation of specimen signature in Form ISR-2. Detailed instructions and specimen formats in this regard, are available on the investor section of the website of the Company at <https://www.dcmsshriram.com/investors/important-communication-for-shareholders>

Please note that in case you are holding shares in physical form, you will be eligible to get any service request processed by the RTA only when the above details are updated. Further, w.e.f. April 1, 2024, you will be eligible for dividend payments in electronic mode only when your KYC details are updated. Hence, please download, fill and send the requisite documents to the Company/RTA at the earliest.

- d) Members are entitled to make nomination in respect of shares held by them in physical form as per the provisions of Section 72 of the Act. Members desirous of making nomination are requested to send Form SH-13 either to the Company or its RTA. Members holding shares in demat form may contact their respective DP for recording nomination in respect of their shares.
  - e) SEBI vide its circular dated July 31, 2023, as amended has introduced a common Online Dispute Resolution Portal ("ODR Portal"), which harnesses online method for resolution, conciliation and arbitration for disputes arising in the Indian Securities Market. The ODR Portal allows investors with additional mechanism to resolve their grievances, in case they are not satisfied with the resolution provided by the Company/RTA and/or through SCORES 2.0 Platform of [SEBI https://scores.sebi.gov.in](https://scores.sebi.gov.in) / Web-link to access the said portal is <https://smartodr.in>. Detailed circulars in regard to this facility are available on the investor section of the website of the Company at <https://www.dcmsshriram.com/investors/important-communication-for-shareholders>.
12. In view of the provisions of Section 124 and other applicable provisions of the Act, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules") as amended from time to time, the Company, during FY 2024-25, has transferred the unpaid 2<sup>nd</sup> Interim Dividend for the FY 2016-17, unpaid Final Dividend for FY 2016-17 and 1<sup>st</sup> Interim Dividend for FY 2017-18 to the Investor Education and Protection Fund (IEPF). 2<sup>nd</sup> Interim Dividend for FY 2017-18 has been transferred to the IEPF in April, 2025 post closure of the FY 2024-25. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying as on the date with the Company, on its website <https://www.dcmsshriram.com/investors/>
13. Members who have not yet encashed their Dividend Warrants/Cheques/DDs pertaining to final dividend of financial year 2017-18 onwards, are requested to write to the Company on and before Tuesday, July 29, 2025, as the said unclaimed dividends shall be transferred to IEPF on the completion of 7 years.
- During FY 2024-25, 74,018 equity shares in respect of which dividends of earlier years have not been paid or claimed by the Members for a period of seven consecutive years, have been transferred to the IEPF.
- The above details are also uploaded on the website of the Company <https://www.dcmsshriram.com/investors/important-communication-for-shareholders> and IEPF authority i.e., <https://www.iepf.gov.in/content/iepf/global/master/Home/Home.html>. Members may also note that dividend, as well as shares transferred to IEPF can be claimed back as per the prescribed procedure.
14. Relevant documents referred in the Annual Report, including AGM Notice and Statement under Section 102 of the Act, are available for inspection through electronic mode, basis the request being sent on [shares@dcmsshriram.com](mailto:shares@dcmsshriram.com).
  15. Members seeking any information with regard to the financial statements or any other matter to be placed at the AGM, are requested to write to the Company from their registered email address at [shares@dcmsshriram.com](mailto:shares@dcmsshriram.com), latest by Tuesday, August 5, 2025. Such questions shall be suitably taken up during the meeting or replied by the Company within 7 days from the date of AGM.

16. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered email address at [shares@dcmsriram.com](mailto:shares@dcmsriram.com) on or before **Tuesday, August 5, 2025**, mentioning their name, DP & Client ID/Folio no, No. of shares, PAN and Mobile Number. Only those Members, who have registered themselves as speaker will be allowed to express their views/ask questions during the AGM. Company reserves the right to restrict the number of speakers or speaking time based on availability of time at the AGM.
17. During the AGM, Members may access the scanned copy of (i) Register of Directors & Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; (ii) Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act; (iii) Certificate from Secretarial Auditors of the Company certifying that Employees Stock Purchase Scheme of the Company is being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 upon Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com> under the heading "AGM Docs".
18. **Details of Directors seeking appointment/re-appointment pursuant to Regulation 36(3) of Listing Regulations and Secretarial Standard 2 on General Meetings:**

| Name of the Director  | Mr. Krishan Kumar Sharma  | Mr. Rabinarayan Mishra  | Mr. Ajit S. Shriram   | Justice (Retd.) Vikramajit Sen  |
|---|---|---|---|---|
| DIN   | 07951296  | 10377015  | 00027918  | 00866743  |
| Date of Birth & Age   | 17.10.1965<br>(59 Years)  | 29.12.1963<br>(61 years)  | 03.10.1967<br>(57 years)  | 31.12.1950<br>(74 years)  |
| Nationality   | Indian  | Indian  | Indian  | Indian  |
| Date of first appointment on the Board                          | 20.11.2017  | 01.11.2023  | 02.05.2001  | 09.08.2016  |
| Qualification   | B. Tech in Chemical Technology from UDCT (now ICT, Mumbai), Diploma in Safety and NEBOSH IGC in Occupational Health & Safety  | Post-graduation in Physics, Bachelor of Law, Fellow of Insurance Institute of India, Diploma in Health Insurance, Underwriting, Governance & Risk Management in Insurance | B. Com, MBA- IMD Switzerland, Owner/President Management Programme (OPM)- Harvard Business School, USA  | Graduation in History from St. Stephen's College, LL.B. from Faculty of Law, Delhi University |
| Experience  | 35 years  | 36 years  | 34 years  | 50 years  |
| Expertise in Functional Areas                                   | Environment Health and Safety, Sustainability Reporting, Agrochemicals and Pharmaceutical Manufacturing   | Insurance, Management, Corporate Governance, ESG, Risk Management in Insurance, Marketing and Administration.   | General Management, Strategy, Finance, Digital Transformation and operations of Agri Businesses, Sugar and Chloro- Vinyl Business.  | Civil & Commercial Legal Matters and Arbitration.   |
| Directorship held in other Companies including Listed companies | <ul style="list-style-type: none"> <li>- Shriram Polytech Limited;</li> <li>- Shriram Agsmart Limited;</li> <li>- DCM Shriram Bio Enchem Limited;</li> <li>- DCM Shriram Prochem Limited; and</li> <li>- DCM Shriram Aqua Foods Limited;</li> </ul> | -   | <ul style="list-style-type: none"> <li>- DCM Shriram Credit &amp; Investments Limited;</li> <li>- Shriram Bioseed Ventures Limited;</li> <li>- Fenesta India Limited;</li> <li>- Hariyali Kisaan Bazaar Limited;</li> <li>- DCM Shriram Infrastructure Limited;</li> <li>- DCM Shriram Foundation;</li> <li>- Shridhar Shriram Foundation;</li> <li>- DCM Shriram Prochem Limited;</li> <li>- DCM Shriram Bio Enchem Limited;</li> <li>- Shriram Agsmart Limited; and</li> <li>- SRCC Development Foundation</li> </ul> | -   |

| Name of the Director   | Mr. Krishan Kumar Sharma   | Mr. Rabi Narayan Mishra  | Mr. Ajit S. Shriram  | Justice (Retd.) Vikramajit Sen  |
|--|--|--|--|---|
| Chairman / Member of Committee(s) of Board of Directors across all public companies  | <b>DCM Shriram Limited</b><br><br><b>Chairman</b><br>- Risk Management Committee | <b>DCM Shriram Limited</b><br><br><b>Member</b><br>- Corporate Social Responsibility Committee | <b>DCM Shriram Limited</b><br><br><b>Member</b><br>- Corporate Social Responsibility Committee;<br>- Stakeholders Relationship Committee;<br>- Board Finance Committee | <b>DCM Shriram Limited</b><br><br><b>Member</b><br>- Corporate Social Responsibility Committee                      |
| Names of Listed Companies in which Director resigned in past 3 years.                | NIL  | NIL  | NIL  | BSE Limited - Cessation w.e.f. 18.05.2022   |
| Number of shares held in the Company   | NIL  | NIL  | 5,95,580 Equity Shares   | NIL   |
| Last Drawn Remuneration (per annum)  | Rs. 150.72 lakhs   | Sitting Fees of Rs. 6.00 lakhs paid to him and Commission of Rs. 38.50 lakhs paid to LIC       | Rs.1495.75 lakhs   | Rs. 47.75 lakhs   |
| Relationship with other Directors, Manager and other Key Managerial Personnel        | None   | None   | Brother of Mr. Ajay S. Shriram and Mr. Vikram S. Shriram   | None  |
| Terms & Conditions of Appointment / Reappointment and remuneration sought to be paid | Re-appointment due to retirement by rotation.                                    |  | The terms and conditions of re-appointment including remuneration are given in the respective resolution and Statement of this Notice.                                 | The terms & conditions of continuation of re-appointment beyond 75 years are given in the Statement of this Notice. |

**19. Instructions for remote e-voting, joining the AGM and e-voting thereat, are as follows:**





**A. Voting through electronic means**

- Pursuant to provisions of Section 108 of Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations, the Company has entered into an arrangement for availing the services of NSDL for enabling participation of members at the meeting through VC/OAVM and for providing services of remote e-voting as well as e-voting during the AGM.
- The remote e-voting period shall commence on Saturday, August 9, 2025 (9.00 A.M. IST) and end on Monday, August 11, 2025 (5.00 P.M. IST). During this period, Members of the Company, holding shares in either physical form or in dematerialized form, as on the Cut-off Date i.e., Tuesday, August 5, 2025, may cast their votes by remote e-voting. The said remote e-voting module shall be disabled by NSDL for voting thereafter. Persons who are not Members of the Company as on Cut-off Date, should treat this Notice for information purpose only.**
- Once the vote on a Resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
- Those Members, who are attending/participating in the AGM through VC/OAVM facility and have not cast their vote(s) on the resolutions proposed through remote e-voting earlier and are otherwise not barred from doing so, shall be eligible to cast their vote during the AGM through e-voting system.  
  
However, Members who have already cast their vote through remote e-voting prior to the AGM, may attend and participate in the AGM through VC/OAVM means, but they shall not be entitled to vote again during the AGM through e-voting system.
- The manner and process of remote e-voting are as under:

### Step 1: Access to NSDL e-voting system

#### A) Login method for e-voting and joining virtual meeting for Individual Shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories/Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders  | Login Method   |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>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 i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing IDeAS user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e., NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</li> <li>If you are 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> voting during the meeting.</li> <li>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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <b>App Store</b> </div> <div style="text-align: center;">  <b>Google Play</b> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> |
| Individual Shareholders holding securities in demat mode with CDSL  | <ol style="list-style-type: none"> <li>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 Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing Myeasi username &amp; password.</li> <li>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</li> </ol>  |

| Type of shareholders   | Login Method   |
|--|--|
| Individual Shareholders holding securities in demat mode with CDSL                                     | <p>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 are 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.</p> <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>. Click on login &amp; New System Myeasi 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 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 be able to directly access the system of all e-voting Service Providers.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p>   |

**Important note: Members who are unable to retrieve User ID or Password, are advised to use Forgot User ID / Forgot Password option available at the abovementioned website(s).**

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

| Login type   | Helpdesk details   |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022-4886 7000  |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**B) Login method for e-voting and joining virtual meeting for shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode**

**How to Log-in to NSDL e-voting website?**

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e., iDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing iDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e., Cast your vote electronically.
4. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:  |
|--|---|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.  |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the Company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |



5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will prompt you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

## **Step 2: Cast your vote electronically and join AGM on NSDL e-voting system.**

### **How to cast your vote electronically and join AGM on NSDL e-voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "**EVEN**" of DCM Shriram Limited for casting your vote during AGM. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send legible scanned certified true copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. duly signed with attested specimen signature of the duly authorised signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [sanjaygrover7@gmail.com](mailto:sanjaygrover7@gmail.com) with a copy marked to [shares@dcmsriram.com](mailto:shares@dcmsriram.com) and [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022-4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com) or contact Mr. Amarjit from RTA at 011-41406148 (E-mail: [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com)) or Mr. Amit Mehra from the Company at 011-42100200 (E-mail: [shares@dcmsshriram.com](mailto:shares@dcmsshriram.com)). If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on or contact NSDL at 022-4886 7000. The Individual Shareholders holding securities in demat mode, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-voting system”.
4. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
5. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **Cut-off Date i.e., Tuesday, August 5, 2025**.
6. Any person, who acquires shares of the Company and becomes a Member of the Company after despatch of the Notice and holding shares as on the **Cut-off Date i.e., Tuesday, August 5, 2025**, may obtain the login ID and password by sending a request at or RTA of the Company. The Individual Shareholders holding securities in demat mode, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-voting system”.
7. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the AGM and a person who is not a Member as on the **Cut-off Date i.e., Tuesday, August 5, 2025**, should treat this Notice for information purposes only.

**Process for those shareholders whose email ids are not registered with Depositories for procuring user id and password and registration of email ids for e-voting for Resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [shares@dcmsshriram.com](mailto:shares@dcmsshriram.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [shares@dcmsshriram.com](mailto:shares@dcmsshriram.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e. Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

**INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF AGM ARE AS UNDER:**

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be 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 in the AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote again at the AGM.
4. The details of the person(s) who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM, shall be same as mentioned for remote e-voting

**INSTRUCTIONS FOR MEMBERS ATTENDING AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under 'Join Meeting' menu. The link for VC/OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience. Further Members are requested to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. Please note that Participants attending from Mobile Devices or Tablets or through Laptops 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.

## E-VOTING RESULT

1. The Board of Directors has appointed Mr. Kapil Dev Taneja (M. No.: F4019, CP No. 22944), Partner, M/s. Sanjay Grover & Associates, Company Secretaries failing him, Mr. Neeraj Arora (M. No.: F10781, CP No. 16186), Partner, M/s. Sanjay Grover & Associates, Company Secretaries, as Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner and they have communicated their willingness to be appointed and be available for this purpose.
2. The Scrutinizer shall immediately after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and e-vote cast during AGM and will make, not later than two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour and/or against, if any, and present the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
3. The Results declared along with the report of the Scrutinizer will be placed on the website of the Company <https://www.dcmshriram.com/investors/> and on website of NSDL <https://www.evoting.nsdl.com> immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results will also be immediately submitted to the National Stock Exchange of India Limited and BSE Limited.
4. The recorded transcript of the proceeding of AGM shall be placed on the Company's website at <https://www.dcmshriram.com/investors/> and the same also be in safe custody of the Company.

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

### ITEM NO. 5

The Board of Directors (the "Board"), based on recommendation of the Audit Committee, had approved the appointment of M/s. J P Sarda & Associates, Cost Accountants, Kota (FRN: 000289) and M/s. Yogesh Gupta & Associates, Cost Accountants, New Delhi (FRN: 000373) to audit the cost records of the Company maintained across various segments on which Cost Audit Rules are applicable, for the Financial Year 2024-25, at a total remuneration of Rs. 4.90 lakhs plus applicable taxes and out-of-pocket expenses. Out of Rs. 4.90 lakhs, remuneration of M/s. J P Sarda & Associates, is Rs. 3.50 lakhs and that of M/s. Yogesh Gupta & Associates, is Rs. 1.40 lakhs.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable/paid to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, ratification of the Members is sought for the aforesaid remuneration payable/paid to the Cost Auditors of the Company for the Financial Year 2024-25.

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

The Board recommends passing of the resolution set out at Item No.5 of the Notice as an Ordinary Resolution.

### ITEM NO. 6

Pursuant to the provisions of Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), along with the applicable circulars and notifications issued by SEBI from time to time, listed companies are required to appoint Secretarial Auditors for a period of 5 (Five) years with the approval of its shareholders. Further, such Secretarial Auditor must be a Peer Reviewed Company Secretary and should not have incurred any of the disqualifications as specified under Listing Regulations and circulars issued thereunder.

Accordingly, the Board of Directors, based on recommendation of Audit Committee, had recommended appointment of M/s. RMG & Associates, Company Secretaries, Peer Reviewed Firm of Company Secretaries in Practice, New Delhi (FRN: P2001DE016100) as Secretarial Auditors of the Company for approval of the Members to hold office for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 41<sup>st</sup> AGM to be held in the year 2030 on a remuneration of Rs. 2.50 lakhs (Rupees Two lakhs fifty thousand only), excluding taxes, as applicable, and reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit for first year and for subsequent year(s) as may be mutually agreed between the Board of Directors/Audit Committee or any of its delegates and the Secretarial Auditors.

Further, the Company may avail any other services as required from time to time from Secretarial Auditors which are not prohibited under the provisions of the Act or Listing Regulations on such remuneration as may be decided by the Board of Directors including a Committee thereof or any other of its delegate.

M/s. RMG & Associates (FRN: P2001DE016100) is a firm of Company Secretaries, established in the year 2001, based at New Delhi, having rich experience of more than two decades and professional expertise in dealing with all kinds of Corporate Secretarial, Foreign Exchange Laws (FEMA & RBI Regulations), Corporate Advisory, Regulatory Issues and other allied & legal matters. The firm is registered with the Institute of Company Secretaries of India and also holds a valid Peer Review Certificate, and fulfills the criteria specified in Listing Regulations and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, for appointment as Secretarial Auditor and on evaluation of the quality of audit performed by them in the past.

M/s. RMG & Associates, Company Secretaries have given their consent to aforesaid appointment and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and Listing Regulations. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act, Rules and Listing Regulations.

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

The Board recommends the resolution set out at Item No. 6 for approval of the Members as an Ordinary Resolution.

#### **ITEM NO. 7**

Mr. Ajit S. Shriram was re-designated as Joint Managing Director in 2014. The existing tenure of Mr. Ajit S. Shriram as effective from May 2, 2021, approved by the Members in the 31<sup>st</sup> Annual General Meeting held on July 21, 2020 is expiring on May 1, 2026.

Mr. Ajit S. Shriram graduated in Commerce in from Osmania University, Hyderabad. He did his MBA from the International Institute for Management Development (IMD), Lausanne, Switzerland. He has also done the Owner/President Management Program (OPM) from Harvard Business School, USA. He has 34 years of rich experience and his expertise includes areas of General Management, Strategy, Finance, Digital Transformation and operations of Agri Businesses, Sugar and Chloro Vinyl Business. Mr. Ajit S. Shriram discharges such duties and functions, as may be assigned to him by the Chairman and Senior Managing Director of the Company and/or the Board from time to time.

The all-round contribution of Mr. Ajit S. Shriram to the Company in all these years has been outstanding. During his working, he has displayed true leadership in providing the much-needed strategic planning and broader financial focus to the Company.

In view of the exemplary contribution made by Mr. Ajit S. Shriram in the business strategy and managing the affairs of the Company, it is proposed to re-appoint him as Joint Managing Director, liable to retire by rotation, for a further period of 5 years with effect from May 2, 2026. The Board of Directors at its meeting held on May 5, 2025, based on recommendation of the Nomination, Remuneration and Compensation Committee, has recommended his re-appointment as Joint Managing Director for a further period of five years w.e.f. May 2, 2026, on the terms & conditions including remuneration, as set out at item no. 7 of the Notice. The Board also noted that the Board Audit Committee, in its meeting held on May 5, 2025, had approved the proposed re-appointment as a related party transaction.

Mr. Ajit S. Shriram is not disqualified from being appointed as a Director in terms of Section 164 of the Act or by SEBI or any other authority. Other necessary details of Mr. Ajit S. Shriram, as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meetings, are mentioned in the Notes to this Notice.

Except Mr. Ajit S. Shriram, Mr. Ajay S. Shriram and Mr. Vikram S. Shriram and their relatives, no other Director/Key Managerial Personnel of the Company/their relatives is, in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends passing of the resolution set out at Item No.7 of the Notice as a Special Resolution.

#### **ITEM NO. 8**

Justice (Retd.) Vikramajit Sen (DIN: 00866743) was appointed as a Non-Executive Independent Director of the Company in terms of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), for a period of five (5) years w.e.f. August 9, 2021 by the Members of the Company in their Annual General Meeting held on July 20, 2021. His existing tenure as an Independent Director shall expire on August 8, 2026, whereas he will attain the age of 75 years on December 31, 2025.

In terms of Regulation 17(1A) of Listing Regulations, consent of the members by way of special resolution is required for continuation of Directorship of a Non-Executive Director, beyond the age of 75 Years.

The Nomination Remuneration and Compensation Committee and Board of Directors of the Company, considering his seniority, contribution in growth of the Company and his rich and varied experience, have recommended for continuation of directorship of Justice (Retd.) Vikramajit Sen on attaining the age of 75 years upto the end of his current tenure on existing terms & conditions. Other necessary details of Justice (Retd.) Vikramajit Sen, as required under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings, are mentioned in the Notes to this Notice.

Except Justice (Retd.) Vikramajit Sen and his relatives, no other Director/Key Managerial Personnel of the Company/their relatives is, in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends passing of the resolution set out at Item No.8 of the Notice as a Special Resolution.

By Order of the Board  
For DCM Shriram Limited

Deepak Gupta  
Company Secretary  
Membership No.: F4615

Place: New Delhi

Date: May 5, 2025





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