July 25, 2025

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir/ Madam,

Sub: Notice of 65th Annual General Meeting and Annual Report for Financial Year 2024-25
Ref: Dai-ichi Karkaria Limited (Scrip code – 526821)

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice of 65th Annual General Meeting (AGM), which is to be held on **Wednesday, August 20, 2025, at 11:30 a.m. (IST) through Video Conferencing / Other Audio Visual Means ("VC/ OAVM") facility** and Annual Report for Financial Year 2024-25.

In compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, the aforesaid documents are being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depository Participant(s) and the physical copies of the same will be provided to the members on request.

Further, in terms of Regulation 36(1)(b) of the SEBI Listing Regulations, amended with effect from 13th December, 2024, for those shareholders who have not registered their email address with the RTA of the Company / Depository Participant(s), a letter providing a weblink and the exact path where complete details of the Annual Report for FY 2024-25 and Notice of the 65th AGM can be accessed is being sent.

The Notice of 65th AGM along with the Annual Report for the financial year 2024-25 is also available on the website of the Company at https://www.dai-ichiindia.com/wp-content/uploads/2025/07/Annual-Report-2024-2025.pdf

This is for your information and records.

Thanking you,

For **Dai-ichi Karkaria Limited**

ANKIT PARIMAL SHAH
Digitally signed by ANKIT PARIMAL SHAH
Date: 2025.07.25 12:49:02 +05'30'

Ankit Shah
Company Secretary and Compliance Officer

Encl: As above

DAI-ICHI

Specialty Chemicals

65th ANNUAL REPORT

2024-2025

BOARD OF DIRECTORS:

Mrs. Shernaz Vakil	Chairperson & Whole-time Director
Ms. Meher Vakil Taff	Managing Director
Mr. Adi Jehangir	Non-Executive Director
Mr. Ashok Hiremath	Independent Director
Mr. Behram Sorabji	Independent Director
Mr. Cyrus Bagwadia (upto 23.1.2025)	Independent Director
Mr. Srinivasan Vishwanathan (w.e.f. 23.1.2025)	Independent Director

Chief Financial Officer:
Mr. Farokh Gandhi

Company Secretary & Compliance Officer:
Mr. Ankit Shah

Bankers:
Axis Bank Limited

Statutory Auditors:
B S R & Co. LLP, Mumbai

Solicitors:
Bharucha & Partners

Registered Office:
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai - 400 020.
Tel: 022-69117130
E-mail: investor@dai-ichiindia.com
Website: www.dai-ichiindia.com

Works:
1. D-2/20, GIDC - II, Dahej, Vagra,
   District Bharuch, Gujarat - 392 130.
2. Kurkumbh Industrial Area, Plot No. D-13,
   Village Kurkumbh, Tal. Daund, Dist. Pune 413 105.

Registrars and Transfer Agents:
MUFG Intime India Private Limited
(formerly known as Link Intime India Private Limited)
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083.
Tel: 022 – 49186000
Fax: 022 - 4918 6060
E-mail: rnt.helpdesk@in.mpms.mufg.com
Website: https://in.mpms.mufg.com/

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65th Annual General Meeting

Date & Time:
Wednesday, August 20, 2025 at 11:30 a.m. (IST) through Video Conferencing/ Other Audio Visual Means ("VC/OAVM")

From the Managing Director's Desk

Dear Shareholders,

It gives me great pleasure to present the performance summary for the Financial Year 2024–25. This has been a year of purposeful execution and operational progress for our company. We remained focused on reliability, quality, and innovation, delivering improved financial performance and deeper engagement with customers across our key segments.

As the external environment continued to evolve, our teams responded with discipline and agility. We focused on what we could influence: manufacturing consistency, product development, and delivery assurance. The results reflect that focus. We built on our operational strengths, enhanced manufacturing flexibility, and deepened our technical alignment with customer performance and compliance needs.

Performance Overview

We closed FY 2024–25 with a consolidated revenue from operations of ₹181.4 crore, representing 38 percent growth over the previous year. This growth was broad-based and reflected not only improved pricing and customer volume but also our ability to scale new product lines and execute reliably at site level.

Profit before Depreciation/ Amortization, Interest and Tax rose to ₹18.92 crore, compared to ₹12.56 crore in the previous year. This improvement was driven by a sharper product mix, better throughput, and cost efficiency measures across manufacturing and procurement. Q4 performance was particularly notable, with a sales revenue of ₹70 crore, the highest in a single quarter. We benefited from strong offtake across multiple application areas, including successful fulfilment of large downstream orders.

These outcomes were achieved without any significant increase in fixed costs and within the planned operating framework. Material cost movements were offset by commercial levers and plant-level efficiency gains. Gross margin for the year held steady at 36 percent, and profit before tax improved significantly to ₹6.9 crore, from a marginal profit in the previous year.

Operational Progress

FY 2024–25 marked a step change in manufacturing performance. We achieved record production stability supported by improved batch planning, cycle time reduction, and consistency in output across multiple product families.

We reduced lab turnaround times by up to 50 percent on high-volume products, allowing for faster release and better responsiveness. Both Dahej and Kurkumbh sites delivered stable operations with a strong focus on quality assurance, safety systems, and production planning.

To meet growing demand across key applications, we are expanding our ethoxylation capacity. This project is under way and, once commissioned, will significantly increase our ability to serve customers more flexibly across a broader portfolio of performance chemicals. The new capacity is expected to be operational in 2026.

Product Innovation and Customer Engagement

We commercialised over a dozen new products during the year, many of them co-developed with strategic customers. These included new surfactant packages, wax modifiers, flow improvers, dispersants, and eco-friendly emulsifiers designed for regulatory compliance and enhanced performance.

- In the Oilfield segment, we supplied tailor-made PPDs for crude blends and began exports of viscosity improvers to customers overseas.
- In Agrochemicals, we launched new SC formulations and began third-party manufacturing of dispersants for WP and WDGs, expanding our downstream engagement.
- In Home and Personal Care, we introduced biodegradable surfactants and EO-free emulsifiers for natural extract formulations, expanding our active customer base.
- In Paints and Coatings, we regained a key account with the successful introduction of an eco-friendly dispersant and commercialised two additional pigment stabilisers for green formulations.
- In Textiles, we developed a new antistatic additive for polyester staple fibres and began new customer engagements in Q4.

Each of these developments was validated through technical trials and supported by reliable production scale-up. Most were transitioned from lab to commercial delivery within a 90-day window, reflecting the strength of our development and execution teams.

Financial Health and Governance

Our financial position remains stable and prudent. We ended the year with a debt-equity ratio of 0.07 and a current ratio of 1.69, reflecting a strong liquidity buffer and a conservative working capital profile. Inventory turnover improved, with closing inventories aligned to current production schedules. Trade receivables remained healthy and tightly monitored.

All capital projects and maintenance activities progressed as scheduled and within planned budgets. Our audit results were clean and on time, and we remain fully compliant with all regulatory reporting norms applicable to a listed entity.

Sustainability and Safety

Sustainability remained central to our operations. We saw a marked reduction in power and water consumption per metric tonne of output from last year. These improvements were the result of targeted utility upgrades, better production planning, and ongoing monitoring of resource intensity.

We view sustainability not as a separate initiative but as an integral part of how we operate. Our actions reflect a balance between efficiency, responsibility, and transparency. This ensures that our growth is aligned with environmental stewardship and operational discipline.

We continued to strengthen our safety systems and culture during the year. There were no lost-time incidents or medical treatment injuries recorded, and near-miss reporting increased significantly. This rise in reporting is a positive indicator of greater awareness, engagement, and vigilance across our sites. All reported incidents were thoroughly investigated and closed with corrective and preventive actions.

Our safety approach remains preventive and people-driven, supported by structured risk assessments, frequent audits, and leadership visibility at the shopfloor level. We are committed to building a workplace where safety is understood as a shared responsibility and embedded in daily operations.

As we look ahead, we remain committed to building a company that delivers value consistently and responsibly. We will continue to prioritise quality, reliability, innovation, and compliance, focusing on the fundamentals that support long-term growth.

On behalf of the leadership team and the Board, I would like to thank our customers, employees, partners, and shareholders for their continued support. FY 2024–25 was a year of progress and stability, and we look forward to building on this foundation in the year to come.

Regards,

Meher Taff
Managing Director

NOTICE

NOTICE is hereby given that the Sixty-Fifth Annual General Meeting of DAI-ICHI KARKARIA LIMITED (CIN: L24100MH1960PLC011681) will be held on **Wednesday, August 20, 2025, at 11:30 a.m.** (IST) through Video Conferencing / Other Audio Visual Means ("VC/ OAVM") facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, and the Reports of 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 a dividend of ₹3.50 (35%) per equity share of face value of ₹10/- each for the Financial Year ended March 31, 2025.

3. To appoint a Director in place of Mr. Adi Jehangir (DIN: 00001752), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. To re-appoint Mr. Ashok Hiremath (DIN: 00349345) as Non-Executive Independent Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulations 16(1)(b), 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations 2015 ("Listing Regulations"), as amended from time to time, the Articles of Association of the Company, and pursuant to the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Ashok Hiremath (DIN: 00349345), who was appointed as Non-Executive Independent Director for a period of 5 years effective from September 9, 2020, and who is eligible for re-appointment and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, approval of the Shareholders be and is hereby accorded for re-appointment of Mr. Ashok Hiremath as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years effective from September 8, 2025 to September 7, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds, matters and things they may consider necessary, expedient or desirable in order to give effect to this resolution."

5. To appoint M/s. Vinod Kothari & Company, Practicing Company Secretaries, as Secretarial Auditor of the Company and to fix their remuneration and in this regard to consider, and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013, and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s. Vinod Kothari & Company, Practicing Company Secretaries (Unique Code: P1996WB042300), be and are hereby appointed as the Secretarial Auditors of the Company, for a term of 5 (five) consecutive financial years commencing from April 1, 2025 till March 31, 2030, at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company, be and are hereby authorised to do all such acts, deeds, matters and things they may consider necessary, expedient or desirable in order to give effect to this resolution."

6. To ratify remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration No. 100227) appointed as Cost Auditor of the Company for the Financial Year ending March 31, 2026, and in this regard 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 all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration No. 100227), appointed by the Board of Directors based on recommendation of Audit Committee, to conduct the audit of the cost records of the Company amounting to ₹ 1,50,000 (Rupees One Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of actual out of pocket expenses incurred in connection with the Cost Audit of the Company for the financial year ending March 31, 2026, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorised to do all such acts, deeds, matters and things they may consider necessary, expedient or desirable in order to give effect to this resolution."

7. To approve Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited (CXDI) and in this regard to consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations 2015 ("Listing Regulations"), as amended till date, the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions, if any, (including statutory modification(s) or re-enactments thereof for the time being in force) and the Company's policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee of the Board), for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), for Sale of Goods to ChampionX Dai-ichi India Private Limited ("CXDI") a related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations on such terms and conditions as mentioned in the explanatory statement and as the Board may deem fit up to a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores only) from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months and shall be executed at arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects."

8. To approve Material Related Party Transactions for Purchase of Goods from Indian Oxides and Chemicals Private Limited (IOCL) and in this regard to consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations 2015 ("Listing Regulations"), as amended till date, the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions, if any, (including statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Company's policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee of the Board), for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), for Purchase of Goods from Indian Oxides and Chemicals Private Limited (IOCL), a related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations on such terms and conditions as mentioned in the explanatory statement and as the Board may deem fit up to a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores only), from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months and shall be executed at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient, to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects."

9. To adopt a new set of Memorandum of Association (MOA) as per Companies Act, 2013, and in this regard to consider and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) thereto or re-enactment(s) thereof) for the time being in force, and the relevant provisions of the Memorandum of Association (MOA) of the Company, subject to the terms, conditions, amendments or modifications as may be required or suggested by statutory authorities, the consent of the Members be and is hereby accorded to the adoption of the new set of MOA of the Company as per Companies Act, 2013, in substitution and to the entire exclusion of the existing MOA of the Company.

RESOLVED FURTHER THAT upon the approval of the shareholders for the adoption of the new Memorandum of Association (MOA) and the consequent supersession of the existing MOA, the new set of MOA shall be issued as and when required, and no copy of the erstwhile MOA shall be issued thereafter.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient, to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects."

10. To adopt a new set of Articles of Association (AOA) as per Companies Act, 2013, and in this regard to consider and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) thereto or re-enactment(s) thereof) for the time being in force, and the relevant provisions of the Articles of Association (AOA) of the Company, the consent of the Members be and is hereby accorded to the adoption of the new set of Articles of Association of the Company as per Companies Act, 2013, in substitution, and to the entire exclusion, of the existing AOA of the Company.

RESOLVED FURTHER THAT upon the approval of the shareholders for the adoption of the new Articles of Association (AOA) and the consequent supersession of the existing AOA, the new set of AOA shall be issued as and when required, and no copy of the erstwhile AOA shall be issued thereafter.

RESOLVED FURTHER THAT the Board of Directors and/or Key Managerial Personnel of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient, to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects."

Registered Office:
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai – 400 020.

Place: Mumbai
Date: May 16, 2025

By Order of the Board
For Dai-ichi Karkaria Limited

Ankit Shah
Company Secretary & Compliance Officer

NOTES:

1. In compliance with the Circular Nos.14/2020, 17/2020 and 09/2024 dated April 8, 2020, April 13, 2020, and September 19, 2024 respectively, and all other relevant circulars, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the relevant provisions of the Companies Act, 2013 ("The Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 65th Annual General Meeting ("AGM") of the Company is being conducted on August 20, 2025 at 11:30 a.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) Facility, which does not require physical presence of members at a common venue. The deemed venue for the 65th AGM shall be the Registered Office of the Company.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Corporate Members can attend the AGM through VC/OAVM and cast their votes through e-voting.

4. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed to this Notice.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

6. Central Depository Services (India) Limited ("CDSL") will be providing facility for voting through remote e-voting, participation in the 65th AGM through VC/OAVM Facility and e-voting during the 65th AGM.

7. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the below instructions. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This will not include Large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Scrutinizer, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

8. In line with the said MCA and SEBI Circulars, the Notice of the 65th AGM along with the Annual Report for Financial Year 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s)/ Registrars and Transfer Agents (RTA). The Notice convening the 65th AGM has been uploaded on the website of the Company at www.dai-ichiindia.com under 'Investors' section and may also be accessed on the website of BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.

9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of the Listing Regulations in respect of business to be transacted with respect to the item of Special Business is annexed hereto.

10. The name of the Registrars and Transfer Agents (RTA) changed from "Link Intime India Private Limited" to "MUFG Intime India Private Limited" with effect from December 31, 2024 upon acquisition of Link group by Mitsubishi UFJ Trust & Banking Corporation.

11. As per Regulation 40(1) of the Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form.

12. Members may please note that SEBI vide its Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 has mandated the listed companies to issue securities in demat form only while processing service requests viz. 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, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, which is hosted on the website of the Company's RTA at https://web.in.mpms.mufg.com/client-downloads.html. After processing the service request, a letter of confirmation will be issued to the Shareholder that shall be valid for a period of 120 days, within which the Shareholder shall make a request to the Depository Participant for dematerializing those shares. If the Shareholder fails to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat Account held by the Company which can be claimed by the Shareholders on submission of necessary documentation.

13. Members whose shareholding is in physical mode are requested to notify any change pertaining to their postal address, e-mail address, telephone/mobile numbers, bank mandate details, etc, to the Company/RTA in prescribed Form ISR-1 and other applicable forms. Members whose shareholding is in electronic mode are requested to direct change of the aforesaid details to their respective Depository Participants. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to MUFG Intime India Private Limited.

14. The Company has sent individual letters to all physical holders whose folios are not KYC compliant, requesting them to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, MUFG Intime India Private Limited.

15. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members may register their nomination by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members are requested to submit the said form to their Depository Participant in case the shares are held in electronic form and to the Registrar at rnt.helpdesk@in.mpms.mufg.com in case the shares are held in physical form, quoting their folio number.

16. (i) In pursuance to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company has fixed Wednesday, August 13, 2025, as the Record Date for determining the entitlement of members to the dividend for the financial year ended March 31, 2025. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, August 14, 2025 to Wednesday, August 20, 2025 (both days inclusive) for the purpose of 65th Annual General Meeting and Dividend. The dividend recommended by the Board of Directors, if declared at 65th AGM, will be payable on or after August 25, 2025, to those Members whose names are registered as such in the Register of Members of the Company/ Beneficiary list provided by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on August 13, 2025, subject to deduction of tax at source where applicable.

    (ii) Payment of dividend through electronic means:

    a) Pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/81 dated June 10, 2024, SEBI has mandated all listed companies to maintain a record of PAN, Nomination, Contact details, Bank A/c details and Specimen signature of its Shareholders holding physical securities. Further, with effect from April 1, 2024, Shareholders holding physical securities shall be eligible for dividend payment only in electronic mode.

    Shareholders holding shares in physical form are requested to update their PAN, nomination details, contact details, mobile number, bank account details and specimen signature (collectively called as "details") with the Company/ RTA so as to enable the Company to process the dividend payments through electronic medium. Please note, as per the SEBI mandate, the Company shall not process dividend through warrants or demand drafts or banker's cheque to the Shareholders holding shares in physical mode, whose details are not updated with the Company/RTA against their folio(s). The forms for updation of PAN, KYC, bank details and nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 are available on RTA's website at https://web.in.mpms.mufg.com/client-downloads.html

    In view of the above, we request the Shareholders holding shares in physical form to submit the required forms along with the supporting documents at the earliest to the RTA. The Company has sent letters to the Members holding shares in physical form in relation to the applicable SEBI Circular(s).

    b) Shareholders holding shares in dematerialised form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company/ RTA cannot act on any request received directly from the Shareholders holding shares in dematerialised form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant(s) of the Shareholders.

    (iii) Pursuant to Finance Act 2020, Dividend income will be taxable in the hands of Shareholders, and the Company is required to deduct tax at source from Dividend paid to Shareholders at the prescribed rates. For the prescribed rates for various categories, Shareholders are requested to refer to the Finance Act applicable to current financial year. The Shareholders are requested to update their Permanent Account Number (PAN) with the Company / MUFG intime India Private Limited, Registrar and Transfer Agent (in case of shares held in physical mode) and Depositories (in case of shares held in demat mode).

A separate e-mail is being sent at the registered e-mail id of the Members describing about the detailed process to submit/upload the documents/declarations along with the formats in respect of deduction of tax at source on the dividend payout. Sufficient time will be provided for submitting the documents/declarations by the Members who are desiring to claim beneficial tax treatment. The intimation will also be uploaded on the website of the Company https://www.dai-ichiindia.com/investor/.

(iv) A Resident Individual Shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by updating the details on the following link provided by the Company's RTA namely https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html latest by August 12, 2025. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

(v) Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending it on the link provided by the Company's RTA namely https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html latest by August 12, 2025.

17. Pursuant to the provisions of Section 124 and 125 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government. Also, pursuant to the provisions of IEPF Rules, all the corresponding shares (including shares lying in Unclaimed Suspense Account) in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ("IEPF Account") within a period of thirty days of such shares becoming due to be transferred to the IEPF Account.

    The Company has sent reminders having unpaid/ unclaimed dividends, to claim the same, before transfer of such dividend(s) to IEPF. Details of the unpaid/ unclaimed dividend are also uploaded on the website of the Company at https://www.dai-ichiindia.com/investor/. Accordingly, Members who have not enchased Dividend for the financial year ended March 31, 2018 or any subsequent dividend declared by the Company, are advised to write to the Company's RTA immediately.

18. Details of Members whose shares are transferred to IEPF Suspense Account till date are uploaded on Company's website at https://www.dai-ichiindia.com/investor/. No claim shall lie against the Company in respect of the unclaimed dividend amount and Equity Shares transferred to the IEPF and IEPF Suspense Account, respectively, pursuant to the IEPF Rules. Shareholders can, however, claim both unclaimed dividend amount and Equity shares from the IEPF Authority by making an online application in web Form IEPF-5, the details of which are available on www.iepf.gov.in.

19. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD1/P/ CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, post exhausting the option of directly resolving their grievances with the RTA/ Company and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website.

20. With reference to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 dated June 8, 2023, titled Online processing of investor service requests and complaints, Company's RTA MUFG Intime India Private Limited has launched investor self-service portal named Swayam.

    'SWAYAM' is a secure, user-friendly web-based application, developed by "MUFG Intime India Private Limited.", Company's Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.

    This application can be accessed at https://swayam.in.mpms.mufg.com/

    - Effective Resolution of Service Request - Generate and Track Service Requests/Complaints through SWAYAM.
    - Features - A user-friendly GUI.
    - Track Corporate Actions like Dividend/Interest/Bonus/split.

- PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
- Statements - View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login - Enhances security for investors.

21. Electronic copy of all the documents referred to in the accompanying Notice of the 65th AGM and the Explanatory Statement shall be available for inspection in the Investor Section of the website of the Company at https://www.dai-ichiindia.com/investor/.

22. In compliance with the provisions of Section 108 of the Companies Act, 2013, (the Act), Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members remote e-voting facility in respect of the business to be transacted at the 65th AGM, facility for Members participating in the 65th AGM and to cast vote through e-voting system during the 65th AGM.

A. THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

(i) The e-voting period begins on Sunday, August 17, 2025, at 9:00 a.m. (IST) and shall end on Tuesday, August 19, 2025, at 5:00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, August 13, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the AGM.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-Voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & 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. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL**	**A. NSDL IDeAS Facility** **If you are already registered for NSDL IDeAS facility:** 1) Please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. 2) A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. 3) Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. 4) Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. **If the user is not registered for IDeAS e-Services, follow the below steps:** 1) Option to register is available at https://eservices.nsdl.com. 2) Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Please follow steps as given in Point 1-4 above. **B. E-voting website of NSDL** 1) Visit the e-voting website of NSDL. 2) Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 3) Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. 4) A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. 5) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. 2. After successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. 3. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider's website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

(iv) **Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first time user follow the steps given below:

	For non-individual shareholders holding shares in Demat Form and shareholders holding shares in physical Form.
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (3).

7) After entering these details appropriately, click on "SUBMIT" tab.
8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10) Click on the EVSN for the relevant Company **DAI-ICHI KARKARIA LIMITED** on which you choose to vote.
11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
13) After selecting the resolutions you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

18) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investor@dai-ichiindia.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

B. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES/ COMPANY FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. **For Physical shareholders** - Shareholders holding shares in physical mode and who have not registered/ updated their e-mail address are requested to register/ update the same by sending duly filled Form ISR-1 to MUFG Intime India Private Limited, Company's RTA at rnt.helpdesk@in.mpms.mufg.com along with copies of the requisite documents in support of address of the shareholders.

   Shareholders may download the prescribed forms at the website of the Company under Investors Section at https://www.dai-ichiindia.com/investor/ or through RTA's website at https://web.in.mpms.mufg.com/KYC-downloads.html.

2. **For Demat shareholders** - Shareholders are requested to register/update their email id & mobile number with the respective Depository Participants (DP) and updation of email id & mobile number are mandatory for Individual Demat shareholders for e-voting & joining virtual meetings through Depository.

C. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** i.e. on or before August 13, 2025 mentioning their name, demat account number/folio number, email id, mobile number at investor@dai-ichiindia.com. The Shareholders desiring any information are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid, as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-voting from the CDSL e-voting system, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 21 09911.

Those persons, who have acquired shares and have become Members of the Company after the despatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e. Wednesday, August 13, 2025 can view the Notice of the 65th AGM on the Company's website or on the website of CDSL. Such Members shall exercise their voting rights through remote e-voting by following the procedures as mentioned above or by voting at the AGM.

Ms. Vinita Nair (Membership No. F10559 and COP No. 11902), Joint Managing Partner, or in her absence any other Partner of M/s. Vinod Kothari & Company, Practising Company Secretaries, has been appointed as a Scrutinizer to scrutinize the remote e-voting process and process of e-voting during the 65th AGM in a fair and transparent manner. Remote e-voting is optional to the shareholders; the shareholders can alternatively undertake the process of e-voting during the AGM. The Shareholders attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The Shareholders who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM. A Member can opt for only one mode of voting i.e. either through remote e-voting or e-voting during the AGM. If a Member casts his / her vote by both modes, then voting done through remote e-voting shall prevail and the e-voting done during the AGM shall be treated as invalid. The Voting Results along with the Consolidated Scrutinizer's report shall be placed on the Company's website www.dai-ichiindia.com and on the website of CDSL within two days from the conclusion of the AGM of the Company and communicated to BSE Limited.

23. In terms of Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and pursuant to Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) and Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 datd November 11, 2024, details of Director seeking appointment/ re-appointment at the 65th Annual General Meeting are as under:

Name of the Director	Mr. Adi Jehangir (DIN: 00001752)	Mr. Ashok Hiremath (DIN: 00349345)
Age	68 years	69 years
Brief resume, Qualification and Expertise	Ms. Adi Jehangir is a Commerce Graduate and has more than 30 years of experience in Investment Business.	Mr. Ashok Hiremath, has a master's degree in engineering from University of Oxford and a Post Graduate Diploma in Chemical Engineering from University College, University of London. He has more than 40 years of experience in the Chemical Industry. He founded Astec LifeSciences Limited in 1994. He was awarded the Dombivli Giants Award for Industry in 2008 and the Udyog Rattan Award by the Institute of Economic Studies in 2010 and several other awards for his excellence in chemical Industry.
Terms and conditions of appointment/ re-appointment	Re-appointed as Non-Executive Director, liable to retire by rotation.	As per the resolution at Item No. 4 of Notice of AGM dated May 16, 2025, read with explanatory statement thereto.
Last drawn remuneration (F.Y. 2024-25)	Nil (Except sitting fees of ₹ 2,00,000/- paid during F.Y. 2024-25)	Nil (Except sitting fees of ₹ 3,10,000/- paid during the F.Y. 2024-25)

Date of first appointment on the Board	19.2.1986	9.9.2020
Number of share held	100 equity shares	Nil
Relationship with Directors inter-se	Not related to any Directors/ KMP of the Company.	Not related to any Directors/ KMP of the Company.
Number of Board Meetings attended during FY 2024-25	4 (four) Board meetings were held and attended during F.Y. 2024-25	4 (four) Board meetings were held and attended during F.Y. 2024-25
List of Directorships held in other companies/ LLP	i. Cowhill Enterprises LLP ii. Amerado Enterprises LLP iii. Goodearth Enterprises LLP iv. Cowasji Jehangir Enterprises LLP v. Wild Flower Enterprises LLP vi. Jehangir Brand Management Private Limited vii. Broadview Research Private Limited	i. Astec Lifesciences Limited ii. Behram Chemicals Private Limited iii. Sahbhagi Financial Advisory Private Limited iv. Altimax Financial Services Private Limited v. Astec Crop Care Private Limited vi. Fairdeal Wealth Advisory Private Limited vii. Cabernet Trading and Advisory LLP viii. Hiremath Family Foundation
Chairman/ Member of the Committees of Boards of other companies	Nil	**Astec Lifesciences Limited:** i. Chairman- Risk Management Committee ii. Chairman- CSR Committee iii. Member- Audit Committee iv. Member - Managing Committee

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 REGARDING SPECIAL BUSINESS:

Item no. 4

Mr. Ashok Hiremath (DIN: 00349345) was appointed as Independent Director of the Company for a term of 5 years commencing from September 9, 2020, pursuant to the provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI Listing Regulations.

The Board of Directors ("Board"), upon the recommendation of the Nomination & Remuneration Committee ("NRC") and considering the expertise, experience and contribution made by Mr. Ashok Hiremath during his first term and based on his positive performance evaluation, approved his re-appointment as Non-Executive Independent Director for a second term of 5 (five) consecutive years for a term effective from September 8, 2025 to September 7, 2030, subject to the approval of the Members of the Company.

The Nomination and Remuneration Committee had previously finalized the desired attributes for the Independent Director(s) such as experience, expertise and independence, etc. Basis those attributes, the NRC recommended re-appointment of Mr. Ashok Hiremath as Non-Executive Independent Director of the Company, for a second term of 5 (five) consecutive years effective from September 8, 2025 to September 7, 2030, not liable to retire by rotation.

In the opinion of the Board, Mr. Ashok Hiremath fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management. The Board was satisfied that the appointment is justified and would be in the interest of the Company due to his following skills and expertise:

- Mr. Ashok Hiremath has a master's degree in engineering from University of Oxford and a Post Graduate Diploma in Chemical Engineering from University College, University of London.
- He has more than 40 years of experience in the Chemical Industry.
- He founded Astec LifeSciences Limited in 1994.
- He was awarded the Dombivli Giants Award for Industry in 2008 and the Udyog Rattan Award by the Institute of Economic Studies in 2010 and several other awards for his excellence in chemical Industry.

Mr. Ashok Hiremath fulfils the requirements of an independent director as laid down under Section 149(6) of the Act, and Regulation 16(1)(b) of the SEBI Listing Regulations. The Company has received notice in writing pursuant to Section 160 of the Act, from a member proposing the re-appointment of Mr. Ashok Hiremath for the office of independent director under the provisions of Section 149 of the Act.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, re-appointment of Mr. Ashok Hiremath (DIN: 00349345) as an Independent Director is being placed before the Members in the 65th Annual General Meeting for their approval as a Special resolution. The profile and specific areas of expertise of Mr. Ashok Hiremath are provided as annexure to this Notice.

None of the Directors and Key Managerial Personnel except Mr. Ashok Hiremath and his relatives, to whom the resolution relates, are concerned or interested in the Resolution as set out in Item no. 4 of the Notice. The Board recommends the Special resolution set forth in Item No. 4 for the approval of the Members

Item No 5

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the Listing Regulations, every listed company is required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s Vinod Kothari & Company, a firm of Practising Company Secretaries, as Secretarial Auditors of the Company for the financial year 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated December 12, 2024, amended the Listing Regulations. The amended regulations require companies to obtain shareholders' approval in the Annual General Meeting for appointment of Secretarial Auditors for a period of five consecutive years, on basis of recommendation of the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, has recommended the appointment of M/s Vinod Kothari & Company, a firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from April 1, 2025 till March 31, 2030.

Vinod Kothari & Company ('Firm') has been engaged in practice as company secretaries in the field of corporate laws for over 36 years. The Firm is renowned for its commitment to quality and precision, has been Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices. The Firm was awarded twice with Best Secretarial Audit Report and once with best PCS award conferred by the ICSI. The Firm operates from all major cities i.e. Kolkata, Mumbai, New Delhi and Bengaluru. Vinod Kothari & Company has a team of 35+ members including 7 partners and focused on providing comprehensive professional services in corporate law, SEBI regulations, FEMA compliance, laws applicable to the BFSI sector and allied fields, delivering strategic solutions to ensure regulatory adherence and operational efficiency. The firm provides its services to various prominent companies, and their expertise has earned the trust of industry leaders across sectors like BFSI, IT, manufacturing, pharmaceuticals, etc.

Furthermore, in terms of the amended regulations, M/s. Vinod Kothari & Company has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. They have also confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest.

The proposed remuneration in connection with the secretarial audit shall be ₹ 2,75,000 (Rupees Two lakhs Seventy-five thousand only) plus applicable taxes and other out-of-pocket expenses for F.Y. 2025-26, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and Secretarial Auditors. Besides the audit services, the Company would also obtain certifications from the Secretarial Auditors under various statutory regulations from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

The Board of Directors, in consultation with the Audit Committee, may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution. The Board recommends the Ordinary Resolution set out at item number 5 of the notice for approval by the members.

Item No 6

The Board, on recommendation of the Audit Committee, has approved the appointment of M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2026, at a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand Only) (plus applicable taxes and reimbursement of actual out of pocket expenses).

In accordance with the provisions of Sections 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration is required to be ratified by the Shareholders of the Company.

Accordingly, the consent of the shareholders is sought for passing an Ordinary Resolution as set out at Item no. 6 for ratification of the remuneration payable to M/s. Diwanji & Associates, Cost Auditor for the Financial Year ending March 31, 2026.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the Resolution set out at Item No. 6 of the Notice. The Board recommends the Ordinary Resolution set out at item no. 6 of the Notice for approval by the Members.

Item No 7

Pursuant to the provisions of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, ("SEBI Listing Regulations") all Material related party transactions and subsequent material modifications shall require prior approval of Shareholders. Further, explanation provided to Regulation 23(1) of SEBI Listing Regulations, states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the financial year, exceeds ₹ 1000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower. According to this definition, the relevant turnover was ₹ 181.38 Crores for the financial year 2024-25 and 10% of which is equal to ₹ 18.13 Crores.

Dai-ichi Karkaria Limited has a Joint venture with CTI Chemicals Asia Pacific Pte. Ltd., in ChampionX Dai-ichi India Private Limited (CXDI) in the ratio of 50:50 and both the Joint Venture partners supply key raw materials to CXDI. The Company expects to enter into transactions for Sale of Goods to CXDI up to a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores Only) from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months. The transactions proposed to be carried out will be on an arm's length basis, in the ordinary course of business and in the best interest of the Company. Hence, it is proposed to secure Members approval for the following related party transactions to be entered into by the Company.

Accordingly, on recommendation of the Audit Committee, the Board of Directors at their meeting held on May 16, 2025, have approved the above-mentioned related party transactions to be entered into with CXDI subject to the approval of Members. Members' approval is sought by way of Ordinary Resolution under Regulation 23 of SEBI Listing Regulations, to enable the Company to enter into the transactions for Sale of Goods to CXDI in one or more tranches from the conclusion of the forthcoming 65th AGM upto the date of the next 66th AGM for a period not exceeding fifteen months. However, transactions for Purchase of Goods from CXDI will be within the aforesaid limits of 10%, accordingly transactions from Purchase of Goods from CXDI will not be considered material.

Pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, the particulars of the transactions proposed to be entered with CXDI are as follows:

Name of the Related Party	ChampionX Dai-ichi India Private Limited
Name of the Director/KMP who is related	Mrs. Shernaz Vakil, Chairperson and Whole-time Director, is the Director of CXDI.
Nature of Relationship	Associate/Joint Venture Company as per Section 2(76)(viii) of the Companies Act 2013 and Regulation 2(1)(b) of the Listing Regulations
Estimated Amount	₹ 50 Crores (Rupees Fifty Crores only), from the conclusion of forthcoming 65th AGM upto the date of the conclusion of 66th AGM for a period not exceeding fifteen months.
Nature/Material terms/ Particulars of transactions	The transaction involves Sale of goods to CXDI in the normal course of business
Nature of concern or interest of the related party (financial/otherwise)	The Related Party would be the buyer of the goods sold by the Company.
Percentage of value of transaction/the Company's annual consolidated turnover for immediately preceding financial year (Based on consolidated turnover for FY 2024-2025)	27.56%
Justification as to why the proposed transaction is in the interest of the Company	The transactions proposed to be carried out will be on an arm's length basis and in the ordinary course of business pursuant to Joint Venture Agreement & supply agreement entered with the Related Party. Sale of goods are done at prevalent market price.
Any other information relevant or important for Members to take a decision on the proposed resolution	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 which has been mentioned in the foregoing paragraphs

None of the Directors and Key Managerial Personnel except Mrs. Shernaz Vakil and her relatives, to the extent of her Directorship in both the Companies are concerned or interested, financially or otherwise, in the Resolution as set out in item no. 7. The Board recommends the Ordinary Resolution set out at Item no. 7 of the Notice for approval by the Members.

The Members may note that as per the provisions of the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not) shall not vote on resolution set out at Item No. 7.

Item No 8

Pursuant to the provisions of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, ("SEBI Listing Regulations") all Material related party transactions and subsequent material modifications shall require prior approval of shareholders. Further, explanation provided to Regulation 23(1) of SEBI Listing Regulations, states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the financial year, exceeds ₹ 1000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower. According to this definition, the relevant turnover was ₹ 181.38 Crores for the financial year 2024-25 and 10% of which is equal to ₹ 18.13 Crores.

Indian Oxides and Chemicals Private Limited (IOCL) is a related party of Dai-ichi Karkaria Limited as per Section 2(76)(iv) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations. The Company expects to enter into transactions for Purchase of Goods from IOCL up to a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores Only), from the conclusion of this 65th Annual General Meeting upto the date of the next 66th Annual General Meeting for a period not exceeding fifteen months. The transactions proposed to be carried out will be on an arm's length basis, in the ordinary course of business and in the best interest of the Company. Hence, it is proposed to secure Members approval for the following related party transactions to be entered into by the Company.

Accordingly, on recommendation of the Audit Committee, the Board of Directors at their meeting held on May 16, 2025, have approved the above mentioned related party transactions to be entered into with IOCL, subject to the approval of Members. Members' approval is sought by way of Ordinary Resolution under Regulation 23 of Listing Regulations, to enable the Company to enter into the transactions for Purchase of Goods from IOCL in one or more tranches, from the conclusion of the forthcoming 65th AGM upto the date of the conclusion of 66th AGM for a period not exceeding fifteen months. However, transactions for Sale of Goods to IOCL will be within the aforesaid limits of 10%, accordingly transactions from Sale of Goods to IOCL will not be considered material.

Pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, the particulars of the transactions proposed to be entered with IOCL are as follows:

Name of the Related Party	Indian Oxides and Chemicals Private Limited
Name of the Director/KMP who is related	Mrs. Shernaz Vakil, Chairperson and Whole-time Director, is the Director & Member of IOCL.
Nature of Relationship	Related Party as per Section 2(76)(iv) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations
Estimated Amount	₹ 50 Crores (Rupees Fifty Crores only), from the conclusion of forthcoming 65th AGM upto the date of the conclusion of 66th AGM for a period not exceeding fifteen months.
Nature/Material terms/ Particulars of transactions	The transaction involves Purchase of Raw Materials from IOCL in normal course of business.
Nature of concern or interest of the related party (financial/otherwise)	The Related Party would be the seller of the raw material consumed by the Company for its finished product manufacturing
Percentage of value of transaction/the Company's annual consolidated turnover for immediately preceding financial year (Based on consolidated turnover for FY 2024- 2025)	27.56%
Justification as to why the proposed transaction is in the interest of the Company	The Company sources metal oxides from IOCL for its finished product manufacturing. This helps the Company with sourcing quality raw material at competitive market prices. The purchase of goods from IOCL is in the furtherance of the business activities and being undertaken on arms' length basis and in normal course of business.
Any other information relevant or important for Members to take a decision on the proposed resolution	All important information forms part of the statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013 which has been mentioned in the foregoing paragraphs

None of the Directors and Key Managerial Personnel except Mrs. Shernaz Vakil and her relatives, to the extent of her Directorship in both the Companies are concerned or interested, financially or otherwise in the Resolution as set out in Item no. 8. The Board recommends the Ordinary Resolution set out at Item no.8 of the Notice for approval by the Members.

The Members may note that as per the provisions of the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not) shall not vote on resolution set out at Item No. 8.

Item No 9

The Memorandum of Association (MOA) as presently in force is proposed to be amended. The existing MOA is based on the erstwhile Companies Act, 1956. The alteration of MOA was necessary to bring them in line with the Companies Act, 2013. The clauses of the MOA needed to be re-aligned as per Table A of Schedule I of the Companies Act, 2013. The main objects of the Company provide a detailed description of the Company's business activities along with flexibility to undertake and explore any future business activity. Accordingly, the following key amendments have been made:

1. In Clause II, the reference to 'State of Bombay' has been changed to 'State of Maharashtra'.
2. Clause III of the MOA is divided into 2 parts i.e. main objects and ancillary objects. Further, since there have been significant development or changes in technology, business practices, social and economic environment globally and several new business opportunities have arisen, the main objects of the Company have been aligned with the Company's plans to innovate and explore different lines of business.
3. Clause IV has been replaced with "The Liability of the members is limited, and this liability is limited to the amount unpaid, if any, on the shares held by them"

In terms of Sections 4 and 13 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for proposed amendments in the MOA of the Company. Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No 9 for adoption of new set of MOA of the Company as per Companies Act, 2013.

None of the directors, Key Managerial Personnel of the Company, or their relatives, are interested or concerned, financially or otherwise, in the resolution set out at item no. 9. The Board recommends the Special resolution set forth in Item No. 9 for the approval of the Members.

Item No 10

The Articles of Association (AOA) as presently in force is proposed to be amended. The existing AOA is based on the erstwhile Companies Act, 1956 and the existing AOA contains several references to specific sections of the Companies Act, 1956.

Since the changes required to make the AOA of the Company in tandem and to comply with relevant sections and, or provisions specifically 'Table F' under Schedule I of the Companies Act, 2013 and the rules made thereof were numerous, it is proposed to replace the existing AOA with the new AOA.

Highlights of alteration in AOA are as follows:

(a) The AOA has been restructured and aligned with the provisions of the Companies Act, 2013 and rules thereunder;
(b) References to sections of the Companies Act, 1956 have been substituted with the provisions of the Companies Act, 2013;
(c) Provisions of the Companies Act, 2013, which permit the Company to do certain acts when authorised by AOA, or, which require the Company to do acts in a prescribed manner unless the AOA otherwise provides, have been specifically included;
(d) During this exercise of amendment of existing clauses and insertion of certain new clauses, chronological serial numbers of the clauses of the AOA have also been changed and were required to be renumbered.

In terms of Sections 5 and 14 of the Companies Act, 2013, the consent of the Members by way of Special Resolution is required for proposed amendments to the AOA of the Company. Accordingly, the consent of the members is sought for passing a Special Resolution as set out at Item No 10 for adoption of new set of AOA of the Company as per Companies Act, 2013.

None of the directors, Key Managerial Personnel of the Company, or their relatives are interested or concerned, financially or otherwise, in the resolution set out at item no. 10. The Board recommends the Special resolution set forth in Item No. 10 for the approval of the Members

Further, the copy of such restated MOA and AOA of the Company is available for inspection at the registered office/corporate office of the Company, between 11.00 a.m. to 5.00 p.m. on any working days (except public holidays, Saturday and Sunday) till the conclusion of this Annual General Meeting.

Registered Office:
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai – 400 020.

Place: Mumbai
Date: May 16, 2025

By Order of the Board
For Dai-ichi Karkaria Limited

Ankit Shah
Company Secretary & Compliance Officer

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Sixty-fifth Annual Report together with the audited financials for the year ended March 31, 2025.

FINANCIAL HIGHLIGHTS (STANDALONE):

(₹ in lakhs)

Particulars	**As on March 31, 2025**	As on March 31, 2024
Revenue from operations	**18,138**	13,158
Other Income	**446**	627
Total Income	**18,584**	13,785
Profit before Depreciation/ Amortization, Interest and Tax	**1892**	1,256
Profit after exceptional item and Tax	**618**	1597
Earnings per equity share: Basic and Diluted (₹ 10/- each)	**8.29**	21.44
Book Value of shares (₹)	**222.04**	215.89

DIVIDEND:

The Directors are pleased to recommend a dividend of ₹ 3.50 per equity share of ₹ 10/- each for the year ended March 31, 2025, subject to the approval of Members at the ensuing Annual General Meeting. The dividend payout will aggregate to ₹ 260.79 lakhs.

In view of the changes made under the Income-tax Act, 1961, by the Finance Act, 2020, dividends paid or distributed by the Company shall be taxable in the hands of the Shareholders. The Company shall, accordingly, make the payment of the Dividend after deduction of tax at source, as applicable.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Overview of the Speciality Chemical Industry:

The Indian specialty chemicals industry is poised for certain growth in 2025, driven by robust domestic demand, export opportunities, and supportive government policies.

The specialty chemicals segment was earlier valued at USD 32 billion with a projected reach of USD 40 billion by 2025, accounting for approximately 18% of India's total chemical industry. Some forecasts were even more optimistic, estimating the market could grow to USD 64 billion by 2026, reflecting a compound annual growth rate (CAGR) of 12.2% from 2019. The expansion was expected to increase India's global market share in specialty chemicals from 4% to 6% by 2026. We do not believe we are there yet.

Globally the chemical industry has only made moderate progress in the past year as compared to 2023. The demand for goods is rising across many verticals, albeit very slightly considering the past over supply along most value chains. However, with geopolitical risks mounting, forecasts are falling short of earlier claims.

The capacity rationalisation is taking place globally which may not help in bringing the markets to an equilibrium.

Opportunities and Threats, Risk and Concerns:

Noticeable is a host of mergers and collaborations across the value chain of the Surfactants industry.

There is an increase of cross industry investments in renewables driving innovation and growth that is sustainable. The Indian chemical industry is starting to see the transformative potential of AI and its ability to improve productivity and efficiency. It is evident that innovation would be driven by consumer trends and sustainability principles.

The Key growth drivers are:

1. Diversification and innovation: Companies are investing in research and development to create high-value products, particularly in areas like agrochemicals and personal care. This focus on innovation enhances competitiveness in the global market.
2. Sustainability Initiatives: There's a growing emphasis on Sustainable practices, including the development of environmentally friendly products and processes. This shift aligns with global trends and positions Indian companies favourably in international markets.
3. Government Support: Initiatives such as the Production linked Incentive (PLI) schemes and the establishment of Special Economic Zones (SEZs) are bolstering domestic production and attracting foreign investments. These policies aim to reduce import dependency and promote export growth.

In general, the Indian Surfactant industry is set for robust growth in the coming years, supported by diverse applications and evolving consumer preferences.

The Indian surfactants market is projected to experience steady growth during the 2025-2026 period, driven by increasing demand across various sectors.

Despite the positive outlook, the industry faces challenges such as:

1. Global trade tensions and tariff measures, particularly involving major economies like the US and China, could impact export dynamics.
2. The resurgence of Chinese manufacturers and potential dumping practices may affect profitability and market share for Indian companies.
3. Overall, the Indian speciality chemicals industry in 2025 stands at a pivotal juncture, with opportunities for substantial growth tempered by external challenges. Strategic investments, innovations, and supportive policies are key to navigating this landscape successfully.

Market Projections:

Overall Market: The surfactants market in India is expected to witness a compound annual growth rate (CAGR) of 6.2% from 2025 to 2030.

1. Agricultural Surfactants are anticipated to grow a CAGR of 6.5% during the same period. The need for effective pesticide formulations to enhance crop yields is increasing the use of agricultural surfactants.
2. Personal Care and Household Products are rising consumer awareness and demand for personal hygiene and household cleaning products are boosting the consumption of surfactants.
3. Surfactants also play a crucial role in various industrial processes, including textiles, paints, and coatings, contributing to market expansion.

These 3 areas continue to be the key focus areas for the Company going forward.

There is a growing trend & preference for environmentally friendly and sustainable surfactants derived from natural sources.

Ongoing research and development efforts are leading to the creation of more efficient and specialized surfactant formulations.

What customers are looking for are cutting edge solutions to meet market demands as they evolve, whilst adhering to environmental goals.

For example, how would the changing regulations for 1,4 - Dioxane content affect wetting and cleaning products? In addition, the necessity of developing surfactants that adhere to the newer regulations on sustainability and biodegradability.

There is also the issue of developing cleaner safer products whilst reducing waste.

Energy Sector:

The transition from conventional energy to other newer sources of energy cannot and will not take place overnight. Today hydrocarbons still provide over 80% of primary energy in the US and almost 90% in China.

With rising energy demand, the new alternate sources of energy can only complement the present conventional energy, and certainly not replace it.

AI will be an enabler in prioritising technologies that drive efficiency and lower energy use. However, sustainability is not the only consideration for the future of energy, affordability as well as security of supply need to be considered.

As a company we continue to focus on the oilfield sector where we believe we have a stronger presence, and know that hydrocarbons will continue to be around at least over the next decade.

With the company's past emphasis on local production for the local industries we are now focused on looking at export markets looking to our expanded plants and innovation capabilities.

As we continue to work with differentiated chemistries and products that are not in the competitive market or that are unique like import substitutes to gain some market leadership in those products.

If the Dai-Ichi brand has to survive, we must continue to innovate.

The Company's longevity in the market and its sustained presence derives from its ability to innovate & pioneer several speciality surfactants & polymers.

Overall Company Performance:

In FY 2024–25, Dai-ichi Karkaria delivered a strong operational and commercial performance, supported by a consistent focus on innovation, efficiency, and customer responsiveness. The Company achieved its internal targets for the year, led by improved capacity utilization across all manufacturing locations and strategic upgrades to production infrastructure.

Investments were made in reactor installations, bulk storage facilities for raw materials and finished goods, and process optimizations to improve batch sizes and reduce turnaround times. These measures collectively contributed to the highest annual and quarterly production volumes in the Company's history.

The organization also enhanced its readiness to execute large-scale bulk contracts while maintaining on-time delivery commitments. Across all business verticals, the emphasis remained on developing high-performance, application-specific chemical solutions in alignment with global standards and evolving customer expectations. The Company continues to strengthen its foundation through quality, regulatory compliance, and ongoing operational enhancement.

Vertical- wise Performance:

Agrochemicals:

Dai-ichi provides a broad portfolio of specialty chemicals for the agricultural industry, including emulsifiers, dispersing agents, and formulation aids used in pesticides and crop protection products. These solutions are designed to enhance formulation stability, application efficiency, and overall field performance.

During the year, the Agro segment focused on introducing formulation innovations tailored to market-specific needs, including import substitutions. New initiatives were also launched to improve supply chain flexibility through third-party sourcing arrangements.

Business continuity was maintained with long-standing customers, while new engagements were explored through improved technical collaboration. A dedicated application lab for agrochemical formulation development is under planning, aimed at expediting product validation, enhancing customer support, and enabling more agile service delivery. Agrochemicals will continue to be a strategic growth area for the Company.

Home and Personal Care:

The Home and Personal Care segment caters to manufacturers of hygiene, cleaning, and personal grooming products. Dai-ichi's offering includes solubilizers, surfactants, and conditioning agents that contribute to texture, stability, and overall product performance in these formulations.

This vertical maintained steady growth, with expansion in both domestic and export-facing accounts. The Company's ability to deliver high-purity ingredients compliant with global regulatory norms has been a key enabler in tapping new opportunities in niche segments such as natural extracts and cosmetic actives.

Despite a competitive pricing environment, Dai-ichi strengthened its market presence through value-added support, flexible packaging options, and consistent supply reliability. Continued development of application-specific solutions is expected to further drive this segment's evolution.

Energy and Oilfield Chemicals:

In the energy sector, Dai-ichi supports both upstream and downstream operations with specialty additives that address performance and operational challenges. These include products for flow assurance, corrosion control, fuel stability, and system protection under demanding conditions.

The Oilfield vertical experienced an increase in volumes during the year. This was driven by increased international demand, reactivation of dormant accounts, and the successful introduction of new chemical technologies. In addition to expanding product lines, the Company reinforced its focus on customer-specific customization, especially for applications in extreme operating environments.

Manufacturing flexibility and responsiveness played a critical role in meeting volume and delivery expectations. The Company remains committed to deepening its presence in this sector through a combination of innovation, technical support, and global compliance standards.

Paints and Coatings:

Dai-ichi provides high-performance surfactants and additives to the paints and coatings industry. These ingredients play a vital role in emulsion polymerization, pigment dispersion, and overall formulation enhancement. The Company also focuses on offering sustainable alternatives in response to growing demand for low-volatile organic compounds (VOC) and eco-friendly solutions.

The segment demonstrated steady performance, supported by regular demand from existing clients and successful onboarding of new manufacturers. Dai-ichi's ongoing development of environmentally friendly surfactants received positive market feedback, and efforts continue to expand this green chemistry initiative.

Close alignment with technical teams at the customer end and the ability to meet fast-changing formulation requirements helped deepen business relationships. The Company anticipates further opportunities as environmental regulations and performance expectations continue to evolve.

Textile Auxiliaries:

Dai-ichi serves the textile industry with a comprehensive portfolio of specialty chemicals designed to support pre-treatment, dyeing, and finishing processes. These include surfactants, dispersing agents, softeners, and auxiliaries that enhance fiber strength, appearance, and process efficiency. This segment continues to contribute steadily to the Company's portfolio.

Flocculants and Water Treatment:

The segment continued to perform as a stable contributor to the overall business. With established applications across water treatment and industrial processing, demand for flocculants and related products has been consistent. The Company maintains a focus on reliability, product quality, and service to ensure steady business performance in this segment.

KEY FINANCIAL RATIOS:

Details of significant changes in key financial ratios alongwith explanation thereof are provided in Note 45 of Notes to financial statements as per Schedule III.

INTERNAL FINANCIAL CONTROLS:

The Board of Directors have laid down Internal Financial Controls ("IFC") within the meaning of the explanation to Section 134(5)(e) of the Companies Act, 2013. The Board believes the Company has sound IFC commensurate with the nature and size of its business. Business is however dynamic. The Board is seized of the fact that IFC are not static and are in fact a fluid set of tools which evolve over time as the business, technology and fraud environment changes in response to competition, industry practices, legislation, regulation and current economic conditions. There will therefore be gaps in the IFC as Business evolves. The Company has a process in place to continuously identify such gaps and implement newer and or improved controls wherever the effect of such gaps would have a material effect on the Company's operations.

MATERIAL DEVELOPMENTS ON HUMAN RESOURCES INCLUDING NUMBER OF PEOPLE EMPLOYED:

The Company continues to strengthen its human capital by ensuring timely recruitment and effective talent management across all functions. With a robust pool of skilled and experienced professionals, it maintains consistent operational performance. A culture of commitment, ownership, and aligned purpose empowers employees at every level to contribute meaningfully to the Company's growth. The HR strategy remains focused on capability building, employee engagement, and fostering a workplace built on trust, transparency, and shared success.

Key Focus Areas for Performance Enhancement:

- Identification of training and development needs through skill metrics and competency mapping.
- Ensuring competitive compensation for employees and contract workers.
- Structured career progression through annual assessments and succession planning.
- Support for compliance with employment-related legislative requirements.
- Promotion of HR excellence via Standard Operating Procedures (SOPs).
- Commitment to a culture of mutual respect, fairness, and concern.
- Providing Apprentice Scheme opportunities to economically disadvantaged youth.

Employee Engagement Initiatives:

- Skill metrics and competency mapping completed for all employees.
- Over 270 man-days of EHS, IMS, POSH, and soft skills training completed in FY 2024–25.
- Implementation of Group Mediclaim policy covering spouses and two children.
- Celebration of Founder's Day with Long Service Awards.
- Introduction of a new air-conditioned bus for shift employees.
- Cultural and safety event celebrations with employee participation.
- Implementation of Reward and Recognition programs.
- Monthly employee birthday celebrations.
- Employee participation in Safety, POSH, and Canteen Committees.

Industrial Relations:

Industrial relations at the Dahej and Kurkumbh plants remained cordial and constructive throughout Financial Year 2024–25, with all statutory compliance requirements adequately fulfilled.

NUMBER OF PEOPLE EMPLOYED:

As on March 31, 2025, the total numbers of employees on the payroll of the company are 178.

CHANGES IN CAPITAL STRUCTURE:

During the financial year under review there was no change in the authorized and paid-up share capital of the Company.

JOINT VENTURE / ASSOCIATE/ SUBSIDIARY COMPANIES:

Dai-ichi Karkaria Limited has a Joint venture with CTI Chemicals Asia Pacific Pte. Ltd., in ChampionX Dai-ichi India Private Limited in the ratio of 50:50.

The Company has a Subsidiary, Dai-ichi Goseichemicals (India) Limited. The Financial Statements of the Subsidiary Company are placed on the website of the Company and will be provided to the Members on request.

As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and applicable Accounting Standards, the Consolidated Financial Statements of the Company with its Joint Venture Company, ChampionX Dai-ichi India Private Limited and Subsidiary Company, Dai-ichi Goseichemicals (India) Limited, duly audited by the Statutory Auditors are attached to the financials.

The statement containing salient features of the financial statement of subsidiary/ associate company/ joint venture are also attached to the financials.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Members of the Company by way of postal ballot dated February 27, 2025, had re-appointed Mrs. Shernaz Vakil (DIN: 00002519) as Chairperson and Whole-time Director of the Company for a period of 3 years commencing from April 1, 2025, to March 31, 2028.

Mr. Adi Jehangir (DIN: 00001752) retires by rotation at the 65th Annual General Meeting, in accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company and being eligible has offered himself for re-appointment. The Board of Directors recommends his re-appointment. A resolution seeking Shareholders' approval for his re-appointment along with other required information required to be furnished under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards, forms part of the Notice.

Pursuant to the recommendations of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on January 23, 2025, appointed Mr. Srinivasan Vishwanathan (DIN: 00208978) as Additional Non-Executive Independent Director of the Company. The Shareholders by way of postal ballot dated February 27, 2025, approved the appointment of Mr. Srinivasan Vishwanathan as Independent Director of the Company, for a period of five years commencing from January 23, 2025 till January 22, 2030, not liable to retire by rotation.

Mr. Cyrus Bagwadia (DIN: 01565989) Independent Director of the Company resigned from the Directorship of the Company with effect from closing of business hours of January 23, 2025 on account of his pre-occupation and personal commitments. He has confirmed that there are no other material reasons for his resignation other than those stated above. The Board acknowledged his significant contribution and guidance as Board and Committee member of the Company during his association as Independent Director of the Company.

Mr. Ashok Hiremath (DIN: 00349345) was appointed as the Independent Director of the Company for the first term of five years effective from September 9, 2020. His office of directorship is due for retirement. After taking into account the performance evaluation of his first term of five years and considering the knowledge, expertise, experience and the substantial contribution he brings to the Board, the Nomination and Remuneration Committee has recommended the re-appointment of Mr. Ashok Hiremath to the Board for a second term of five years. The Board, at its meeting held on May 16, 2025, approved the re-appointment of Mr. Ashok Hiremath as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from September 8, 2025 to September 7, 2030, whose office shall not be liable to retire by rotation, subject to approval of members.

All Independent Directors have given declarations that they continue to meet the criteria of independence as laid down under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, all Independent Directors possess requisite qualifications, experience, expertise and hold high standards of integrity for the purpose of Rule 8(5)(iiia) of the Companies (Accounts) Rules, 2014. List of key skills, expertise and core competencies of the Board, including that of Independent Directors, is provided as part of the Corporate Governance Report.

Pursuant to the provisions of Regulation 34(3) read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained a Certificate from M/s. Vinod Kothari & Company, Practicing Company Secretaries certifying that none of the Directors of the Company has been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) or by the Ministry of Corporate Affairs (MCA) or by any such statutory authority. The said Certificate is annexed to the Corporate Governance Report of the Company for the Financial Year 2024-25.

Pursuant to the provisions of Section 203 of the Act, as on March 31, 2025 the Key Managerial Personnel of the Company were Mrs. Shernaz Vakil, Chairperson & Whole-time Director, Ms. Meher Vakil Taff, Managing Director, Mr. Farokh Gandhi, Chief Financial Officer and Mr. Ankit Shah, Company Secretary & Compliance Officer.

DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by the Directors, the Board of Directors make the following statements in terms of Section 134(5) of the Companies Act, 2013:

- In the preparation of the annual accounts, for the financial year ended March 31, 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The Directors 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 at the end of the financial year March 31, 2025 and of the profit and loss of the company for that period;
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The annual accounts have been prepared on a 'going concern' basis;
- Proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and operating effectively;
- Proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems are adequate and operating effectively.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, individual directors and its committees. In a separate meeting of Independent Directors, performance of non-independent directors, the Board as a whole and the Chairperson & Whole-time Director and Managing Director of the Company were evaluated, taking into account the views of Executive Directors and Non-Executive Directors.

The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report forming part of the Annual Report.

NUMBER OF MEETINGS OF THE BOARD AND COMMITTEES OF THE BOARD:

Details regarding Board / Committees of the Board, its composition, number of meetings held, terms of reference, policies adopted are provided under the Corporate Governance Report forming part of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company has constituted a Corporate Social Responsibility (CSR) Committee pursuant to Section 135 of the Companies Act, 2013. Details regarding CSR Committee, its composition, terms of reference, policy adopted are provided under the Corporate Governance Report forming part of the Annual Report.

In view of average net losses for the last three financial years as computed under Section 198 of the Companies Act, 2013, the Company was not mandated to undertake Corporate Social Responsibility activities during the financial year 2024-25 and the Company ceases to meet the criteria of Section 135(1) of the Companies Act, 2013 for the immediately preceding financial year, accordingly the provisions for calling CSR Committee meeting, spending and reporting on Corporate Social Responsibility activities was not applicable for FY 2024-25.

PARTICULARS OF EMPLOYEES AND REMUNERATION:

The remuneration paid to Directors and Key Managerial Personnel of the Company during the Financial Year 2024-25 was in conformity with the Nomination and Remuneration Policy of the Company.

The disclosures pertaining to remuneration of Directors and employees of the Company and other details as required under Section 197(12) of the Act read with Rule 5(1) (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended and forming part of the Directors' Report for the year ended March 31, 2025 is annexed herewith as **"Annexure – I"** to this Report.

AUDITORS AND AUDIT REPORTS:

STATUTORY AUDITORS AND THEIR REPORT:

At the 62nd Annual General Meeting of the shareholders of the Company held on June 29, 2022, B S R & Co. LLP were appointed as the Statutory Auditors of the Company to hold office from the conclusion of 62nd Annual General Meeting upto the conclusion of 67th Annual General Meeting of the Company. Details of the remuneration paid to B S R & Co. LLP, Chartered Accountants, Statutory Auditors, during financial year 2024-25 are disclosed in the Corporate Governance Report, which forms part of the Annual Report.

During the year under review, the Statutory Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, to the Audit Committee or Board under Section 143(12) of the Act. The Auditors' Report on the Financial Statements, both Standalone and Consolidated for the financial year ended March 31, 2025 does not contain any qualifications, reservations or adverse remarks and forms part of Annual Report.

The Notes to the Financial Statements (Standalone and Consolidated) are self-explanatory and do not call for any further comments.

INTERNAL AUDITORS:

Forvis Mazars, Chartered Accountants are the Internal Auditors of the Company for the F.Y. 2024-25. The Management regularly reviews the findings of the Internal Auditors and effective steps to implement any suggestions/observations of the Internal Auditors are taken and monitored regularly. In addition, the Audit Committee of the Board regularly addresses significant issues raised by the Internal Auditors.

SECRETARIAL AUDITORS AND THEIR REPORTS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. Vinod Kothari & Company, a firm of Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the F.Y. 2024-25 and the Secretarial Audit Report is annexed herewith as **'Annexure II'**. There is no reservation, qualification or adverse remark in their Report.

Further, in terms of the provisions of the Circular No. CIR/ CFD/CMD1/27/2019 dated February 8, 2019 issued by Securities and Exchange Board of India, the Company has obtained the Annual Secretarial Compliance Report from M/s. Vinod Kothari & Company, for the financial year ended March 31, 2025, confirming compliance of the applicable SEBI Listing Regulations and circulars/ guidelines issued thereunder, by the Company and the said is available on the Company's website and can be accessed at website of Company at https://www.dai-ichiindia.com/investor/. There is no reservation, qualification or adverse remark in their Report.

In compliance with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Act, Board of Directors at their meeting held on May 16, 2025, have approved the appointment of M/s. Vinod Kothari & Company, a peer reviewed firm, as the Secretarial Auditors of the Company on such remuneration as decided by the Board and the Secretarial Auditors to hold office for a period of five years from the F.Y. 2025-26 upto the F.Y. ended 2029-30, subject to approval of shareholders at the 65th Annual General Meeting.

COST AUDITORS:

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the cost records are required to be maintained by the Company and the same are required to be audited. The Company, accordingly, maintains the required cost accounts and records. The Company had appointed M/s. Diwanji & Associates, Cost Accountants, Firm's Registration No. 100227, as the Cost Auditor for the financial year ended March 31, 2025, and the Cost Audit Report when submitted by them, will be duly filed with the Ministry of Corporate Affairs.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company. Accordingly, the matter relating to ratification of the remuneration payable to M/s. Diwanji & Associates as the Cost Auditor of the Company for the financial year ending March 31, 2026 is being placed at the 65th Annual General Meeting.

HEALTH, SAFETY & ENVIRONMENT:

The Company places the highest priority on employee health and safety, protection of assets, and environmental sustainability. HSE considerations are embedded across all operations, from product design to delivery. The Company successfully completed the DNV-GL periodic re-certification audit for ISO 14001:2018 and ISO 45001:2018.

a) **Health**

- Maintenance of sanitation and hygiene at workplaces and canteens.
- Medical examinations every six months for employees in hazardous areas.
- Regular health awareness sessions and trainings.
- Operational Occupational Health Center with 24x7 nurse and part-time Factory Medical Officer.

b) **Safety**

- GAP audit for Responsible Care (RC) logo requirements initiated.
- Regular HIRA reviews as per ISO 45001 guidelines.
- Strengthened MOC procedures with risk analysis and safety reviews.
- Quarterly mock drills and classroom training exceeding statutory requirements.
- Bi-monthly Central Safety Committee meetings and trend analysis.
- Celebrations of national safety and environmental events with employee participation.
- Advanced firefighting and emergency response systems in place.

c) **Environment**

- Valid Consent to Operate (CTO) and regular monitoring of environmental compliance.
- Effluent Treatment Plant (ETP) with SUF technology for water reuse.
- Closed-loop operation of vacuum pumps to minimize water consumption.
- Environmental compliance assured through inspections and audits.

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 for F.Y. ended March 31, 2025, as required to be disclosed under the Act, is annexed herewith as **'Annexure III'**

LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The Company has not provided any loan or given any guarantee / security to any person during the financial year ended March 31, 2025.

Details of investment made by the Company are provided in the financial statements, under Investment Schedule.

DEPOSITS:

The Company has not accepted any deposits covered under Chapter V of the Companies Act, 2013, during the financial year ended March 31, 2025.

RELATED PARTIES TRANSACTIONS:

All Related Party Transactions that were entered into during the financial year ended March 31, 2025, were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirement) Regulation 2015 ("Listing Regulations"). Therefore, disclosure of Related Party Transactions in Form AOC-2 as per the provisions of Sections 134(3)(h) and Section 188 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is not applicable.

1. As per the Regulation 23(4) of the Listing Regulations, the Company sought approval of Shareholders at the 64th Annual General Meeting, by passing necessary resolution for Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited (CXDI), to be entered from the conclusion of the 64th Annual General Meeting (AGM) upto the date of the 65th AGM, upto a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores only), at an arm's length basis and in the ordinary course of business.
2. As per the Regulation 23(4) of the Listing Regulations, the Company sought approval of shareholders by way of postal ballot on February 27, 2025, by passing necessary resolution for Material Related Party Transactions for purchase of goods from Indian Oxides and Chemicals Private Limited (IOCL), to be entered from the date of approval of shareholders upto the conclusion of the 65th AGM, upto a maximum aggregate value of ₹ 50 Crores (Rupees Fifty Crores only), at an arm's length basis and in the ordinary course of business.

Approval of members is being sought for Material Related Party Transactions for Sale of Goods to CXDI and Purchase of Goods from IOCL at the ensuing 65th AGM.

All the Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

Details of Related Party Transaction Policy are provided in Corporate Governance Report.

ANNUAL RETURN:

As required under Section 92(3) of the Companies Act, 2013, the Annual Return for the financial year ended March 31, 2025 is hosted on the website of the Company - https://www.dai-ichiindia.com/wp-content/uploads/2025/07/Draft-Annual-Return-for-FY-2024-25.pdf

CORPORATE GOVERNANCE:

In accordance with provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a detailed report on Corporate Governance is included in the Annual Report. M/s. Vinod Kothari & Company, Practicing Company Secretaries, who are also the "Secretarial Auditors" of the Company, have certified that the Company is in compliance with the requirements of Corporate Governance in terms of Listing Regulations and their Compliance Certificate is annexed to the Report on Corporate Governance.

RISK MANAGEMENT POLICY:

The Company has in place a Risk Management Policy which identifies elements of risk and the measures to counter it. The policy is reviewed by the Board every year, at the first Board Meeting held after the commencement of the financial year.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Vigil Mechanism as envisaged in the Companies Act, 2013, the rules prescribed thereunder and the SEBI Listing Regulations is implemented through the Vigil Mechanism/ Whistle Blower Policy of the Company to enable the Directors and employees to report genuine concerns, to provide for adequate safeguards against victimisation of persons who use such mechanism and make provision for direct access to the Chairman of the Audit Committee.

Vigil Mechanism/ Whistle Blower Policy of the Company is available on the Company's website and can be accessed at website of Company at www.dai-ichiindia.com

During the financial year 2024-25, there were no complaints received or reported.

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

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the financial year 2024-25 there were no complaints with allegations of any sexual harassment received or reported.

CREDIT RATING:

The Company's Banking loan facilities are rated by CRISIL Ratings Limited (CRISIL). During the F.Y. 2024-25, CRISIL has reviewed the company's credit rating and has provided their review letter, wherein our short term rating is re-affirmed as CRISIL A4+ and the long term rating at CRISIL BB+/Stable.

TRANSFER OF UNPAID AND UNCLAIMED DIVIDEND AMOUNTS TO IEPF:

Pursuant to the provisions of Section 124(5) of the Act, the dividend which remained unclaimed/ unpaid for a period of seven years from the date of transfer to unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. As a result, the unclaimed/unpaid dividend pertaining to the Financial Year 2016-17 which remained unpaid and unclaimed for a period of 7 years has been transferred by the Company to the IEPF, during the Financial Year 2024-25.

The Company has uploaded the details of unclaimed/unpaid Dividend for the financial year 2016-17 onwards on its website at https://www.dai-ichiindia.com/investor/ and on website of the Ministry of Corporate Affairs i.e. www.mca.gov.in. Further, the unpaid final dividend amount pertaining to the financial year 2017-18 will be transferred to IEPF during the Financial Year 2025-26.

TRANSFER OF EQUITY SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF) ACCOUNT:

Pursuant to the provisions of Section 124(6) of the Act and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all the equity shares of the Company in respect of which dividend amounts have not been paid or claimed by the Shareholders for seven consecutive years or more are required to be transferred to demat account of the Investor Education and Protection Fund Authority (IEPF Authority).

Accordingly, 5508 equity shares belonging to 38 Shareholders of the Company were transferred to Demat Account of IEPF Authority during the financial year 2024-25. The Company had sent individual notice to all the aforesaid members and had also published the notice in the leading English and Marathi newspapers. The details of the aforesaid members are available on website of the Company at https://www.dai-ichiindia.com/investor/.

The Company is in compliance with the aforesaid provisions and the IEPF Rules.

NODAL OFFICER:

The Company has appointed Mr. Ankit Shah, Company Secretary & Compliance Officer, as the Nodal Officer for the purpose of verification of claims filed with the Company in terms of IEPF Rules and for co-ordination with the IEPF Authority. The said details are also available on the website of the Company at https://www.dai-ichiindia.com/investor/.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/TRIBUNALS:

During the financial year under review, there were no significant and material orders passed by the regulators or courts or tribunals which impact the Company's going concern status and its operations in the future.

PROCEEDINGS UNDER INSOLVENCY & BANKRUPTCY CODE:

No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year is not applicable.

ONE-TIME SETTLEMENT:

The requirement to disclose the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

COMPLIANCE WITH SECRETARIAL STANDARDS:

During the financial year under review, the Company has complied with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2), as issued by the Institute of Company Secretaries of India (ICSI), and notified by the Ministry of Corporate Affairs of India.

LISTING:

The Equity Shares of your company are presently listed on BSE Limited and the Company has paid the annual listing fees for the financial year 2025-26.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation of the contribution made by the employees of the Company. The Directors wish to convey their appreciation to the Banks, dealers and other business associates and the shareholders for their continuous trust and support.

CAUTIONARY NOTE:

Certain statements in the Directors' Report and Management & Discussion Analysis section may be forward looking and are stated as required by applicable laws and regulations. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of future performance and outlook.

For and on behalf of the Board

Place: Mumbai	**Mrs. Shernaz Vakil**	**Ms. Meher Vakil Taff**
Date: May 16, 2025	Chairperson & Whole-time Director	Managing Director

ANNEXURE 'I' TO THE DIRECTORS' REPORT

1. PARTICULARS UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

(i) The ratio of the remuneration of each director to the median remuneration of the employees for the Financial year 2024-25:

Name of the Director	Designation	Ratio to Median
Mrs. Shernaz Vakil	Chairperson and Whole-time Director	75.36:1
Ms. Meher Vakil Taff	Managing Director	69.40:1
Mr. Adi Jehangir	Non-Executive Non-Independent Director	0.44:1
Mr. Ashok Hiremath	Independent Director	0.69:1
Mr. Cyrus Bagwadia (Resigned w.e.f. 23.1.2025)	Independent Director	0.69:1
Mr. Behram Sorabji	Independent Director	0.69:1
Mr. Srinivasan Vishwanathan (appointed w.e.f. 23.1.2025)	Independent Director	0.11:1

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary for the Financial year 2024-25:

Name	Designation	% Increase/(Decrease) in Remuneration
Mrs. Shernaz Vakil	Chairperson and Whole-time Director	15.03%
Ms. Meher Vakil Taff	Managing Director	14.25%
Mr. Adi Jehangir @	Non-Executive Non-Independent Director	33.33%
Mr. Ashok Hiremath @	Independent Director	(3.13%)
Mr. Cyrus Bagwadia @ (Resigned w.e.f. 23.1.2025)	Independent Director	Not Applicable*
Mr. Behram Sorabji @	Independent Director	Not Applicable*
Mr. Srinivasan Vishwanathan@ (appointed w.e.f. 23.1.2025)	Independent Director	Not Applicable
Mr. Farokh Gandhi	Chief Financial Officer	19.56%
Mr. Ankit Shah	Company Secretary	20.98%

@The Company only paid sitting fees to all Non-Executive Directors during the financial year 2024-25.
** Mr. Cyrus Bagwadia & Mr. Behram Sorabji were appointed as Independent Directors w.e.f 11.8.2023, therefore the % increase in remuneration (sitting fees) for F.Y. 2024-25 as against that of F.Y. 2023-24 cannot be computed.*

(iii) Percentage increase/(decrease) in the Median remuneration of employees during the Financial Year 2024-25.	Nil *(Median remuneration for the F.Y. 2024-25 remains the same as that of F.Y. 2023-24)*
(iv) Number of permanent employees on the rolls of Company as on March 31, 2025.	178
(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	The average percentage increase in the salaries of employees other than the managerial personnel in the last financial year is 14.94% as against an increase of 25.56% in the salary of the managerial personnel which includes Whole-time Director and Managing Director. The remuneration of the managerial personnel is within the overall limits approved by the shareholders of the Company.
(vi) Affirmation	It is hereby affirmed that the remuneration is as per the Remuneration policy for Directors, Key Managerial personnel and other employees, adopted by the Company.

2. Statement of particulars of employees in terms of remuneration drawn pursuant to provisions of Section 197(12) of Companies Act, 2013 read with Rule 5(2) & (3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended till date

(i) Employed throughout the financial year 2024-25 with an aggregate remuneration not less than ₹ 1,02,00,000/- per annum

Name	Mrs. Shernaz Vakil	Ms. Meher Vakil Taff
Age of the employee	73 years	39 years
Designation of the employee	Chairperson & Whole-time Director	Managing Director
Remuneration (F.Y. 2024-25)	₹ 339.12 lakhs	₹ 312.33 lakhs
Nature of employment	Full time Employment	Full time Employment
Qualification & Experience	Mrs. Shernaz Vakil holds an M.A. degree in Industrial Psychology from Bombay University and M.B.A. degree from U.S.A. and has over 40 years of experience in business. She has played a vital role in the success of the Company. Under her able and dynamic leadership, the Company has undertaken all round measures for restructuring the business of the Company. Mrs. Shernaz Vakil is well recognized for her entrepreneur skills of managing business activities of the Company. She is involved in project implementation, policy planning, vision & strategy and long-term development activities of the Company, besides Corporate Governance.	Ms. Meher Vakil Taff holds a Bachelor of Arts in Economics and Business Institutions from Northwestern University, Illinois, USA. She has extensive experience in Marketing, Sales, Business Development, Business Operations Strategy, and Technology Innovation. She plays an active role in designing and implementing business strategies while establishing policies that foster company culture and a vision for sustainable growth.
Date of commencement of employment	26.2.1979	1.4.2019
The percentage of equity shares held by the employee in the Company	36,27,169 (48.68%)	1,45,000 (1.95%)
Whether such employee is a relative of any director or manager of the Company and if so, name of such director or manager	Mrs. Shernaz Vakil is the mother of Ms. Meher Vakil Taff, Managing Director of the Company.	Ms. Meher Vakil Taff is the daughter of Mrs. Shernaz Vakil, Chairperson & Whole-time Director of the Company.

(ii) Employed for part of the Financial Year 2024-25 with an aggregate remuneration not less than ₹ 8,50,000/- per month: **NONE**

(iii) Employed throughout the financial year and in receipt of remuneration for Financial Year 2024-25 more than the remuneration drawn by managing director and whole time director and is holding by themselves or along with their spouse and dependent children, two percent or more of the equity shares of the Company: **NONE**

ANNEXURE 'II' TO THE DIRECTORS' REPORT
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Dai-ichi Karkaria Limited
(CIN: L24100MH1960PLC011681)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Dai-ichi Karkaria Limited** (hereinafter called **"the Company"**) for the financial year ended March 31, 2025 [**"period under review"**]. The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ 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 as listed in **Annexure II** and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the period under review, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period under review, according to the provisions of applicable law provided hereunder:

1. The Companies Act, 2013 ('**the Act**') and the rules made thereunder including any re-enactment thereof;
2. The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder: *Not applicable during the period under review;*
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('**SEBI Act**'), to the extent applicable:
    a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
    b. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    c. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    d. Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018; and
    e. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations,1993 regarding the Act and dealing with client.
6. Specific laws applicable to the industry to which the Company belongs, as identified and compliance whereof as confirmed by the management, that is to say:
    a. Environment (Protection) Act, 1986;
    b. Explosives Act, 1884;
    c. Collection of Statistics Act, 2008;
    d. Air (Prevention and Control of Pollution) Act, 1981;
    e. Water (Prevention and Control of Pollution) Act, 1974;
    f. Petroleum Act, 1934;
    g. Public Liability Insurance Act, 1991;
    h. Food Safety & Standards Act, 2006 and Food Safety and Standards (Licensing and Registration of Food Businesses) Regulations, 2011;

We have also examined compliance with the applicable clauses of the Secretarial Standard 1 and 2 issued by the Institute of Company Secretaries of India.

We report that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We further report that:

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

Adequate notice is given to all directors to hold the Board and Committee meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions were unanimous and there was no instance of dissent in the Board and/or Committee meetings.

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

We further report that during the period under review, the Company has not undertaken any specific events/ actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Vinita Nair
Joint Managing Partner
Membership No.: F10559
CP No.: 11902
UDIN: F010559G000356410
Peer Review Certificate No.:4123/2023

Place: Mumbai
Date: May 16, 2025

This report is to be read with our letter of even date which is annexed as **Annexure 'I'** and forms an integral part of this report.

Annexure I

ANNEXURE TO SECRETARIAL AUDIT REPORT (NON-QUALIFIED)

To,
The Members,
Dai-ichi Karkaria Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit. The list of documents for the purpose, as seen by us, is listed in **Annexure II**;
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. Our Audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, we have not checked the practical aspects relating to the same.
4. Wherever our Audit has required our examination of books and records maintained by the Company, we have also relied upon electronic versions of such books and records, as provided to us through online communication. Considering the effectiveness of information technology tools in the audit processes, we have conducted physical as well as online verification and examination of records, as facilitated by the Company, for the purpose of issuing this Report. In doing so, we have followed the guidance as issued by the Institute.
5. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
6. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulation and happening of events etc.
7. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test-check basis.
8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
9. The contents of this Report have to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
10. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Annexure II

List of Documents

1. Signed Minutes for the meetings of the following held during the period under review (except for the meetings held in Q4):
    a. Board of Directors;
    b. Audit Committee;
    c. Nomination and Remuneration Committee;
    d. Stakeholders' Relationship Committee;
    e. Annual General Meeting;
    f. Resolutions passed by Postal Ballot;
2. Agenda papers for Board and Committee Meeting along with notice on a sample basis;
3. Proof of circulation of draft minutes of the Board and Committee meetings on a sample basis;
4. Annual Report for financial year 2023-24;
5. Directors' disclosures under the Act and rules made thereunder;
6. Statutory Registers under the Act and SEBI regulations;
7. Forms filed with the ROC and intimations made to stock exchange;
8. Quarterly Compliance certificates furnished to the Board of Directors on a sample basis;
9. Policies/ Codes framed and disclosures under SEBI regulations;
10. Structured Digital Database maintained by the Company and entries made therein, on a sample basis.

ANNEXURE 'III' TO THE DIRECTORS' REPORT

INFORMATION REQUIRED AS PER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED MARCH 31, 2025.

Form A & B Report:

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

FORM 'A' FOR DISCLOSURE OF CONSERVATION OF ENERGY

I. Conservation of Energy

1) Steps taken or impact on conservation of energy:

- Optimized raw and soft water usage with improved monitoring and practices.
- Reduced biomass pellet consumption through boiler efficiency improvement.
- Immediate steam leakage repairs and trap maintenance.
- Vacuum pump cooling system upgrades for water conservation.
- Direct raw material transfer and bulk storage to minimize handling.
- Equipment modifications to improve productivity and energy savings.

2) Additional Investments to reduce energy usage:

- Adoption of solar power generation.
- Biomass-based thermic fluid heater commissioning.
- Agitator upgrades and jacket replacements in reactors.
- Pilot plant decongestion and system integration.

3) Impact of Measures:

The energy conservation initiatives have resulted in tangible savings in energy, manpower, and water, leading to reduced production costs.

4) Total Energy consumption per unit of production:

(₹ in Lakhs)

Sr. No	Description	2024-25	2023-24
A.	**Power and fuel consumption**		
1	**ELECTRICITY**		
(a)	Purchased		
	Units (KWH)	**33,46,369**	35,18,742
	Purchased cost of units (₹ in lakhs)	**307.85**	334.17
	Rate per unit purchased	**9.20**	9.50
(b)	Own generation		
(i)	Through Diesel Generator		
	No of units Generated (KWH)	**93,174**	1,50,551
	Diesel Oil consumed (KL)	**34.33**	94.43
	Cost of Diesel Oil consumed (₹ In lakhs)	**31.36**	87.62
	Cost of Diesel/Unit generated (₹)	**33.66**	58.20
(ii)	Through Steam Turbine Generator	**NIL**	NIL
2	**FURNACE OIL**		
	Furnace oil consumed (KL)	**1.66**	42.48
	Cost of Furnace oil consumed (₹ in lakhs)	**0.95**	19.63
	Average rate (₹/Lt.)	**57.13**	46.22

3	**BIO-FUEL BRIQUETTES**		
	Bio fuel briquettes consumed (MT)	**3,308.81**	2,855.19
	Cost of B.F. briquettes consumed (₹ in lakhs)	**311.21**	371.06
	Average rate (₹/MT)	**9.41**	13
B	**Consumption per unit of production in MT**		
	Electricity-KWH/Ton	**633.21**	523.2
	Furnace Oil -(Lt./ Ton)	**3.92**	Nil
	Briquettes – (Ton / Ton)	**0.42**	0.42
	Coal - (Ton/Ton)	**Nil**	Nil

5) **Capital Investment on Energy Conservation Equipments:** NIL

FORM 'B' FOR DISCLOSURE OF PARTICULARS WITH RESPECT OF TECHNOLOGY ABSORPTION

II. RESEARCH & DEVELOPMENT:

1) **Efforts made towards technology absorption:**
- Development of surfactants and specialty chemicals for agrochemicals, paints, textiles, emulsions, personal care, and food industries.
- Development of downstream oilfield chemicals like VII, PPDs, and lubricity improvers.
- Development of upstream oilfield chemicals like waxy crude oil PPDs and liquid flow improvers.
- Standardization and commercialization of newly developed products.

2) **Benefits Derived from research and development projects:**

The Company's research and development initiatives have significantly broadened its product portfolio, allowing it to cater to a wider range of customer applications. The focus on customer-driven innovation has reinforced the Company's reputation as a reliable partner for customized, high-performance solutions.

3) **Future Plans:**

The R&D team will continue to prioritize the development of specialty products tailored to evolving customer needs. Future efforts will focus on advancing eco-friendly formulations, improving process technologies for higher efficiency, and accelerating time-to-market for innovative products. Strategic collaborations with customers, are being explored to strengthen innovation capabilities. By aligning its research priorities with market trends and emerging opportunities, the Company aims to deliver differentiated, high-value solutions that drive long-term growth and competitiveness.

4) **Expenditure on R&D:**

Capital: NIL

Recurring: ₹ 228.62 Lakhs

Total R&D expenditure as a percentage of turnover: 1.26%

5) **Technology Absorption, Adaptation, and Innovation:**

The Company continues to proactively adopt and adapt emerging technologies to enhance both product performance and process efficiency. By leveraging advancements in materials science, process engineering, and automation, it seeks to strengthen product quality, optimize production cycles, and reduce operational costs. Innovation is embedded in the Company's culture, with continuous efforts made to upgrade manufacturing practices, incorporate sustainable technologies, and align with evolving customer requirements. Through strategic collaborations, in-house research, and the integration of global best practices, the Company ensures that it remains competitive, agile, and responsive to market changes without compromising on quality, safety, or environmental responsibility.

III. Foreign Exchange Earning and Outgo:

- Foreign Exchange received: ₹ 8,866 Lakhs
- Foreign Exchange paid for imports and other remittance: ₹ 1,350 Lakhs

CORPORATE GOVERNANCE REPORT

The following Corporate Governance Report is attached as a part of the Directors' Report of the Company for the year 2024-25.

CORPORATE GOVERNANCE DISCLOSURE:

In accordance with the provisions of Regulation 34(3) of Chapter IV read with Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Board of Directors present the Company's report on Corporate Governance for the financial year ended March 31, 2025.

1. BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Since its inception, the Company has been founded on moral and ethical codes that strongly emphasize total transparency and complete value based governance. The Company understands that Corporate Governance is a combination of voluntary practices and full compliance with laws and regulations leading to effective control and management of the organization. Good corporate governance leads to long term shareholder value and enhances interest of stakeholders. The Company continues to place uncompromising emphasis on integrity and regulatory compliances. The Company is committed to provide high quality products and services to its customers and stakeholders.

2. BOARD OF DIRECTORS:

As on March 31, 2025, Board of Directors consisted of 6 (Six) Directors. The Board comprises of a Managing Director, a Whole-time Director and four Non-Executive Directors. Out of four Non-Executive Directors, three are Independent Directors. The Managing Director and the Whole-time Director are the Woman Directors. The Board's composition is in conformity with the applicable provisions of Companies Act, 2013 as well as Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Number of Board Meetings:

During the financial year under review, 4 (Four) Board Meetings were held on May 27, 2024, August 9, 2024, October 23, 2024 and January 23, 2025.

Composition, Attendance and Shareholding of Directors:

The composition of the Board, attendance at Board Meetings held during the Financial Year under review and at the last 64th Annual General Meeting (AGM) and their shareholding as at March 31, 2025 in the Company are given hereunder:

Name of Director	Board meetings Attended	Attendance at last AGM	No. of Directorships in other Boards#	No. of Chairmanship/ Membership in other Board Committees##	Name of the Listed Companies in which Directors of the Company are Directors & category of Directorship.
Promoter- Executive Directors					
Mrs. Shernaz Vakil Chairperson & Whole-time Director (DIN: 00002519)	4	Yes	2	1/0	Chairperson & Whole-time Director: • Dai-ichi Karkaria Limited
Ms. Meher Vakil Taff Managing Director (DIN: 07778396)	4	Yes	2	Nil	Managing Director: • Dai-ichi Karkaria Limited
Promoter- Non Executive Director					
Mr. Adi Jehangir (DIN: 00001752)	4	Yes	Nil	Nil	Non-Executive Director: • Dai-ichi Karkaria Limited
Independent Non – Executive Directors					
Mr. Ashok Hiremath (DIN: 00349345)	4	Yes	1	0/1	Independent Director: • Dai-ichi Karkaria Limited Non-Executive Director: • Astec LifeSciences Limited

Name of Director	Board meetings Attended	Attendance at last AGM	No. of Directorships in other Boards#	No. of Chairmanship/ Membership in other Board Committees##	Name of the Listed Companies in which Directors of the Company are Directors & category of Directorship.
Mr. Behram Sorabji (DIN: 02035239)	4	Yes	Nil	Nil	Independent Director: • Dai-ichi Karkaria Limited
Mr. Cyrus Bagwadia (DIN: 01565989) (Resigned w.e.f. 23.1.2025) ###	4	No	NA		
Mr. Srinivasan Vishwanathan (DIN: 00208978) (Appointed w.e.f. 23.1.2025)	1	No	1	0/1	Independent Director: • Dai-ichi Karkaria Limited • The Bombay Dyeing and Manufacturing Company Limited

The Directorships held by Directors as mentioned above, do not include Alternate Directorships, Directorships of Foreign Companies, Section 8 Companies and Private Limited Companies.

Chairmanships/ Memberships of Audit Committees and Stakeholders Relationship Committees of all other Public Limited Companies including high value debt listed entities have been considered.

Mr. Cyrus Bagwadia (DIN: 01565989) resigned w.e.f. 23.1.2025 due to pre-occupation and personal commitments.

Except Ms. Meher Vakil Taff, Managing Director who is daughter of Mrs. Shernaz Vakil, Chairperson & Whole-time Director of the Company, none of the directors is related to any other director.

As on March 31, 2025, Mrs. Shernaz Vakil holds 3627169 (48.68%), Ms. Meher Vakil Taff holds 145000 (1.95%) and Mr. Adi Jehangir holds 100 (0.001%) Equity Shares of the Company. No other Director holds any shares in the Company. The Company has not issued any convertible instruments.

Familiarization Programme for Independent Directors:

Details of familiarization programmes imparted to the Independent Directors with the working of the Company during F.Y. 2024-25, are available on the website of the Company and can be accessed through web link: https://www.dai-ichiindia.com/wp-content/uploads/2025/03/Familarisation-Programme_2024-25.pdf

Confirmation as regards independence of Independent Directors:

Based on the annual confirmations received from the Independent Directors and due assessment of the veracity undertaken by the Board, in terms of Regulation 25(9) of the Listing Regulations, the Board is of the opinion that the Independent Directors fulfil the criteria or conditions specified under the Companies Act, 2013 and under the Listing Regulations and are independent from the management.

Meeting of Independent Directors:

As mandated by the Companies Act, 2013 and Regulation 25(3) of the Listing Regulations, a separate meeting of Independent Directors was held on April 15, 2025 for annual evaluation of the following:

- Performance of Non-Independent & Non-Executive Director and the Board of Directors as a whole;
- Performance of the Chairperson & Whole-time Director and Managing Director of the Company;
- Quality, quantity and timeliness of flow of information between the company's management and the Board of Directors that is necessary for the Board to effectively and reasonably perform its duties.

After summarizing the above evaluations, the meeting arrived to a finding that the Performance of Non–Independent & Non-Executive Director, Chairperson & Whole-time Director and Managing Director of the Company were satisfactory and the quality and quantum of Financial Information provided to the Board are accurate and adequate.

Board of Directors skills/expertise/competencies:

The Board has identified the following skills / expertise / competencies fundamental for the effective functioning of the Company which are currently available with each of the members of the Board of Directors:

Skill Areas	Shernaz Vakil	Meher Vakil Taff	Adi Jehangir	Ashok Hiremath	Behram Sorabji	Srinivasan Vishwanathan
Leadership Experience	√	√	√	√	√	√
Risk Assessment	√	√	√	√	√	√
Strategy & Planning	√	√	√	√	√	√
Governance	√	√	√	√	√	√
Financial expertise	√	√	√	√	√	√

Board of Director's evaluation and criteria for evaluation:

During the year, the Board has carried out an annual evaluation of its own performance, performance of Individual Directors, as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the performance evaluation process for the Board, its Committees and Directors. The criteria for evaluation of Board, individual Directors and Committees include, inter alia, the following:

Board Evaluation	Evaluation of Independent Directors	Committee Evaluation
• Board Structure – qualifications, experience and competencies • Meetings – regularity, frequency, agenda, discussion and recording of minutes • Functions – strategy, governance, compliances, evaluation of risks, stakeholder value and responsibility, conflict of interest • Accounting systems - Integrity of accounting and financial reporting systems, independent audit, Internal Financial Controls.	• Professional qualifications and experience • Knowledge, skills and competencies • Fulfillment of functions, ability to function as a team • Attendance • Commitment, contribution, integrity and independence. In addition to the above, the Chairperson of the Board Meetings evaluated on key aspects of the role, including effectiveness of leadership and ability to steer meetings, impartiality and ability to keep shareholders' interests in mind.	• Mandate and composition • Effectiveness of the Committee • Structure of the Committee • Meetings – regularity, frequency, agenda, discussion and dissent, recording of minutes • Independence of the Committee from the Board and contribution to decisions of the Board

3. BOARD COMMITTEES:

The Company follows procedures and practices in conformity with the Code of Corporate Governance. In accordance with the provisions of Listing Regulations and Companies Act, 2013, the Board has constituted the following committees:

(i) Audit Committee:

The terms of reference cover the matters specified for Audit Committee under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013. It broadly includes reviewing of (i) the financial results and statements and the Auditors Report before submission to the Board; (ii) evaluation of internal financial controls; (iii) management discussion and analysis report; (iv) related party transactions; (v) the internal audit reports; and (vi) the appointment, removal and terms of remuneration of the auditors and (vii) Other financial related matters.

As at March 31, 2025, the Audit Committee comprises of Mr. Ashok Hiremath as Chairman, Mr. Behram Sorabji and Mr. Srinivasan Vishwanathan as members.

During the financial year under review, 4 (Four) Audit Committee Meetings were held on May 27, 2024, August 9, 2024, October 23, 2024 and January 23, 2025.

The attendance at the Audit Committee Meetings is as under:

Name of the Director	No. of meetings attended
Mr. Ashok Hiremath	4
Mr. Behram Sorabji	4
Mr. Cyrus Bagwadia (resigned w.e.f. 23.1.2025)	4
Mr. Srinivasan Vishwanathan (appointed w.e.f. 23.1.2025)	-

The previous AGM of the Company was attended by Chairman of the Audit Committee.

The Statutory auditors, Internal auditors, Chairperson & Whole-time Director, Managing Director and Chief Financial Officer of the Company are invitees to Audit Committee Meetings. The Company Secretary acts as Secretary to the Committee.

(ii) Stakeholders Relationship Committee:

The terms of reference cover the matters specified for Stakeholders Relationship Committee under Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013. The terms of reference broadly include (i) to resolve the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates (ii) to review the measures taken for effective exercise of voting rights by shareholders (iii) to review adherence to the service being rendered by the Registrar & Share Transfer Agent and (iv) to review various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices to the shareholders.

As at March 31, 2025, the Stakeholders Relationship Committee comprises of Mr. Adi Jehangir as Chairman, Mr. Ashok Hiremath, Ms. Meher Vakil Taff and Mrs. Shernaz Vakil as members. Mr. Ankit Shah, Company Secretary & Compliance Officer acts as Secretary to the Committee.

The Committee had 5 (five) meetings during the financial year under review on May 27, 2024, July 15, 2024, September 17, 2024, October 23, 2024 and November 7, 2024, details of attendance is as under:

Name of the Director	No. of meetings attended
Mr. Adi Jehangir	5
Mr. Ashok Hiremath	3
Ms. Meher Vakil Taff	4
Mrs. Shernaz Vakil	5

The previous AGM of the Company was attended by Chairman of the Stakeholders Relationship Committee.

There are no pending complaints/grievances received during the Financial Year ended March 31, 2025.

(iii) Nomination and Remuneration Committee:

The terms of reference cover the matters specified for Nomination and Remuneration Committee under Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013. The terms broadly include recommending to the Board the setup and composition of the Board and its committees, the appointment / re-appointment of Directors, Key Managerial Personnel and Senior Management Personnel, setting the criteria for evaluation of the performance of the Board, its Committees and individual Directors, recommend to the Board all remuneration payable to Directors, Key Managerial Personnel and employees in Senior management and the Nomination and Remuneration Policy for Directors, Key Managerial Personnel and employees in Senior management.

As at March 31, 2025, the Nomination and Remuneration Committee comprises of Mr. Ashok Hiremath as Chairman, Mr. Behram Sorabji, Mr. Srinivasan Vishwanathan and Mrs. Shernaz Vakil as members.

During the financial year under review, meeting was held on January 23, 2025. The attendance at the Nomination and Remuneration Committee is as under:

Name of the Director	No. of meetings attended
Mr. Ashok Hiremath	1
Mr. Behram Sorabji	1
Mr. Cyrus Bagwadia (resigned w.e.f. 23.1.2025)	1
Mrs. Shernaz Vakil	1
Mr. Srinivasan Vishwanathan (appointed w.e.f. 23.1.2025)	-

The previous AGM of the Company was attended by Chairman of the Nomination and Remuneration Committee.

At its meeting held on May 16, 2025, the Board approved the revised Nomination and Remuneration Policy incorporating certain amendments under the SEBI Listing Regulations. The remuneration paid to Directors, Key Managerial Personnel and Senior Management Personnel of the Company are as per the terms laid down in the Nomination and Remuneration Policy, Companies Act, 2013 and SEBI Listing Regulations. The salient features of this Policy are outlined in the Corporate Governance Report and is available on the Company's website at https://www.dai-ichiindia.com/wp-content/uploads/2025/05/NRC-Policy.pdf.

(iv) Corporate Social Responsibility (CSR) Committee:

The terms of reference cover the matters specified under Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules 2014 and other relevant provisions. Broadly the terms include formulating and recommending to the Board a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013, recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy and monitoring the CSR Policy.

As at March 31, 2025, the Corporate Social Responsibility Committee (CSR) comprises of Mr. Ashok Hiremath as Chairman, Mr. Adi Jehangir, Mr. Behram Sorabji, Ms. Meher Vakil Taff and Mrs. Shernaz Vakil as members.

In view of average net losses for the last three financial years as computed under Section 198 of the Companies Act, 2013, the Company was not mandated to undertake Corporate Social Responsibility activities during the financial year 2024-25, accordingly the provisions for calling CSR Committee meeting, spending and reporting on Corporate Social Responsibility activities were not applicable for F.Y. 2024-25.

The policy which was approved and adopted by the Board of Directors has been uploaded on the Company's website at the following link: https://www.dai-ichiindia.com/investor/

4. REMUNERATION PAID TO DIRECTORS OF THE COMPANY:

a) Executive Directors:

The Company pays remuneration by way of salary, perquisites and performance linked incentive to Mrs. Shernaz Vakil, Chairperson & Whole-time Director and Ms. Meher Vakil Taff, Managing Director of the Company. The amount of performance linked incentive is based on the performance criteria of Chairperson & Whole-time Director and Managing Director of the Company, during the financial year 2024-25 evaluated by the Nomination and Remuneration Committee and Board of Directors, keeping in view of the Company's performance.

Following are the details of remuneration paid for the financial year ended March 31, 2025:

(Amount in ₹)

Particulars	**Mrs. Shernaz Vakil** Chairperson & Whole-time Director	**Ms. Meher Vakil Taff** Managing Director
Salary	1,46,91,648	1,27,75,356
Perquisites	1,45,91,898	1,44,32,859
Performance Linked Incentive	46,28,750	40,25,000
Total	**3,39,12,296**	**3,12,33,215**
Service Contract / Notice Period	Term of 3 years w.e.f. April 1, 2022 to March 31, 2025/ 3 months' notice period	Term of 3 years w.e.f. April 1, 2023 to March 31, 2026/ 3 months' notice period

b) Non-Executive Directors:

The Company only pays sitting fees to the non-executive Directors and sitting fees paid during the year under review are as under:

(Amount in ₹)

Name of Directors	**Sitting Fees for Board meeting**	**Sitting Fees for other Committees**
Mr. Adi Jehangir	2,00,000	-
Mr. Ashok Hiremath	2,00,000	1,10,000
Mr. Cyrus Bagwadia (resigned w.e.f. 23.1.2025)	2,00,000	1,10,000
Mr. Behram Sorabji	2,00,000	1,10,000
Mr. Srinivasan Vishwanathan (appointed w.e.f. 23.1.2025)	50,000	-
Total	**8,50,000**	**3,30,000**

The criteria for making payments to Non-Executive Directors forms a part of Nomination and Remuneration (NRC) Policy of the Company available on the website and can be accessed through web link: https://www.dai-ichiindia.com/wp-content/uploads/2025/05/NRC-Policy.pdf

Apart from payment of sitting fees,the Company has no other pecuniary relationship with the non-executive directors.

5. a) GENERAL BODY MEETINGS:

The last three Annual General Meetings were held as under:

Financial year	Date	Time (IST)	Venue	Special Resolutions passed at the last three Annual General Meeting
2021 – 2022	29.6.2022	11:30 a.m.	Through Video Conferencing	None
2022 - 2023	22.9.2023	11:30 a.m.	Through Video Conferencing	1. Appointment of Mr. Cyrus Bagwadia (DIN: 01565989) as an Independent Director of the Company for a period of five years commencing from August 11, 2023 till August 10, 2028. 2. Appointment of Mr. Behram Sorabji (DIN: 02035239) as an Independent Director of the Company for a period of five years commencing from August 11, 2023 till August 10, 2028.
2023-2024	6.9.2024	11:30 a.m.	Through Video Conferencing	None

b) **POSTAL BALLOT:** Pursuant to the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the details of the special resolutions passed during financial year 2024-25 by way of Postal Ballot are as follows:

A. The Company obtained approval of shareholders for following Special Resolutions:

i. Appointment of Mr. Srinivasan Vishwanathan (DIN: 00208978) as the Non-Executive Independent Director of the Company for a period of five years commencing from January 23, 2025 till January 22, 2030.

ii. Re-appointment of Mrs. Shernaz Vakil (DIN: 00002519) as Chairperson and Whole-time Director of the Company for a period of three years commencing from April 1, 2025 to March 31, 2028, including her terms of re-appointment and remuneration.

Details of voting pattern of the above mentioned special resolutions are as under:

Resolution No.	Total number of valid votes	Votes in favour of the resolution		Votes against the resolution	
		No. of votes	Percentage of votes	No. of votes	Percentage of votes
1	51,45,921	51,45,920	99.9997%	1	0.0003%
2	51,45,921	51,45,920	99.9997%	1	0.0003%

Both the aforesaid special resolutions were passed with requisite majority.

B. The Board of Directors had appointed Ms. Vinita Nair (Membership No. F10559 and COP No. 11902), Joint Managing Partner, as Scrutinizer for conducting the remote e-voting process in a fair and transparent manner. As per the relevant MCA Circulars, physical copies of the Postal Ballot Notice, Postal Ballot form, and prepaid business reply envelopes were not sent to Members for the said Postal Ballot and a facility was extended for the Members to cast their vote only through remote e-voting. A Public Notice with regard to the Company's Postal Ballot Notice was published giving details of completion of dispatch of Postal Ballot Notice, e-voting and other requirements as mandated under the Act and applicable Rules. The scrutinizer submitted the report, after completion of the scrutiny, the results of e-voting by Postal Ballot were announced by the Company on February 27, 2025 and were sent to the Stock Exchange and displayed on the Company's website. The date of passing of the aforesaid resolutions have been deemed to be on February 27, 2025, last date of remote e-voting period.

6. RELATED PARTY TRANSACTIONS:

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year 2024-25, were under ordinary course of business and on an arm's length basis.

Details of Related Party Transactions are disclosed in the notes to the financial statements. The policy approved and adopted by the Board of Directors has been uploaded on the Company's website at the following link: https://www.dai-ichiindia.com/wp-content/uploads/2025/05/RPT-Policy.pdf

7. MEANS OF COMMUNICATION:

a. Quarterly financial results are taken on record by the Board of Directors and submitted to the stock exchange in terms of the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As per the requirements of the Listing Regulations, the unaudited quarterly and half yearly financial results are announced within 45 days from the close of the quarter and the audited annual financial results are announced within 60 days from the close of the Financial Year.

b. Quarterly financial results have been published in Financial Express and Mumbai Lakshadeep, newspapers.

c. Website of the company is www.dai-ichiindia.com.

d. Exclusive email id for investor correspondence/grievance redressal is investor@dai-ichiindia.com.

e. No presentations have been made to institutional investors or to analysts.

f. The Management Discussion and Analysis Report forms part of Directors' Report.

8. GENERAL SHAREHOLDER INFORMATION:

A. Annual General Meeting:

Date, Time and Venue:	August 20, 2025 at 11:30 a.m. (IST) through VC/OAVM pursuant to the MCA Circulars dated April 8, 2020, April 13, 2020, and September 19, 2024. Deemed Venue for Meeting: Registered office of the Company at Liberty Building, Sir Vithaldas Thackersey Marg, Mumbai- 400020.

B. Financial Calendar (tentative):

Financial Year:	**April 1, 2025 to March 31, 2026**
Board Meeting for consideration of Unaudited quarterly results for three quarters of the financial year 2025-26 i.e. June, 2025; September, 2025 and December, 2025.	Within 45 days from the end of the quarter or within such other time as stipulated under the Listing Regulations.
Board meeting for consideration of Annual Audited results for the period ending March 31, 2026:	Within 60 days from the end of the financial year or within such other time as stipulated under the Listing Regulations.

C. Record date — Wednesday, August 13, 2025, for determining the entitlement of members to the dividend for the financial year ended March 31, 2025

Date of Book Closure: — August 14, 2025 to August 20, 2025 (both days inclusive)

D. Dividend Payment Date: — on or after August 25, 2025

E. Listing on Stock Exchange: — BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Payment of Annual Listing Fee: — The Company had paid the annual listing fees for the financial year 2025-26.

F. Registrar and Share Transfer Agents:

Registrars & Transfer Agents: — MUFG Intime India Private Limited
(formerly known as Link Intime India Private Limited),
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083.

Telephone No. — 022 – 49186000/022 - 49186060

E-mail address: — rnt.helpdesk@in.mpms.mufg.com

G. Share Transfer System:

Share Transfer System and updation of records: The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655, SEBI/HO/MIRSD/MIRSD_RTAMB CIR/2021/687, SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 3, 2021, December 14, 2021, March 16, 2023 and November 17, 2023 respectively. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only, while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement with Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/folios, Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR–4, the format is available at: https://www.dai-ichiindia.com/wp-content/uploads/2023/02/Form_ISR-4.pdf. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/ electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by the SEBI.

H. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2025:

No. of shares slab	Number of shareholders	(%) of shareholders	Number of shares	(%) of shares
upto to 100	3756	61.96	175637	2.36
101 to 200	811	13.38	138052	1.85
201 to 500	806	13.30	282812	3.80
501 to 1000	327	5.39	253435	3.40
1001 to 5000	283	4.67	620207	8.32
5001 to 10000	46	0.76	340267	4.57
10001 to 100000	26	0.43	656793	8.81
100001 to above	7	0.11	4984026	66.89
TOTAL	**6062**	**100**	**74,51,229**	**100**

I. SHAREHOLDING PATTERN AS ON MARCH 31, 2025:

Categories of Shareholders		No. of shares held	%
A	**Promoters Holding**		
	Indian Promoters	47,67,296	63.98
	Foreign Promoters	Nil	Nil
	Persons acting in concert	Nil	Nil
	Sub Total	**47,67,296**	**63.98**
B	**Non-Promoters Holding**		
	Institutional Investors:	-	-
(i)	Mutual Funds and UTI	-	-
(ii)	Alternate Investment Funds	-	-
(iii)	Banks, Financial Institutions, Insurance Companies	-	-
(iv)	FIIs	-	-
	Sub Total	**-**	**-**
	Others:		
(i)	Private Corporate Bodies	2,23,020	2.99
(ii)	Indian Public (including HUF)	22,59,968	30.33
(iii)	NRIs	1,04,066	1.40
(iv)	Any other (LLP, KMP & IEPF)	96,879	1.30
	Sub Total	**26,83,933**	**36.02**
	GRAND TOTAL	**74,51,229**	**100.00**

J. Dematerialization of shares:

The trading on Company shares are permitted only in dematerialized form. The Company has established connectivity with both the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. The International Securities Identification Number ("ISIN") allotted to the Company's shares under the Depository System is INE928C01010.

The percentage of shares held in physical and dematerialization form as on March 31, 2025 are as mentioned below;

Particulars	Number of shares	% of Listed Capital
National Securities Depository Limited	60,31,326	80.94%
Central Depository Services (India) Limited	13,41,502	18.00%
Total Demat mode (A)	**73,72,828**	**98.94%**
Physical mode (B)	78,401	1.06%
Total (A + B)	**74,51,229**	**100%**

K. Plant locations

A. D – 2/20, GIDC – II, Dahej, Vagra, District Bharuch, Gujarat – 392130.

B. Kurkumbh Industrial Area, Plot No. D-13, Village Kurkumbh, Tal Daund, Dist Pune-413105.

L. Address for correspondence: For information on share transactions in electronic form and physical form and general correspondence:

MUFG Intime India Private Limited at
(formerly known as Link Intime India Private Limited),
C 101, 247 Park, L B S Marg,
Vikhroli West, Mumbai 400 083.
Tel: 022 – 49186000/022 - 49186060
Fax: 022 - 4918 6060
E-mail: rnt.helpdesk@in.mpms.mufg.com

Compliance Officer of the Company is
Mr. Ankit Shah (Company Secretary)
3rd Floor, Liberty Building,
S. V. T. Marg, New Marine Lines,
Mumbai – 400 020
Tel: 022-69117130
Email: investor@dai-ichiindia.com

M. The Company has not issued any debt instruments or invited any fixed deposits or floated any scheme or proposal for mobilization of funds. Accordingly, there are no credit ratings obtained by the Company on such instruments / deposits /schemes.

N. The Company does not have any exposure to commodity price risk or hedging activities. The details of derivative instruments and unhedged foreign currency exposures are disclosed in the Notes to Annual Financial Statements.

O. The Company's Banking loan facilities are rated by CRISIL Ratings Limited (CRISIL). As on March 31, 2025, the ratings given by CRISIL for short term borrowings and long-term borrowings of the Company are CRISIL A4+ and CRISIL BB+/ Stable respectively.

9. DISCLOSURES:

- There were no materially significant related party transactions that may have potential conflict with the interest of the Company. The policy for dealing with related party transaction is uploaded on the website of the Company at the following link: https://www.dai-ichiindia.com/wp-content/uploads/2025/05/RPT-Policy.pdf
- The policy for determining 'material' subsidiaries is uploaded on the website of the Company at the following link: https://www.dai-ichiindia.com/wp-content/uploads/2014/08/Policy-for-determining-Material-Subsidiary.pdf
- During the past 3 (three) years there have been no instances of non-compliance, penalties, strictures imposed on the Company by stock exchange or Securities and Exchange Board of India (SEBI) or any other statutory authority on any matter related to capital markets.

- The Company has a Vigil Mechanism / Whistle Blower Policy. No personnel have been denied access to the audit committee to lodge their grievances. The policy is uploaded on the website of the Company at the following link: https://www.dai-ichiindia.com/wp-content/uploads/2023/02/Vigil-Mechanism-Policy..pdf
- The Company in accordance with Regulation 30 of the Listing Regulations, as amended, has framed the Policy for determination for materiality of event or information for the purpose of making disclosures of event or information to the Stock Exchange under Listing Regulations, as amended. The Policy includes criteria for determination of the materiality of event and information and the manner for making disclosure of such events and information to the Stock Exchange. The policy is available on the Company's website under the web link: https://www.dai-ichiindia.com/wp-content/uploads/2025/05/Policy-for-determination-of-Material-Events.pdf
- The Company has complied with all the mandatory corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of the Listing Regulations. The Company has complied with all the requirements of the corporate governance report as specified in sub-paras (2) to (10) of Part C of Schedule V of the Listing Regulations. The Company has not adopted the non-mandatory requirements of the Listing Regulations.
- The Company has in place a Risk Management Policy which identifies elements of risk and the measures to counter it. The policy is reviewed by the Board every year, at the first Board Meeting held after the commencement of the financial year.
- The Company has not raised/utilised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the Listing Regulations.
- The Company has received a certificate dated May 16, 2025 from M/s Vinod Kothari & Company, Practising Company Secretaries that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is enclosed to this report.
- The Board has accepted all the recommendations of the Committees of the Board given from time to time during the financial year under review.
- The details of the total fees paid to B S R & Co. LLP, Chartered Accountant, Statutory Auditor of the Company during the financial year ended March 31, 2025 is given below;

Particulars	**Amount (₹)**
Statutory Audit fees	18,00,000
Limited review of quarterly results	27,00,000
Reimbursement of expenses	3,43,726
Total	**48,43,726**

There were no fees paid to network firms of the Statutory Auditors. The Subsidiary Company has not paid any fees to B S R & Co. LLP, Statutory Auditor of the Company.

Dai-ichi Goesichemicals India Limited, a subsidiary of the Company, has made payment of ₹ 10,000/- towards Audit Fees to M/s. Mahesh C. Mathur & Co, Chartered Accountants, the Statutory Auditors of the subsidiary during the Financial Year 2024-25.

The Company paid ₹ 4,00,000/- to B K Khare & Co., Chartered Accountant, towards tax audit of the Company for FY 2023-24, during the financial year ended March 31, 2025.

- During the financial year ended March 31, 2025, there were no changes in Senior Management Personnel of the Company. The Senior Management Personnel includes following;

Name	**Designation**
Mrs. Shernaz Vakil	Chairperson and Whole-time Director
Ms. Meher Vakil Taff	Managing Director
Mr. Farokh Gandhi	Chief Financial Officer
Mr. Ankit Shah	Company Secretary

- Disclosure in relation to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, for the financial year ended March 31, 2025:

No of complaints filed	NIL
No of complaints disposed off	NIL
No of complaints pending	NIL

- The Company and its subsidiary has not taken or given any loans and advances to firms/Companies/ Body Corporates in which directors are interested or deemed to be interested.
- The Company has no material subsidiaries for the financial year ended March 31, 2025.
- Details of shares that were required to be transferred to the demat suspense account or unclaimed suspense account during the financial year ended March 31, 2025 is as follows:

Particulars	No. of Shareholders	No. of Shares
Aggregate number of Shareholders and the outstanding shares lying in the Unclaimed Suspense Account as at April 1, 2024	2	700
(Less): Number of Shareholders who approached the Issuer for transfer of shares from the Unclaimed Suspense Account and to whom the shares were transferred from the Unclaimed Suspense Account	1	100
Add: Number of Shareholders and their shares transferred to Unclaimed Suspense Account during the year	-	-
(Less): Number of shares transferred from Unclaimed Suspense Account to the IEPF authority during the financial year 2024-25	-	-
Aggregate number of outstanding equity shares in the Unclaimed Suspense Account as at March 31, 2025	1	600

- There were no such agreements entered by the Company that are binding and required to be reported under clause 5A of paragraph A of Part A of Schedule III of Listing Regulations.
- The Company has complied with all the requirements of the corporate governance report as specified in sub-paras (2) to (10) of Part C of Schedule V of the Listing Regulations.
- There are no such outstanding global depository receipts or american depository receipts or warrants or any convertible instruments issued by the Company which will have any impact on equity.
- All mandatory requirements are complied with.

10. CODE OF CONDUCT:

During the financial year under review, the Board of Directors has adopted the Code of Conduct for Directors and Senior Management Personnel. The Code has also been posted on the Company's website at the following link: https://www.dai-ichiindia.com/wp-content/uploads/2014/08/Code-of-conduct.pdf

The said Code has been communicated to the Directors and Senior Management Personnel and they have also affirmed the compliance thereto.

Sd/-
Meher Vakil Taff
Managing Director

11. CERTIFICATE ON CORPORATE GOVERNANCE:

The Company has obtained a certificate from Practicing Company Secretary confirming compliances with conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members
DAI-ICHI KARKARIA LIMITED
Liberty Building,
Sir Vithaldas Thackersey Marg,
Mumbai - 400020.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Dai-ichi Karkaria Limited having CIN L24100MH1960PLC011681 and having registered office at Liberty Building, Sir Vithaldas Thackersey Marg, Mumbai- 400020 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with clause 10(i) of Para C of Schedule V to the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 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 or the Ministry of Corporate Affairs or any such other statutory authority.

Sl. No	Name of the Director as on March 31, 2025	DIN	Category of Directorship	Date of Appointment
1	Mrs. Shernaz Firoze Vakil	00002519	Whole-time Director, Chairperson	February 26, 1979
2	Ms. Meher Vakil Taff	07778396	Managing Director	April 1, 2019
3	Mr. Adi Hirji Jehangir	00001752	Non-Executive – Non-Independent Director	February 19, 1986
4	Mr. Ashok Vishwanath Hiremath	00349345	Non-Executive - Independent Director	September 9, 2020
5	Mr. Behram Maneck Sorabji	02035239	Non-Executive - Independent Director	August 11, 2023
6	Mr. Srinivasan Vishwanathan	00208978	Non-Executive - Independent Director	January 23, 2025

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

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Vinita Nair
Joint Managing Partner
Membership No.: F10559
C P No.: 11902
UDIN: F010559G000356291
Peer Review Certificate No.: 4123/2023

Place: Mumbai
Date: May 16, 2025

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Dai-ichi Karkaria Limited
Mumbai

We have examined the compliance of Corporate Governance by **Dai-ichi Karkaria Limited** ("the Company") for the financial year ending on March 31, 2025, as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

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

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

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Vinita Nair
Joint Managing Partner
Membership No.: F10559
C P No.: 11902
UDIN: F010559G000356377
Peer Review Certificate No.: 4123/2023

Place: Mumbai
Date: May 16, 2025

Independent Auditors' Report

To the Members of Dai-Ichi Karkaria Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Dai-Ichi Karkaria Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2025, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including 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 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

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.

Revenue Recognition	
See Note 3 (H) and Note 26 to standalone financial statements	
The key audit matter	**How the matter was addressed in our audit**
Revenue is recognised when the control of the products being sold has been transferred to the customer. Due to the Company's sales being under various contractual terms across the country and globally, delivery to customers in different regions might take different time periods and may result in undelivered goods at the period end. We consider a risk of misstatement in the Standalone Financial Statements related to transactions occurring close to the year end, as these transactions could be recorded in the incorrect financial period (cut-off). There is also a risk of revenue being fraudulently overstated due to pressure on the Company to achieve performance targets throughout the period and towards the period end. Accordingly, fraud and cut-off risks in revenue recognition is considered as a key audit matter.	In view of the significance of the matter, we applied the following audit procedures in this area, among others, to obtain sufficient audit evidence : – Focusing on the Company's revenue recognition for compliance with Ind AS; – Testing the design, implementation and operating effectiveness of the Company's controls on recording revenue. We focused on controls around existence of revenue; – Performing testing on selected statistical samples of revenue transactions recorded during the year as well as year end. We verified terms of invoices, acknowledged delivery receipts basis inco terms and tested the transit time to deliver the goods. Our tests of detail focused on cut- off samples to verify only revenue pertaining to current year is recognised based on terms set out in sales invoices and delivery documents; – Assessing high risk journals posted to revenue to identify any unusual items.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the 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 intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 and that the back-up of the books of account and other relevant books and papers in electronic mode has not been kept on servers physically located in India on a daily basis during 1 April 2024 till 13 June 2024. Further, the Company has kept the backup of books of account and other relevant books and papers on servers physically located in India on a daily basis from 14 June 2024 onwards.

c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f. the qualitification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2025 on its financial position in its standalone financial statements - Refer Note 34 to the standalone financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 49(iii) to the standalone financial statements, 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

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 49(iv) to the standalone financial statements, 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 Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

   As stated in Note 36 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. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, except for the instances mentioned below, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and same was operated throughout the year for all the relevant transactions recorded in the software:

   i. the feature of audit trail (edit log) facility was not enabled at the database level to log any direct data changes;

   ii. the audit trail (edit log) at application level was not enabled from 1 April 2024 till 18 November 2024. From 19 November 2024 onwards audit trail (edit log) was enabled for not more than 999 changes, for every master data or transaction at application level, and

   iii. authorised privileged users had rights to make changes to the audit trail feature. However, the edit logs for changes made to the audit trail feature were not available throughout the year, and hence, we are unable to determine whether changes to the audit trail feature were made during the year.

   Further, where audit trail (edit log) facility was enabled and except for sub-paragraph (iii) above, we did not come across any instance of audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditor’s Report under Section 197(16) of the Act:

   In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm’s Registration No.:101248W/W-100022

Sd/-
Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:25105234BMNXBI6985

Place : Mumbai
Date : 16 May 2025

Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2025

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit has been physically verified by the management during the year.For goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax, Provident Fund, Employees State

Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Service Tax and Income-Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (₹ in Lakhs)	Amount paid under protest (₹ in Lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act,1961	Income tax, Interest, and Penalty	29.81	-	FY 2005-06	High Court	-
Income Tax Act,1961	Income tax, Interest, and Penalty	321.9	-	FY 2008-09	CIT(A)	-
Income Tax Act,1961	Income tax, Interest, and Penalty	13.09	-	FY 2010-11	AO	-
Income Tax Act,1961	Income tax, Interest, and Penalty	25.32	-	FY 2011-12	DCIT	-
Income Tax Act,1961	Income tax, Interest, and Penalty	5.85	-	FY 2016-17	CIT(A)	-
Income Tax Act, 1961	Income tax, Interest, and Penalty	6.39	-	FY 2017-18	CIT(A)	
Service Tax under Finance Act	Service Tax	54.45	2.31	FY 2008-09 to FY 2011-12	High Court	-
Goods and Services Tax	GST, Interest and Penalty	209.87	-	FY 2020-21	Joint Commissioner	-
Bombay Provincial Municipal Corporations Act, 1949 (Octroi Rules)	Octroi duty	243.00	113.86	FY 2007-08	Hight Court	-

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary or joint venture as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiary or joint venture (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act 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. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in Annual report is expected to be made available to us after the date of this auditor's report.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sd/-
Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:25105234BMNXBI6985

Place : Mumbai
Date : 16 May 2025

Annexure B to the Independent Auditor's Report on the standalone financial statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2025

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Dai-Ichi Karkaria Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to 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 financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sd/-
Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:25105234BMNXBI6985

Place : Mumbai
Date :16 May 2025

Standalone Balance Sheet as at 31 March 2025

(₹ in lakhs)

	Particulars	Note No.	As at 31 March 2025	As at 31 March 2024
A.	**ASSETS**			
	NON-CURRENT ASSETS			
(a)	Property, plant and equipment	4	**11,431**	12,029
(b)	Capital work-in-progress	4	**85**	238
(c)	Investment property		**20**	26
(d)	Intangible assets	4	***-**	*-
(e)	Right to use assets	4	**1,112**	1,125
(f)	Financial assets			
	(i) Investments in subsidiary & joint venture	5(a)	**68**	68
	(ii) Other investments	5(b)	**1**	1
	(iii) Other financial assets	6	**689**	668
(g)	Deferred tax assets (net)	7	**3**	214
(h)	Other tax assets (net)	8	**532**	555
(i)	Other non-current assets	9	**11**	19
	Total non-current assets		**13,952**	14,943
	CURRENT ASSETS			
(a)	Inventories	10	**1,919**	1,666
(b)	Financial Assets			
	(i) Investments	11	**27**	26
	(ii) Trade receivables	12	**2,980**	2,245
	(iii) Cash and cash Equivalents	13	**877**	629
	(iv) Bank balances other than (iii) above	14	**170**	13
	(v) Other financial assets	15	**107**	91
(c)	Other current assets	16	**932**	628
	Total current assets		**7,012**	5,298
	Total assets		**20,964**	20,241
B.	**EQUITY AND LIABILITIES**			
	EQUITY			
(a)	Equity share capital	17	**745**	745
(b)	Other equity	18	**15,801**	15,342
	Total equity		**16,546**	16,087
	LIABILITIES			
	Non-current liabilities			
(a)	Financial liabilities			
	(i) Borrowings	19(a)	**18**	134
	(ii) Other financial liabilities	19(b)	**52**	-
(b)	Provisions	20	**194**	155
	Total non-current liabilities		**264**	289
	CURRENT LIABILITIES			
(a)	Financial liabilities			
	(i) Borrowings	21	**1,255**	1,759
	(ii) Trade payables			
	Total outstanding dues of micro enterprises and small enterprises; and	22	**40**	95
	Total outstanding dues of creditors other than micro enterprises and small enterprises	22	**2,360**	1,505
	(iii) Other financial liabilities	23	**223**	286
(b)	Other current liabilities	24	**86**	61
(c)	Provisions	25	**190**	159
	Total current liabilities		**4,154**	3,865
	Total liabilities		**4,418**	4,154
	Total equity and liabilities		**20,964**	20,241
	* Represents amount less than ₹ 1 lakh			
	Summary of material accounting policies	3		
	Notes forming part of the standalone financial statements	1-51		

The accompanying notes are an integral part of these standalone financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and
Wholetime Director
(DIN: 00002519)

Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Standalone Statement of Profit and Loss for the year ended 31 March 2025

(₹ in lakhs)

Particulars	Note No.	Year ended 31 March, 2025	Year ended 31 March, 2024
Income			
Revenue from operations	26	**18,138**	13,158
Other income	27	**446**	627
Total income		**18,584**	13,785
Expenses			
Cost of materials consumed	28	**11,524**	7,940
Changes in inventories of finished goods, semi-finished goods and work-in-progress	29	**124**	(88)
Employee benefits expense	30	**2,277**	1,967
Finance costs	31	**183**	306
Depreciation and amortisation expense	32	**1,015**	923
Other expenses	33	**2,767**	2,710
Total expenses		**17,890**	13,758
Profit before exceptional items and tax		**694**	27
Exceptional items (Refer Note 48)			
Insurance claim received		**-**	2,058
Profit on sale of tenancy rights		**153**	-
Profit after exceptional items before tax		**847**	2,085
Tax expenses			
Income tax adjustment of earlier years		**18**	36
Deferred tax (net)		**211**	452
Total tax expenses		**229**	488
Profit after tax for the year		**618**	1,597
Other comprehensive income/(expense)			
Items that will not be reclassified to profit and loss			
Remeasurements of post-employment benefit obligation		**(13)**	(7)
Income tax related to items that will not be reclassified to profit or loss		**3**	2
Other comprehensive income/(loss) for the year (net of income tax)		**(10)**	(5)
Total comprehensive income for the year		**608**	1,592
Earnings per equity share Basic and Diluted (of ₹ 10/- each)	38	**8.29**	21.44
Summary of material accounting policies	3		
Notes forming part of the standalone financial statements	1-51		

The accompanying notes are an integral part of these standalone financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
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Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008
Place : Mumbai
Date : 16 May 2025

Standalone Statement of Changes in Equity
for the year ended 31 March 2025

A - Equity share capital

Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	**1,00,00,000**	**1,000**	1,00,00,000	1,000
(B) Issued, subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights				
Balance at the beginning of the reporting year	**74,51,229**	**745**	74,51,229	745
Changes in equity share capital during the year	**-**	**-**	-	-
Balance at the end of the reporting year	**74,51,229**	**745**	74,51,229	745

B - Other Equity (₹ in lakhs)

Particulars	Reserves and Surplus					Total other equity
	Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	
Balance as at 1 April 2023	77	2,594	16	519	10,842	14,048
Profit for the year ended		-	-	-	1,597	1,597
Other Comprehensive Income for the year (net of tax)	-	-	-	-	(5)	(5)
Total comprehensive income for the year	-	-	-	-	1,592	1,592
Transactions with owners of the Company						
Dividend on Equity Shares	-	-	-	-	(298)	(298)
Balance as at 31 March 2024	**77**	**2,594**	**16**	**519**	**12,136**	**15,342**
Profit for the year ended	**-**	**-**	**-**	**-**	618	618
Other Comprehensive income/(loss) for the year (net of tax)	**-**	**-**	**-**	**-**	(10)	(10)
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**608**	**608**
Transactions with owners of the Company						
Dividend on Equity Shares	-	-	-	-	(149)	(149)
Balance as at 31 March 2025	**77**	**2,594**	**16**	**519**	**12,595**	**15,801**

Summary of material accounting policies 3

Notes forming part of the standalone financial statements. 1-51

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
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S. F. Vakil
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Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Standalone Statement of Cash Flow for the year ended 31 March 2025

(₹ in lakhs)

	Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
A	**Cash Flow from Operating Activities:**		
	Profit after exceptional items before tax	**847**	2,085
	Adjustments for:		
	Depreciation and amortisation	**1,015**	923
	Profit on sale of property, plant and equipments	**(17)**	(23)
	Property, plant and equipment written off	*** -**	16
	Insurance claim receipt	**-**	(2,058)
	Net loss(gain) on Investments at fair value through profit and loss	**(1)**	(11)
	Dividend income	**-**	(248)
	Interest income	**(70)**	(62)
	Interest expenses	**183**	305
	Inventory assets written off during the year	**60**	65
	Provision for doubtful trade receivables	**70**	(31)
	Liabilities no longer payable written back	**(1)**	(54)
	Unrealised foreign currency loss/(gain) on revaluation (net)	**10**	17
	Subtotal of Adjustments	**1,249**	(1,161)
	Operating Profit before working capital changes	**2,096**	924
	Changes in working capital:		
	Adjustments for increase/decrease in:		
	(Increase)/Decrease in trade receivables	**(795)**	329
	(Increase)/Decrease in other financial assets and other assets	**(376)**	591
	(Increase)/Decrease in inventories	**(313)**	186
	Increase/(Decrease) in trade payable, other financial liabilities and other liabilities	**935**	(1,241)
	Increase in provisions	**60**	3
	Subtotal of Adjustments	**(489)**	(132)
	Net cash generated from operations	**1,607**	792
	Less : Income tax paid	**5**	(35)
	Net cash generated from operating activities	**1,612**	757
B	**Cash Flow from Investing Activities:**		
	Purchases of property, plant and equipment	**(296)**	(588)
	Proceeds from sale of property, plant and equipment	**34**	61
	Insurance claim receipt	*** -**	2,058
	Investment in fixed deposit with bank	**(207)**	(3)
	Dividend received	**-**	248
	Interest received	**70**	62
	Net Cash generated from/(used in) investing activities	**(399)**	1,838

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

(₹ in lakhs)

	Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
C	**Cash Flow from Financing Activities:**		
	Repayment towards non-current borrowings	**(116)**	(1,591)
	Proceeds from current borrowings	**(503)**	(337)
	Dividend paid	**(149)**	(298)
	Interest paid	**(183)**	(305)
	Net Cash (used in)/generated from financing activities	**(951)**	(2,531)
D	**Net Increase in cash and cash equivalents (A+B+C)**	**262**	64
E	**Cash and cash equivalents as at beginning of the year**	**629**	572
	Net comprehensive expense	**-**	(5)
	Effect of movements in exchange rates on cash held	**(14)**	(2)
F	**Cash and cash equivalents as at end of the year (D+E) (Refer Note13)**	**877**	629
	* Amount below Rupees One Lakh		

Reconciliation of liabilities from financing activities	Non-current borrowing (including current portion) (a)	Current borrowings (b)	Total liabilities from financing activities (a+b)
Opening Balance (as at 1 April 2024)	134	1,759	1,893
Add : Proceeds during the year	50	-	50
Less : Repayment during the year	166	504	670
Closing Balance (as at 31 March 2025)	**18**	**1,255**	**1,273**

Notes:

1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - "Statement of Cash Flows"

2 Purchase of property, plant and equipment includes movements of capital work-in-progress (including capital advances) during the year.

3 Cash and cash equivalents are cash and bank balance as per balance sheet

Summary of material accounting policies 3

Notes forming part of the Standalone financial statements 1-51

The accompanying notes are an integral part of these standalone financial statements

As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and Wholetime Director
(DIN: 00002519)

Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Notes forming part of the Standalone financial statements for the year ended 31 March 2025

1. Company overview

Dai-Ichi Karkaria Limited ('the Company') is domiciled in India with its registered office situated at 3rd Floor, Liberty Building, Sir Vithaldas Thackersey Marg, Mumbai 400 020, India. The Company was incorporated on 13 May 1960 under the provisions of Indian Companies Act, 1956 and its equity shares is listed on Bombay Stock Exchange (BSE) in India. The Company is engaged in manufacturing of specialty chemicals.

The manufacturing activities of the Company are carried out from its plants located at Dahej (Gujarat) and Kurkumbh, District Pune (Maharashtra).

2. Basis of preparation

A. Statement of compliance

These standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013 ('the Act') and the other relevant provisions of the Act.

The standalone financial statements were authorised for issue by the Company's Board of Directors on 16 May 2025. Details of the Company's material accounting policies are included in Note 3

B. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded off to the nearest lakh, unless otherwise stated.

C. Basis of measurement

These standalone financial statements have been prepared on the historical cost basis, except for the following items:

Items	Measurement basis
i) Certain Financial assets and liabilities	Fair value
ii) Net defined benefit asset / (obligation)	Fair Value of plan assets less present value of defined benefit obligations

D. Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Act. Based on the nature of it's activities and the time between the acquisition of assets for processing and their realisation in cash or cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

E. Use of estimates and judgements

The preparation of these standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the standalone financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Key sources of estimation of uncertainty at the date of the standalone financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, recoverability of deferred tax assets, provision and contingent liabilities and fair value measurement of financial instruments have been discussed below. Key source of estimation of uncertainty in respect of revenue recognition and employee benefits have been discussed in their respective policies.

Useful lives of property, plant and equipment

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results from operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

Recoverability of deferred tax assets

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of applicable operating business segments and their ability to utilize any recorded tax assets. The Company reviews its deferred income tax assets at every reporting period end, considering sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

Fair value Measurement of financial instrument

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could affect the reported fair value of financial instruments. The policy has been further explained in detail under note 3 (A).

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an out of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the standalone financial statements. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

F. Recent accounting pronouncements

Recent pronouncements Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Material Accounting Policies

A. Financial instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and 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 measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition.

The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in standalone statement of profit and loss.

The Company has made an election to present subsequent changes in the fair value of equity investments as other income in the standalone statement of profit and loss.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

Derecognisation of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risk and rewards of ownership of the asset to another party. On derecognition of a financial asset, the difference between assets carrying amount and the sum of consideration received or receivable or the cumulative gain or loss that had been recognised in the standalone statement of profit and loss.

The Company derecognises financial liabilities when and only when the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the standalone statement of profit and loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

B. Impairment

Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. In determining the allowances for doubtful trade receivables, the Company has computed the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life 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 standalone statement of profit and loss.

C. Property, plant and equipment / Depreciation

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, less accumulated depreciation, and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, and other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in standalone statement of profit or loss.

Capital work-in-progress:- Projects under which Property, plant and equipment are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

(iii) Expenditure during construction period

Expenditure/Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under capital work-in-progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as capital advances under “other non-current assets”.

(iv) Depreciation

Depreciation of property, plant and equipment is calculated using the straight-line method, except few assets transferred from Kasarwadi plant to Dahej plant which continue to be depreciated using diminishing value method. Freehold land is not depreciated.

Depreciation is charged on the cost of the property plant and equipment less estimated residual value over the useful lives as per Schedule II of the Companies Act, 2013, this useful life are shown below. Depreciation on additions (disposals) is provided on pro-rata basis i.e. from (upto) the date on which the asset is ready for use (disposed-off).

Asset	Management estimate of useful life (years)	Useful life (years) – as per schedule II
Leasehold land	Amortised over the lease period	-
Leasehold improvements	Amortised over lower of the lease period or 7 years	-
Building	3-60	30 – 60
Road	3-10	10
Plant and machinery	10-20	8-20
Furniture and fixture	10	10
Vehicles	8	10
Office equipment	3-15	8-20

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and assessment management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets and in such cases the useful life differs from useful life as per schedule II.

D. Intangible assets

(i) Recognition and measurement

Intangible assets including those acquired by the Company are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognised in standalone statement of profit or loss as incurred.

(iii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over the estimated useful lives using the straight-line method, and is included in depreciation and amortisation in standalone statement of profit and loss.

The estimated useful lives are as follows:

Software	6 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

E. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of raw materials are computed basis the moving average cost, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of finished products and work-in-progress, costs includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated selling expenses.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

The net realisable value of work-in-progress is determined with reference to the selling price of related finished goods. Raw materials, components and other supplies held for use in production of finished goods are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

F. Employee benefits

i. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

The Company's contributions to provident fund, superannuation fund and employee state insurance scheme are considered as defined contribution plans and is charged to the standalone statement of profit and loss based on the amount of contribution required to be made and when services are rendered by the employee.

iii. Defined benefit plan

For defined benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date. Re measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to standalone standalone statement of profit and loss. Past service cost is recognised in the standalone statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

Gratuity

The Company's liability towards Gratuity, which is a defined benefit plan, is determined on the basis of valuations, as at Balance Sheet date, carried out by an independent actuary using Projected Unit Credit Method. Remeasurement of the net defined benefit liability which comprise actuarial gains and losses are recognised immediately in Other Comprehensive Income in the period in which they occur.

iv. Other long- term employee benefits – Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation determined based on percentage unit credit method with independent actuarial valuation as at the balance sheet date. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on government securities as at the balance sheet date. Remeasurements gains or losses are recognised in standalone statement of profit or loss in the period in which they arise.

G. Provisions, contingent liabilities and contingent assets

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provision are recognised at the best estimates of the expenditure required to settle the present obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a pre-tax rate that reflects, when appropriate, the risks specific to the liabilities.

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also 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.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in standalone financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

H. Revenue

i. Sale of goods

Revenue is measured at the fair value of consideration received or receivable net off trade discounts, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer. Revenue is recognised on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services

ii. Rendering of services

Revenue for job work services is recognised as and when services are rendered, in accordance with the terms of the contract. The amount recognised as revenue is exclusive of goods and service tax (GST) and its net of returns and trade discounts.

iii. Rental income

Rental income is recognised as part of other income on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

iv. Export benefits

Export benefits available under prevalent schemes are accrued when no significant uncertainty exist regarding its ultimate collection.

v. Dividend

Dividend from investment is recognised as revenue when right to receive the payments is established.

vi. Interest income

Interest income is recognised using the effective interest rate method.

I. Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets or liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different taxable entities, but they intend to settle current tax liabilities and assets on net basis or their tax assets and liabilities will be realised simultaneously.

J. Borrowing costs

Borrowing cost are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest cost) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of cost of asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

K. Earnings per share

The basic earnings per share (‘EPS’) is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

4. Foreign currency transactions

In preparing the standalone financial statements of the Company, transactions in currencies other than the Company’s functional currency (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions.

Exchange differences on monetary items are recognised in the standalone statement of profit and loss in the period in which they arise.

5. Investment in subsidiary and joint venture

The Company’s investment in its subsidiary and joint venture are carried at cost.

6. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

7. Cash flow statement

Cash flow statement Cash Flows are reported using the indirect method, whereby net Profit before tax is adjusted for the effects of transactions of a non-cash nature, such as deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. In the statements of cash flows, cash and cash equivalents consist of cash and short term deposits, as defined above net of outstanding bank overdrafts as they are considered as integral part of the Company cash management.

Notes forming part of the Standalone financial statements as at 31 March 2025(Contd.)

4. Property, plant and equipment, capital work in progress, Intangible Assets, Investment property and Right of use assets.

(₹ in lakhs)

Particulars	Gross block				Accumulated depreciation/amortisation				Net Block	
	As at 1 April 2024	Additions	Disposal	As at 31 March 2025	As at 1 April 2024	For the year	Disposal	As at 31 March 2025	As at 31 March 2025	As at 31 March 2024
A. Tangible Assets										
Buildings Residential	24	31	-	**55**	23	7	-	**30**	**25**	1
Buildings: Non Residential	5,121	208	-	**5,329**	722	195	-	**917**	**4,412**	4,399
Road	585	-	-	**585**	318	59	-	**377**	**208**	267
Plant and Machinery	10,188	36	32	**10,192**	3,159	663	18	**3,804**	**6,388**	7,029
Furniture and Fixtures	190	4	-	**194**	97	14	-	**111**	**83**	93
Laboratory, office and factory equipment and air conditioners	373	11	-	**384**	149	30	-	**179**	**205**	224
Vehicles	107	129	93	**143**	91	28	86	**33**	**110**	16
Total Tangible Assets	**16,588**	**419**	**125**	**16,882**	**4,559**	**996**	**104**	**5,451**	**11,431**	12,029
B. Intangible Assets										
Computer software	**38**	**-**	**-**	**38**	**38**	**-**	**-**	**38**	**-**	-
Total	**16,626**	**419**	**125**	**16,920**	**4,597**	**996**	**104**	**5,489**	**11,431**	12,029
C. Capital work- in-progress (Refer note 45 (C)	238	181	334	85					**85**	238
D. Investment property										
Building (Refer note 2)	**153**	**-**	**-**	**153**	**127**	**6**	**-**	**133**	20	26
E. Right of use assets										
Leasehold land	**1,233**	**-**	**-**	**1,233**	**108**	**13**	**-**	**121**	**1,112**	1,125

* Amount below Rupees One Lakh

Notes

1) Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Company

2) (i) Building includes commercial property which is classified as investment in property by the Company in accordance with IND AS 40 "Investment property"

(ii) The rental income recognised by the Company during the year ended March 31 2025 was ₹ 81 lakhs (March 31 2024 ₹ 70 lakhs) and was included in "Other income"

(iii) Total fair value of Investment Property is ₹ 1,490 lakhs (March 31 2024 ₹ 1,490 Lakhs)

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

4 (a) Property, plant and equipment, capital work in progress and Intangible Assets (Continued)

(₹ in lakhs)

Particulars	Gross block				Accumulated depreciation/amortisation				Net Block
	As at 1 April 2023	Additions	Disposal	As at 31 March 2024	As at 1 April 2023	For the year	Disposal	As at 31 March 2024	As at 31 March 2024
A. Tangible Assets									
Buildings Residential	24	-	-	**24**	21	2	-	**23**	1
Buildings: Non Residential	5,103	18	-	**5,121**	556	167	-	**722**	4,399
Road	585	-	-	**585**	260	58	-	**318**	267
Plant & Machinery	10,144	180	136	**10,188**	2,592	649	80	**3,159**	7,029
Furniture & Fixtures	190	-	-	**190**	83	14	-	**97**	93
Laboratory, office and factory equipment and air conditioners	351	22	-	**373**	138	11	-	**149**	224
Vehicles	107	-	-	**107**	88	3	-	**91**	16
Total tangible assets	**16,504**	**220**	**136**	**16,588**	**3,738**	**904**	**80**	**4,559**	12,029
B. Intangible assets									
Computer software	**38**	**-**	**-**	38	38		**-**	38	-
Total	**16,542**	**220**	**136**	**16,626**	**3,776**	**904**	**80**	**4,597**	12,029
C. Capital work-in-progress (Refer note 45 (C))	**35**	**423**	**220**	**238**	**-**	**-**	**-**	**-**	238
D. Investment property									
Building	**153**	**-**	**-**	**153**	**121**	**6**	**-**	**127**	26
E. Right of use assets									
Leasehold land	**1,233**	**-**	**-**	**1,233**	**95**	**13**	**-**	**108**	1,125

*Amount below Rupees One Lakh

Notes

1) Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Company

2) (i) Building includes commercial property which is classified as investment in property by the Company in accordance with IND AS 40 "Investment property"

(ii) The rental income recognised by the Company during the year ended March 31 2024 was ₹ 70 lakhs (March 31 2023 ₹ 124 lakhs) and was included in "Other income"

(iii) Total fair value of Investment Property is ₹ 1,490 lakhs (March 31 2023 ₹ Nil)

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
5(a). Investments - Non-current		
In Equity Shares, Unquoted (at cost)		
In Subsidiary		
(i) Dai-Ichi Gosei Chemicals (India) Limited		
48,500 shares (31 March 2024 : 48,500 shares)..	**5**	5
In Joint Venture		
(ii) ChampionX Dai-Ichi India Private Limited		
1,125,000 shares (31 March 2024 : 1,125,000 shares)............................	**68**	68
	73	73
Less : Provision for diminution in value of investment - Investment in Equity Shares of Dai-Ichi Gosei Chemicals (India) Limited	**(5)**	(5)
Total	**68**	68
5(b). Other Investments		
(a) Unquoted :		
The Zoroastrian Co-operative Bank Limited, unquoted (at fair value through profit and loss)		
4,000 shares (31 March 2024 : 4,000 shares)	**1**	1
	1	1
6. Other Financial Assets - Non-current		
(Unsecured and considered good)		
To parties other than related parties		
Security deposits	**253**	252
Margin money deposits with original maturity greater than twelve months	**436**	416
Total	**689**	668
7. Deferred tax assets (net)		
Deferred Tax Assets		
Retirement benefits..	**97**	79
Loss allowance on trade receivables..	**21**	4
Bonus..	**6**	7
MSME Balance..	*** -**	5
Income tax loss..	**935**	1,244
Others..	**6**	-
Total deferred tax assets (a)..	**1,065**	1,339

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities		
Property, plant and equipment and Intangible assets	**1,061**	1,123
Fair valuation of investments	**1**	1
Others	**-**	1
Total deferred tax liabilities (b)	**1,062**	1,125
Net deferred tax assets (a-b)	**3**	214
Deferred tax assets recognised (net) (Refer note 46)	**3**	214
8. Other tax assets (net)		
(Unsecured, considered good)		
Advance Tax (Net of provision ₹ 1,638 lakhs (31 March 2024 : ₹ 1,695 lakhs))	**532**	555
Total	**532**	555
9. Other non current assets		
(Unsecured, considered good)		
Balance with Government Authorities	**4**	4
Prepaid expenses	**7**	15
Total	**11**	19
10. Inventories		
(At lower of cost and net realisable value)		
Raw materials (including goods-in-transit ₹ 41.65 Lakhs ;31 March 2024 ₹ 29.56 Lakhs)	**1,089**	728
Packing material	**32**	17
Work-in-progress	**9**	63
Finished goods (including goods-in-transit ₹ 66 Lakhs; 31 March 2024 ₹ 40 Lakhs)	**464**	438
Semi finished goods	**181**	277
Spare and consumables	**144**	143
Total	**1,919**	1,666
Footnote		
(i) Amount of write down of inventories to net realisable value and other provisions recognised in the Statement of Profit and Loss as an expense is ₹ 60 lakhs (31 March 2024 ₹ 65 lakhs)		
(ii) Inventories are hypothecated against cash credit facility from bank		
11. Current investments		
(a) In equity instruments (at fair value through profit and loss)		
(i) Quoted:		
2,412 shares (31 March 2024: 2,412 shares) of ₹ 10 each fully paid up in Heubach Colorants India Limited (formely known as Clariant Chemicals (India) Limited)	**14**	11
8,100 shares (31 March 2024: 8,100 shares) of ₹ 10 each fully paid up in Bank of India	**10**	12
2,000 shares (31 March 2024: 2,000) of ₹ 2 each in Bharat Seats Limited	**3**	3

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
(ii) Unquoted		
1,000 shares (31 March 2024: 1,000 shares) of ₹ 25 each fully paid up of The Shamrao Vithal Co-operative Bank Limited	* -	* -
2,500 shares (31 March 2024: 2,500 shares) of ₹ 10 each fully paid up of The Saraswat Co-operative Bank Limited	* -	* -
Total	**27**	26
1) Aggregate cost of quoted investments	**4**	4
2) Aggregate market value of listed and quoted investments	**27**	26
3) Aggregate cost of unquoted investments	* -	* -
4) Aggregate cost of unquoted investments (net of diminution in value written off)	* -	* -

* Amount below Rupees One Lakh

12. Trade receivables
(unsecured)

Particulars	As at 31 March 2025	As at 31 March 2024
Considered good	**2,980**	2,245
Credit impaired	**84**	14
Less :- Loss allowance	**(84)**	(14)
Total	**2,980**	2,245

(i) Of the above,dues include amount due from related parties ₹ 472 lakhs (31 March 2024: ₹ 49 lakhs)
(ii) Trade Receivables include ₹ 472 lakhs (31 March 2024: ₹ 1,045 lakhs) due from the one customer.
(iii) Trade receivables are hypothecated as security for borrowings
(iv) Ageing of trade receivable is disclosed in Note 45 D for schedule III disclosure.

13. Cash and cash equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with Banks		
(i) In current accounts	**8**	8
(ii) In exchange earners foreign currency account	**869**	392
(iii) Deposits with maturity of less than three months	**-**	229
Cash on hand	* -	* -
Total	**877**	629

* Amount below Rupees One Lakh

14. Bank balances other than cash and cash equvivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Unpaid dividend	**7**	10
Deposits with banks with original maturity of more than three months but less than twelve months	**163**	3
(Balances held as margin money against guarantees and other commitments)		
Total	**170**	13

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
15. Other financial assets - current		
(unsecured, considered good)		
Export Incentive receivable	**80**	91
Margin money deposits with original maturity greater than twelve months (maturing within twelve months)	**27**	-
Total	**107**	91

* Amount below Rupees One Lakh

Particulars	As at 31 March 2025	As at 31 March 2024
16. Other current assets		
(unsecured, considered good)		
Prepaid expenses	**98**	82
Advance to suppliers	**33**	28
Advance to employees	**-**	1
Balances with government authorities		
i) Goods and service tax act	**801**	501
ii) Value added tax	***-**	*-
iii) Duty drawback receivable	**-**	16
Total	**932**	**628**

* Amount below Rupees One Lakh

17. Share capital

(₹ in lakhs)

Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	Amount	Number of shares	Amount
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	**1,00,00,000**	**1,000**	1,00,00,000	1,000
(B) Issued, Subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights	**74,51,229**	**745**	74,51,229	745
Total	**74,51,229**	**745**	74,51,229	745

(C) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting year

Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the commencement of year	**74,51,229**	**745**	74,51,229	745
Add / (Less): Equity shares issued / bought back during the year	**-**	**-**	-	-
At the end of the period	**74,51,229**	**745**	74,51,229	745

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

(D) Details of equity shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	**As at 31 March, 2025**		As at 31 March, 2024		**% change during the year**
	Number of shares held	**% holding**	**Number of shares held**	**% holding**	
Equity shares with voting rights					
Mrs. S. F Vakil (Promoter shareholder)	36,24,179	48.64%	36,24,179	48.64%	0.00%

(E) There were no equity shares allotted as fully paid up pursuant to contracts without payment received in cash, there were no bonus shares allotted and there were no equity shares bought back, during the period of 5 years immediately preceding the Balance Sheet date.

(F) The Company has one class of equity shares having par value of ₹ 10/- per share.

In the event of liquidation of the Company, equity shareholders will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity share held by the shareholders.

18. Other equity

(₹ in lakhs)

Particulars	**As at 31 March 2025**	As at 31 March 2024
(a) Capital reserve		
Balance as at the commencement and end of the year	77	77
(b) Capital redemption reserve		
Balance as at the commencement and end of the year	16	16
(c) Securities premium account		
Balance as at the commencement and end of the year	2,594	2,594
(d) General reserve		
Balance as at the commencement and end of the year	519	519
(e) Retained Earnings		
Balance as at the commencement of the year...	12,228	10,929
Add: Profit for the year..	618	1,597
	12,846	12,526
Less : Dividend to equity shareholders (₹ 2 per share) (Previous year ₹ 4 per share) (Refer note 39)	(149)	(298)
	(149)	**(298)**
Balance as at the end of the year	**12,697**	12,228
(f) Other terms of other comprehensive income /(Loss)		
Balance as at the commencement of the year	(92)	(87)
Add: Remeasurement of employment benefit obligation (net of tax)...............	(10)	(5)
Balance as at the end of the year	**(102)**	(92)
Total	**15,801**	15,342

Nature and Purpose of Reserves

(a) Capital reserve

Any profit or loss on purchase, sale, issue or cancellation of the Company's own equity instruments is transferred to capital reserve.

(b) Capital redemption reserve

A statutory reserve created to the extent of sum equal to the nominal value of the share capital extinguished on buyback of company's own shares pursuant to Section 69 of the Companies Act, 2013. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(c) Securities premium account

Securities premium reserve is credited when shares are issued at a premium. It is utilized in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares, write-off equity related expenses like underwriting costs, etc.

(d) General reserve

General reserve is a free reserve, which is created by transferring funds from retained earnings to be used time to time to transfer profits from retained earnings for appropriation purposes.

(e) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to General Reserve and payment of dividend

(f) Other items of other comprehensive income

Other items of other comprehensive income consist of re-measurement of net defined benefit liability/asset.

(g) Dividends declared by the Company are based on profits available for distribution. During financial year 2024-25 Company has paid final dividend of ₹ 2 per share in respect of the year ended 31 March 2024.

(h) The Board of Directors of the Company at the meeting held on 16 May 2025 proposed a dividend of ₹ 3.5 per share (previous year ₹ 2 per share) subject to approval of the members at the ensuing Annual General Meeting

19(a). Non - current financial liabilities - borrowings

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Vehicle term loan from bank - secured (Refer note (i) and (iv)).........	18	-
(b) Working capital term loan from banks - secured (Refer Note(ii)).......	-	134
Total	**18**	**134**

Note (i) - Vehicle term loan

Vehicle term loan repayble in monthly installement of Rs 1.58 lakhs per month and interest payable @ 10.4% p.a.

Note (ii)

a) Company has repaid entire Working Capital Term Loan in March 2025 from proceeds from regular business operations.

b) Bank returns/stock statements filed by the Company during the year with its bankers are in agreement with books of account.

Note (iii)

The Company has not defaulted on repayment of interest and loans as at the balance sheet date.

Note (iv)

(₹ in lakhs)

Current maturities of long term borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
- Term loans from banks and others	19	70

19(b). Non - current financial liabilities - others	As at 31 March 2025	As at 31 March 2024
Security deposit..	38	-
Deferred rent..	14	-
Total	**52**	-

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
20. Provision - non current		
Provision for employee benefits		
Gratuity	**18**	24
Compensated absences	**176**	131
Total	**194**	155
21. Current financial liabilities - borrowings		
Loan From Director (Refer note 41)	**-**	327
Cash credit (secured)	**1,236**	1,362
Total	**1,236**	1,689
Current maturities of long term borrowings		
- Term loans from banks & others	**19**	70
	1,255	1,759
22. Trade payables		
i) Total outstanding dues of micro enterprises and small enpterprises (Refer note below)	**40**	95
ii) Total outstanding dues of creditors other than micro enpterises and small enterprises (Refer note 41 for Related party transactions)	**2,360**	1,505
Total	**2,400**	1,600
Note		
Ageing of trade payable is disclosed in Note 45 B for schedule III disclosure.		
Micro enterprises and small enterprises		
Information in respect of micro, small and medium enterprises as defined under micro, small and medium enterprises development act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.		
The following disclosures are made for the amounts due to the micro, small and medium enterprises:		
(i) Principal Amount remaining unpaid to any supplier as at the end of the year	**40**	74
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the year	**-**	21
(iii) The amount of interest paid by the buyer under MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year	**4**	-
(iv) The amount of interest due and payable for the period of the delay in making payment (which have been paid but beyond the appointed date during the year but without adding the interest specified under the MSMED Act	**-**	21
(v) The amount of interest accrued and remaining unpaid at the end of the year	**-**	21
(vi) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallownce as a deductible expenditure under section 23 of MSMED Act 2006	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Notes forming part of the Standalone financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
23. Other financial liabilities - current		
Unpaid dividends**	**7**	10
Employee benefits payable	**195**	181
Security deposits	**3**	3
Payables on purchase of property, plant and equipment (***)	**14**	92
Deferred rent	**4**	-
Total	**223**	286

** There are no amounts due for payment to the Investor education and protection fund ("IEPF") under Section 125 of the Companies Act, 2013.

*** Payables on purchase of property, plant and equipment includes MSME vendor balance of ₹ 5 lakhs (31 March 2024 ₹ 3 lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
24. Other current liabilities		
Advance from customers	**17**	12
Payable to statutory authorities	**69**	49
Total	**86**	61
25. Provisions - current		
Provision for employee benefits		
Gratuity	**74**	63
Compensated absences	**116**	96
Total	**190**	159

(₹ in lakhs)

26. Revenue from operations	For the year ended 31 March 2025	For the year ended 31 March 2024
(a) Sale of products	**18,052**	13,083
(b) Other operating revenues (Refer Note (i) below)	**86**	75
Total	**18,138**	**13,158**
Notes:		
(i) Other operating revenues comprises:		
Scrap sales	**75**	71
Others	**11**	4
Total	**86**	75

Note : Ind AS 115 – Revenue from Contracts with Customers

(A) The Company is primarily in the Business of manufacture and sale of Specialty chemicals. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/ delivery. The Company has a credit evaluation policy based on which the credit limits for the trade receivables are established, the Company does not give significant credit period resulting in no significant financing component.

(B) Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from contract with customer as per Contract price	**18,116**	13,137
Add/(Less) : Discounts and other adjustments	**(78)**	(54)
Less:- Sales returns /credits /reversals	**14**	-
Revenue from contract with customer as per statement of profit and loss	**18,052**	13,083

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Disaggregation of revenue - Revenue from major products

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Metal Passivator for refinery	**2,090**	231
Pour point depressant for crude oil	**2,280**	1,867
Pour point depressant for lube oil	**1,850**	1,405
Emulsifier	**606**	562
Others	**11,226**	9,018
	18,052	13,083

27. Other income	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest income - others (Refer Note (i))	70	63
Dividend income from		
-Joint venture	-	248
-Others	* -	* -
Profit on Revaluation of investments	1	11
Export incentives	145	74
Rental income	81	70
Profit on sales of property, plant and equipment	17	23
Other non-operating Income (including exchange gain) (Refer note (ii))	132	138
Total	446	627
Note (i) Interest income comprises:		
Interest from banks on deposits	41	41
Others interest (Interest on income tax refund)	29	22
	70	63
Note (ii) Other non-operating Income		
Net gain on foreign currency transactions and translation	128	52
Liabilities no longer payable written back	1	54
Reversal of provision for doubtful trade receivables	-	31
Miscellaneous receipts	3	* -
Total	**132**	**138**

* Amount below Rupees One Lakh

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
28. Cost of materials consumed		
Opening Stock	**745**	1,065
Add : Purchases	**11,900**	7,620
Less : Closing Stock	**(1,121)**	(745)
Total	**11,524**	7,940
Raw Materials consumed comprises of the following:		
Fatty Alcohol, Phenol & Glycol	2,636	813
Metal Oxide	1,918	283
Ethylene Oxide	1,728	1,627
Oils & Fatty Acids	900	813
Solvents	542	696
Amines	140	127
Other items	3,660	3,581
Total	**11,524**	7,940
29. Changes in inventories of finished goods, semi finished goods and work-in-progress		
Inventories at the end of the year		
Finished goods	**464**	438
Semi finished goods	**181**	277
Work-in-progress	**9**	63
	654	778
Inventories at the beginning of the year		
Finished goods	**438**	374
Semi finished goods	**277**	274
Work-in-progress	**63**	41
	778	690
Net Increase/(Decrease)	**124**	(88)
30. Employee Benefits Expense		
Salaries, wages and bonus	**2,010**	1,747
Contribution to provident and other funds	**131**	121
Staff welfare expenses	**136**	99
Total	**2,277**	1,967
31. Finance costs		
Interest expenses - On borrowings	**153**	252
- Others	**30**	54
Total	**183**	306
32. Depreciation and amortisation expense		
Depreciation of Property, plant and equipment, Investment property and Right of use assets.	**1,015**	923
Total	**1,015**	923

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
33. Other expenses		
Consumption of stores and spare parts	107	90
Power and fuel	751	838
Repairs to plant and machinery	-	1
Repairs to others	103	157
Effluent treatment expenses	15	22
Insurance	69	125
Rates and taxes, excluding, taxes on income	29	38
Rent expense	38	37
Traveling expenses	45	63
Legal and professional fees	204	193
Payment to auditors		
Audit fees	18	23
Tax audit	4	4
Limited review of quaterly results	27	26
Reimbursement of expenses	3	4
Freight and forwarding expense	475	284
Commission expense	51	45
Contract labour charges	420	409
Directors sitting fees	12	10
Donation	* -	* -
Security charges	74	73
Property, plant and equipment written off	* -	16
Inventory assets written off during the year	60	65
Provision for doubtful trade receivables	70	-
Miscellaneous expenses	192	187
Total	2,767	2,710

* Amount below Rupees One Lakh

34. Contingent Liabilities and Capital Commitments

(₹ in lakhs)

a) Contingent Liabilities

Sr. No	Particulars	As at 31 March 2025	As at 31 March 2024
	Claims against the Company not acknowledged as debt:		
(i)	Octroi (classification of raw materials)* * Includes ₹ 142 lakhs (31 March 2024: ₹ 142 lakhs) for which bank guarantee has been given and shown under note below 34 (a)(vi)	**243**	243
(ii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with Appellate Tribunals (Determination of nature of receipt)	**30**	30
(iii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with Income Tax Authorities	**373**	623
(iv)	Disputed Goods and Service Tax demands related to input tax credit claims	**210**	-
(v)	Service Tax (Dispute on availment of cenvat on exempt goods)	**54**	54

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(vi)	Guarantees issued to others by Bank secured by counter guarantee of the Company and by charge on the property, plant and equipment, inventories and trade receivables of the company	**390**	404
(vii)	Bond for availing duty exemption under Exemption Entitlement certificate Scheme	**89**	89
(viii)	Bond for availing duty benefit under Manufacture and Other Operations in Warehouse regulation scheme	**300**	300
	Total	**1,689**	1,743

b) Capital Commitments

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (tangible assets - Property, plant and equipment (net of advances))	**24**	388

35. Details on derivative instruments and unhedged foreign currency exposures

I. The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

	As at 31 March, 2025		As at 31 March, 2024	
	(INR in Lakhs)	**(USD in Lakhs)**	(INR in Lakhs)	(USD in Lakhs)
Receivables	**978**	**USD 11.46**	1,791	USD 21.52
(Payables)	**(99)**	**USD 1.15**	(194)	USD 2.32
(Payables)	***-**	**CHF 0.01**	*-	CHF 0.01

Note : Receivables includes balance of Exchange Earner Foreign Currency account

* Amount below Rupees One Lakh

36. Dividend paid and proposed:

Dividends on equity shares were declared and paid by the Company during the year

Particulars	Dividend per Equity Shares (₹.)	Year ended 31 March 2025	Dividend per Equity Shares (₹.)	Year ended 31 March 2024
Final dividend on equity shares	2.00	**149**	4.00	298
Total	-	**149**	-	298

The Board of Directors at the meeting held on 16 May 2025 proposed a dividend of ₹ 3.5 per share (previous year ₹ 2 per share) subject to approval of the members at the ensuing Annual General Meeting.

37. Disclosure of Employee Benefits as per Ind AS 19 is as under:

i) Defined contribution plans:

The Company makes contributions towards provident fund and Employees State Insurance Scheme Contributions which are defined benefit contribution plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. The provident fund plan is operated by the Government administered employee provident fund. Eligible employees receive the benefits from the said Provident Fund. Both the employees and the Company make monthly contribution to the Provident Fund plan equal to a specific percentage of the covered employee's salary. The Company has no obligations other than to make the specified contributions.

The Company has recognised the following amounts in the standalone statement of Profit and Loss

(₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
- Contribution to Provident Fund	**106**	97
- Contribution to Employee State Insurance Corporation	*** -**	* -
Total	**106**	97

* Amount below Rupees One Lakh

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

ii) Defined benefit plan:

The Company earmarks liability towards funded group gratuity and provides for payment to vested employees as under:

a) On Normal retirement/ early retirement/ withdrawal/resignation:

As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

The Company also provided for protected Gratuity calculated based on additional 15 days of service for all employees upto 1 December 2003.

The Company has established an income tax approved irrevocable trust fund to which it regularly contributes to finance liabilities of the plan. The fund's investments are managed by insurance company as per the mandate provided to them by the trustees and the asset allocation is within the permissible limits prescribed in the insurance regulations.

The most recent actuarial valuation of the present value of the defined benefit obligation for gratuity was carried out as at 31 March 2025 by an independent actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the gratuity plan and the amounts recognised in the Group's financial statements as at 31 March 2025

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2025	As at 31 March 2024
I)	Reconciliation in present value of obligations (PVO) – defined benefit obligation :		
	Current Service Cost	**13**	12
	Interest Cost	**12**	12
	Actuarial loss/(gain)	**13**	6
	Benefits paid	**(5)**	(25)
	PVO at the beginning of the year	**173**	168
	PVO at end of the year	**207**	173
II)	Change in fair value of plan assets:		
	Expected return on plan assets	**7**	6
	Return on plan assets	***-**	(1)
	Contributions by the employer	**25**	27
	Benefits paid	**(5)**	(25)
	Fair value of plan assets at beginning of the year	**94**	86
	Fair value of plan assets at end of the year	**121**	94
III)	Analysis of defined benefit obligation :		
	Defined benefit obligation at the end of the year	**207**	173
	Provision for protected gratuity	**9**	9
	Fair value of plan assets at the end of the year	**121**	94
	Current / Non current classifications		
	Current	**74**	63
	Non current	**21**	26
	Total	**95**	89

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2025	As at 31 March 2024
IV)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of year	**207**	173
	Provision for protected gratuity	**9**	9
	Fair Value of plan assets	**121**	94
	Funded status	**86**	79
	Net liability recognised in the balance sheet	**95**	89
V)	Expense recognised in the statement of profit or loss:		
	Current Service cost	**13**	12
	Net interest	**6**	6
	Expense recognised in the statement of profit or loss	**19**	18
VI)	Other comprehensive income (OCI):		
	Actuarial Loss/(Gain) recognised for the period	**13**	6
	Return on plan assets excluding interest income	***-**	1
	Total actuarial Loss/(Gain) recognised in OCI	**13**	7
VII)	Assumption used in accounting for the gratuity plan:		
	Discount rate (%)	**6.54%**	7.29%
	Expected return on plan assets	**6.54%**	7.16%
	Salary escalation rate (%)	**7.00%**	7.00%
	Attrition	**21.8%**	21.8%
	Mortality Table	**Indian Assured Lives Mortality (2012-14)**	Indian Assured Lives Mortality (2012-14)

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary Escalation Rate: The estimates of future salary increases, considered in actuarial valuation, takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The amounts of the present value of the obligation and experience adjustment arising on plan liabilities are as below :

(₹ in lakhs)

Experience adjustments	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021
Gratuity					
Expected gain / (loss) adjustments on plan liabilities	**10**	5	4	(33)	20
Experience gain / (loss) adjustments on plan assets	***-**	(1)	(1)	1	3
Defined Benefits at the end of the year	**207**	173	168	185	171
Plan Assets at the end of the year	**121**	94	86	79	96
Funded status Deficit	**(95)**	(89)	(92)	(107)	(75)
Contribution expected to be paid to the plan during next financial year	**73**	63	53	51	45

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

As at 31 March 2025 the weighted average duration of the defined benefit obligation is four years (31 March 2024 : four years)

Sensitivity Analysis

Particulars	As at 31 March 2025	As at 31 March 2024
Delta Effect of +1% Change in Rate of Discounting	**(5)**	(4)
Delta Effect of -1% Change in Rate of Discounting	**5**	4
Delta Effect of +1% Change in Rate of Salary Increase	**5**	4
Delta Effect of -1% Change in Rate of Salary Increase	**(5)**	(4)
Delta Effect of +1% Change in Rate of Employee attrition	***-**	*-
Delta Effect of -1% Change in Rate of Employee attrition	***-**	*-

* Amount below Rupees One Lakh

38. Earnings per share (EPS)

(₹ in lakhs)

Particulars			Year ended 31 March 2025	Year ended 31 March 2024
Profit after tax attributable to equity shareholders	₹ in lakhs	A	**618**	1,597
Weighted average number of equity shares outstanding during the year	Nos.	B	**74,51,229**	74,51,229
Basic and diluted earnings per equity share	In ₹	(A / B)	**8.29**	21.44
Face value per equity share	In ₹		**10**	10

39. Corporate Social Responsibility expenditure

Provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Company for the year ended 31 March 2025.

40. Segment Reporting

The Company management, pursuant to 'Ind AS 108 – Operating Segments' has concluded that the Company has only one reportable segment which is Specialty Chemicals. Accordingly, no separate disclosures of segment information have been made.

41. Related party disclosures

Description of relationship	Names of related parties
(i) Subsidiary	Dai-Ichi Gosei Chemicals (India) Limited (DGCIL)
(ii) Jointly controlled entities (JCE)	ChampionX Dai-ichi India Private Ltd. (CXDI)
(iii) Key Management Personnel (KMP)	i) Mrs. S. F. Vakil - Chairperson (w.e.f. from 1st April 2023 - Chairperson and Wholetime Director)
	ii) Ms. Meher Vakil Taff - Managing Director (MFV) (w.e.f. from 1st April 2023 - Managing Director)
	iii) Mr. A H Jehangir (AHJ)
	iv) Mr. Ashok V. Hiremath (Independent Director) (AVH)
	v) Mr. Cyrus Bagwadia (Independent Director) (CB) (w.e.f. - 11 August 2023 to 23 January 2025)
	vi) Mr. Behram Sorabji (Independent Director) (BS) (w.e.f. - 11 August 2023)
	vi) Mr. Srinivasan Vishwanathan (Independent Director) (SV) (w.e.f. - 23 January 2025)
	vii) Mr Farokh P Gandhi (Chief Financial Officer) (FG)
	viii) Mr. Ankit P Shah (Company Secretary) (AS)
(iv) Relatives of KMP	i) Mr. Firoze Adi Vakil - Husband of Chairperson and Whole-time Director (FAV)

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

	ii) Mr. Jahangir F. Vakil - Son of Chairperson and Whole-time Director (JFV)
	iii) Mrs. P. R. Mehta -Sister of Chairperson and Whole-time Director (PRM)
	iv) Mr. Matthew I. Taff - Husband of Ms. Meher F Vakil (MT)
(v) Entities in which KMP / Relatives of KMP can exercise significant influence	i) Indian Oxides and Chemicals Private Limited (IOCL)
	ii) Rose Investments Limited (RIL),
	iii) General Pharmaceuticals Pvt. Ltd. (GPPL)
	iv) Netal (India) Limited (NIL)
	v) Neterwala Consulting & Corporate Services Limited (NCCL) (merged with CFAPL in FY 2023-24)
	vi) Chemicals and Ferro Alloys Pvt. Ltd (CFAPL)
	vii) Uni Klinger Limited (UKL)
	viii) Natch Products & Services Pvt. Ltd. (NPSPL)
(vi) Enterprises over which director can exercise significant influence	i) Maneckji & Shirinbai Neterwala Foundation (MSNF)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	CXDI	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Purchase of goods:							
CXDI	-	-	-	-	-	-	**-**
	-	(6)	-	-	-	-	(6)
IOCL	-	-	-	-	**1,924**	-	**1,924**
	-	-	-	-	(331)	-	(331)
GPPL	-	-	-	-	**72**	-	**72**
	-	-	-	-	(76)	-	(76)
UKL	-	-	-	-	-	-	**-**
	-	-	-	-	(1)	-	(1)
Sale of goods:							
CXDI	-	**1,652**	-	-	-	-	**1,652**
	-	(697)	-	-	-	-	(697)
GPPL	-	-	-	-	**6**	-	**6**
	-	-	-	-	(9)	-	(9)
Rendering of services/ Reimbursement of expenses:							
CXDI	-	**13**	-	-	-	-	**13**
	-	(14)	-	-	-	-	(14)
CFAPL	-	-	-	-	*-	-	*-
	-	-	-	-	*-	-	*-
IOCL	-	-	-	-	**9**	-	**9**
	-	-	-	-	(10)	-	(10)
NPSPL	-	-	-	-	**2**	-	**2**
	-	-	-	-	**-**	-	-

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	CXDI	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Receiving of services/ Reimbursement of expenses :							
SFV	-	-	**1**	-	**-**	-	**1**
	-	-	(2)	-	-	-	(2)
MFV	-	-	**3**	-	**-**	-	**3**
	-	-	(13)	-	-	-	(13)
NPSPL	-	-	-	-	**2**	-	**2**
	-	-	-	-	(1)	-	(1)
NIL	-	-	-	-	*-	-	*-
	-	-	-	-	-	-	-
Rent							
SFV	-	-	**39**	-	-	-	**39**
	-	-	(37)	-	-	-	(37)
Interest Paid		-					
SFV	-	-	**18**	-	-	-	**18**
	-	-	(30)	-	-	-	(30)
Remuneration :							
SFV	-	-	**339**	-	-	-	**339**
	-	-	(295)	-	-	-	(295)
MFV	-	-	**312**	-	-	-	**312**
	-	-	(273)	-	-	-	(273)
FG	-	-	**87**	-	-	-	**87**
	-	-	(73)	-	-	-	(73)
AS	-	-	**33**	-	-	-	**33**
	-	-	(28)	-	-	-	(28)
Directors' Sitting Fees :							
AHJ	-	-	**2**	-	-	-	**2**
	-	-	(2)	-	-	-	(2)
KP (upto - 22 September 2023)	-	-	**-**	-	-	-	**-**
	-	-	(2)	-	-	-	(2)
KE (upto - 22 September 2023)	-	-	**-**	-	-	-	**-**
	-	-	(2)	-	-	-	(2)
AVH	-	-	**3**	-	-	-	**3**
			(3)				(3)
CB (w.e.f. 11 August 2023 to 23 January 2025)	-	-	**3**	-	-	-	**3**
	-	-	(2)	-	-	-	(2)
BS (w.e.f. 11 August 2023)	-	-	**3**	-	-	-	**3**
	-	-	(1)	-	-	-	(1)

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	CXDI	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Srinivansan Vishwanathan (w.e.f 23 January 2025)	-	-	**1**	-	-	-	**1**
	-	-	-	-	-	-	**-**
Dividend received:							
CXDI	-	**-**	-	-	-	-	**-**
	-	(248)	-	-	-	-	(248)
Loan Repaid :							
SFV	-	-	**327**	-	-	-	**327**
	-	-	**-**	-	-	-	-
Dividend paid:							
SFV	-	-	73	-	-	-	73
	-	-	-	-	-	-	-
MFV	-	-	3	-	-	-	3
	-	-	-	-	-	-	-
FAV	-	-	-	2	-	-	2
	-	-	-	-	-	-	-
PRM	-	-	-	6	-	-	6
	-	-	-	-	-	-	-
RIL					5		5
	-	-	-	-	-	-	-
GPPL					*-	-	* -
	-	-	-	-	-	-	
CFAPL	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
Balances outstanding at the end of the year							
Investments :							
CXDI	**-**	**68**	**-**	**-**	**-**	**-**	**68**
	-	(68)	**-**	**-**	**-**	**-**	(68)
Trade receivables:							
CXDI	**-**	**472**	**-**	**-**	**-**	**-**	**472**
	-	(47)	**-**	**-**	**-**	**-**	(47)
IOCL	**-**	**-**	**-**	**-**	**-**	**-**	**-**
	-	**-**	**-**	**-**	(2)	**-**	(2)
NPSPL	**-**	**-**	**-**	**-**	**2**	**-**	**2**
	-	**-**	**-**	**-**	**-**	**-**	-
Deposits for office :							
SFV	**-**	**-**	**32**	-	-	-	**32**
	-	**-**	(32)	-	-	-	(32)

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	CXDI	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Trade payable :							-
IOCL	-	-	-	-	-	-	-
	-	-	-	-	(21)	-	(21)
UKL	-	-	-	-	-	-	-
	-	-	-	-	(1)	-	(1)
NPSPL	-	-	-	-	*-	-	*-
	-	-	-	-	-	-	-
GPPL	-	-	-	-	*-	-	*-
	-	-	-	-	(13)	-	(13)
SFV	-	-	-	-	*-	-	*-
	-	-	-	-	-	-	*-
MFV	-	-	*-	-	*-	-	*-
	-	-	*-	-	-	-	*-

* Amount below Rupees One Lakh

Note: Figures in bracket relate to the previous year

(₹ in lakhs)

Payment of sitting fees to Independent directors	Year ended 31 March 2025	Year ended 31 March 2024
Sitting fees	**12**	10

Key management personnel compensation

Key management personnel compensation comprised the following :

(₹ in lakhs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Post-employment benefits	**50**	44
Other long-term benefits	**150**	122

Based on the recommendation of the Nomination and Remuneration committee, all decisions relating to the remuneration of the directors are taken by the Board of Directors of the Company, in accordance with shareholders' approval, wherever necessary.

All other related party transactions are made in the normal course of business and on terms equivalent to those that prevail in an arm's length transactions.

Note : Figures in the brackets are the corresponding figures of the previous year.

42. Interest in joint ventures

(₹ in lakhs)

Name and country of incorporation	% of interest / ownership	Amount of interest based on accounts for the year ended 31 March 2025					
		Assets	Liabilities	Income	Expenditure	Contingent liabilities	Capital commitments
ChampionX Dai-ichi India Private Ltd	**50**	**5,835**	**5,835**	**5,691**	**4,919**	**315**	**-**
Previous year	50	4,719	4,719	3,620	3,506	356	-

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

43. Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The Company uses the following hierarchic structure of valuation methods to determine and disclose information about the fair value of financial instruments:

Level 1: inputs to valuation are quoted (unadjusted) prices in active markets for identical assets and liabilities;

Level 2: inputs to valuation are other than quoted prices included in level 1 that are observable for asset or liability, either directly or indirectly;

Level 3: inputs are not based on observable market data. Fair value are determined in whole or in part using a valuation model based on assumption that are either supported by prices from observable current market transaction in the same instruments nor are they based on available market data.

The carrying value of financial instruments by categories is as follows : (₹ in lakhs)

Particulars	As at 31 March 2025							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	877	877	-	-	-	-
Other bank balances	-	-	170	170	-	-	-	-
Current investments	27		-	27	27	-	-	27
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Financial Assets - Non-current	-	-	689	689	-	-	-	-
Trade receivables	-	-	2,980	2,980	-	-	-	-
Other current financial assets	-	-	107	107	-	-	-	-
	27	**-**	**4,824**	**4,851**	**27**	**-**	**-**	**27**
Financial liabilities								
Non current borrowings (Including current maturity of long term debts)	-	-	18	18	-	-	-	-
Current borrowings	-	-	1,255	1,255	-	-	-	-
Other non current financial liabilities	-	-	52	52				
Trade payables	-	-	2,400	2,400	-	-	-	-
Other current financial liabilities	-	-	223	223	-	-	-	-
	-	**-**	**3,948**	**3,948**	**-**	**-**	**-**	**-**

Particulars	As at 31 March 2024							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	629	629	-	-	-	-
Other bank balances	-	-	13	13	-	-	-	-
Current investments	26	-	-	26	26	-	-	26
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Financial Assets - Non-current	-	-	668	668	-	-	-	-
Trade receivables	-	-	2,245	2,245	-	-	-	-
Other current financial assets	-	-	91	91	-	-	-	-
	26	**-**	**3,647**	**3,673**	**26**	**-**	**-**	**26**

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

Particulars	As at 31 March 2024							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities								
Non current borrowings	-	-	134	134	-	-	-	-
Current borrowings	-	-	1,759	1,759	-	-	-	-
Other non current financial liabilities			-	-				
Trade payables	-	-	1,600	1,600	-	-	-	-
Other current financial liabilities	-	-	286	286	-	-	-	-
	-	**-**	**3,779**	**3,779**	**-**	**-**	**-**	**-**

B. Measurement of fair values

The Management assessed that cash and bank balances, trade receivables, trade payables, cash credit and other financial assets and liabilities approximate their carrying amounts largely due to short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair value.

a) The fair value of the quoted investments/units of mutual fund scheme are based on market price/net asset value at the reporting date.

i. Risk management framework

The Company’s board of directors has overall responsibility for the establishment and oversight of the Company’s risk management framework.

The Company’s risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company’s activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Company’s risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

The carrying amount of following financial assets represents the maximum credit exposure:

Trade and other receivables

Trade receivables are consisting of a large number of customers. The Company’s exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Risk Management Committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company’s standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables.

At 31 March 2025, the maximum exposure to credit risk for trade receivables by geographic region was as follows.

(₹ in lakhs)

Particulars	**As at 31 March 2025**	As at 31 March 2024
India	**2,040**	842
Other regions	**940**	1,403
	2,980	2,245

Impairment

At 31 March 2025, the ageing of trade receivables that were not impaired was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Neither past due nor impaired		
Past due 1–180 days	**2,980**	2,202
Past due more than 180 days	**-**	43
	2,980	2,245

Management believes that the un-impaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows.

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Balance as at the beginning of the year	**14**	45
Impairment loss recognised	**70**	-
Amounts written off / (back)	**-**	(31)
Balance as at the end of the year	**84**	14

ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The majority of the Company's Trade receivables are due for maturity within 60 days from the date of billing to the customer. Further, the general credit terms for Trade payables are approximately 45 days. The difference between the above mentioned credit period provides sufficient headroom to meet the short-term working capital needs for day-to-day operations of the Company. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

(₹ in lakhs)

	Contractual cash flows						
31 March 2025	**Carrying amount**	**Total**	**Due in 1st year**	**Due in 2nd year**	**Due in 3rd year**	**Due in 4th year**	**Due in 5th year**
Non-derivative financial liabilities							
Working capital term loan	**37**	**37**	**19**	**18**	**-**	**-**	**-**
Working capital loan from banks	**1,236**	**1,236**	**1,236**	**-**	**-**	**-**	**-**
Trade payables	**2,400**	**2,400**	**2,400**	**-**	**-**	**-**	**-**
Other current financial liabilities	**223**	**223**	**223**	**-**	**-**	**-**	**-**

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

	Contractual cash flows						
31 March 2024	Carrying amount	Total	Due in 1st year	Due in 2nd year	Due in 3rd year	Due in 4th year	Due in 5th year
Non-derivative financial liabilities							
Working capital term loan	204	204	70	70	64	-	-
Working capital loan from banks	1,362	1,362	1,362	-	-	-	-
Loan From director	327	327	327	-	-	-	-
Trade payables	1,600	1,600	1,600	-	-	-	-
Other current financial liabilities	286	286	286	-	-	-	-

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Company's interest rate risk arises from borrowings and fixed income securities. Fixed income securities exposes the Company to fair value interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Fixed-rate instruments		
Financial liabilities - vehicle loan and loan from director	**37**	327
	37	327
Variable-rate instruments		
Financial liabilities - term loan, working capital demand loan and cash credit	**(1,273)**	(1,566)
	(1,273)	(1,566)
Total	**(1,236)**	(1,239)

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Fair value sensitivity analysis for variable rate instruments (₹ in lakhs)

INR	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
31 March 2025				
Variable-rate instruments	**(13)**	**13**	**(10)**	10
Cash flow sensitivity (net)	**(13)**	**13**	**(10)**	10
31 March 2024				
Variable-rate instruments	**(16)**	**16**	**(12)**	12
Cash flow sensitivity (net)	**(16)**	**16**	**(12)**	12

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

The risk estimates provided assume a change of 100 basis points interest rate for the interest rate benchmark as applicable to the borrowings summarised above. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

44. Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Company's adjusted net debt to equity ratio at 31 March 2025 was as follows.

(₹ in lakhs)

Particulars	**As at 31 March 2025**	As at 31 March 2024
Total Borrowing	**1,273**	1,893
Less : Cash and cash equivalent	**(877)**	(629)
Adjusted net debt	**396**	1,264
Total equity	**16,546**	16,087
Net debt to equity ratio	**0.02**	0.08

45 Additional Regulatory information

A Ratios

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Current ratio (in times)	Total current asset	Total current liabilities	1.69	1.37	23%	Due to repayment of working capital term loan and improved working capital cycle
Debt-Equity ratio (in times)	Debt consist of borrowings	Total equity	0.07	0.12	-42%	Due to repayment of working capital term loan
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash Operating expenses + Interest+ Other non cash adjustments	Debt service = Interest payment & principal repayment during the year	12.2	9.2	33%	Current year due to repayment of term loans, interest cost has reduced
Return on equity ratio (in %)	Profit for the year	Total equity	4.79%	10%	-52%	The Net Profit was higher in previous year due to exceptional income of Insurance claim
Inventory turnover ratio (in times)	Average inventory	Cost of raw material consumed + Changes in inventories	6.5	4.4	48%	Due to higher turnover; the turnover ratio has improved

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	6.9	5.4	28%	Due to higher turnover, debtors outstanding value has increased
Trade payables turnover ratio (in times)	Cost of goods sold	Average trade payables	5.8	3.6	61%	Due to higher turnover, creditors outstanding value has increased
Net capital turnover ratio (in times)	Revenue from Operations	Working capital (ie Total current assets less Total current liabilities)	6.3	9.2	-32%	Due to repayment of term loans; the working capital has increased resulting into lower turnover
Net profit ratio (in %)	Profit/(Loss) for the year	Revenue from operations	5%	12%	-58%	Previous year due to profit from exceptional income the ratio had improved
Return on capital employed (in %)	Profit before tax and finance costs	Closing capital employed = Net worth + Current and Non Current Borrowings	5%	13%	-62%	Previous year due to profit from exceptional income the ratio had improved
Return on investment (in %)	Income generated from invested funds	Invested funds in treasury investments	6%	9%	-33%	Fixed deposit investment were increased during the year.

B Trade payable ageing schedule :

a) As at 31-March-2025 (₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	8	32	-	-	-	40
ii) Others trade payables	2,128	230	-	2	-	2,360
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	**2,136**	**262**	**-**	**2**	**-**	**2,400**

Note : MSME ageing includes payables on purchase of property, plant and equipment amounting to ₹ 5 lakhs (31 March 2024 ₹ 3 lakhs)

b) As at 31-March-2024 (₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	70	6	5	16	1	98
ii) Others trade payables	1,199	286	17	-	3	1,505
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	**1,269**	**292**	**22**	**16**	**4**	**1,603**

C Capital work in progress ageing schedule :

a) As on 31-March 2025 (₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	85	-	-	-	85
Projects temporarily suspended	-	-	-	-	-
	85	**-**	**-**	**-**	**85**

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet. All projects are expected to be completed in financial year 2025-26.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

b) As on 31-March 2024

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 -2 years	2 -3 years	More than 3 years	Total
Projects in progress	203	35	-	-	238
Projects temporarily suspended	-	-	-	-	-
	203	**35**	**-**	**-**	**238**

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet.

D Trade receivable ageing schedule :

a) As on 31-March 2025 (₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 -3 years	More than 3 years	Total
i) Undisputed - considered good	2,439	541	-	-	-	-	**2,980**
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed Trade Receivables - credit impaired	22	10	1	1	18	32	**84**
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	**-**
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
	2,461	**551**	**1**	**1**	**18**	**32**	**3,064**
Less : Loss allowance							**(84)**
							2,980

b) As on 31-March 2024 (₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 -3 years	More than 3 years	Total
i) Undisputed - considered good	1,371	831	4	14	2	23	**2,245**
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	14	**14**
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	**-**
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	**-**
vi) Disputed - credit impaired	-	-	-	-	-	-	**-**
	1,371	**831**	**4**	**14**	**2**	**37**	**2,259**
Less : Loss Allowance							**(14)**
							2,245

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

46. Income Taxes

(A) Components of Income Tax Expenses

(i) Tax Expense recognised in standalone profit and loss (₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current tax		
Current period	-	-
Total Current tax expense		
Income tax adjustment of earlier years	18	36
Deferred tax	211	452
Current period	-	-
Total deferred tax expense	211	452
Tax expense for the year	229	488

(ii) Tax recognised in other comprehensive income (₹ in lakhs)

Particulars	For the year ended 31 March 2025			For the year ended 31 March 2024		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense) / benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of the defined benefit plans	(13)	3	(10)	(7)	2	(5)
	(13)	3	(10)	(7)	2	(5)

(B) Reconciliation of effective tax rate (₹ in lakhs)

Particulars	(%)	For the year ended 31 March 2025	(%)	For the year ended 31 March 2024
Profit before tax		847		2,085
Tax using the group's domestic tax rate (Current year 25.17% and Previous year 25.17%)	25.17%	213	25.17%	525
Tax effect of:				
Unrecognised DTA of earlier years now utilized		-		(73)
Decrease in substantially enacted tax rate		-		-
Others		(1)		1
		211		452

The Company's domestic tax rates for the years ended 31 March 2025 is 25.17% and 31 March 2024 was 25.17%.

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

46 Income Taxes

(C) Movement in deferred tax assets and liabilities (₹ in lakhs)

Particulars	31 March, 2025					
	Net balance 1 April 2024	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,123)	62	-	(1,061)	-	(1,061)
Investment and Others	(2)	7	-	5	-	5
Deferred Tax Assets:						
Insurance claim adjusted in tax WDV	-	-	-	-	-	-
Trade receivables	4	17	-	21	21	-
Income tax loss (including depreciation)	1,244	(309)	-	935	935	-
Other items	91	12	1	103	103	-
Deferred Tax assets (Liabilities)	**214**	**(211)**	**1**	**3**	**1,059**	**(1,056)**
Offsetting of deferred tax assets and deferred tax liabilities					**(1,056)**	
Net Deferred Tax assets (Liabilities)	**214**	**(211)**	**1**	**3**	**3**	

Particulars	31 March, 2024					
	Net balance 1 April 2023	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,078)	(45)	-	(1,123)	-	(1,123)
Investment and others	(2)	-	-	(2)	-	(2)
Deferred Tax Assets:				-		
Insurance claim adjusted in tax WDV	517	(517)	-	-	-	-
Trade receivables	11	(7)	-	4	4	-
Income tax loss (including depreciation)	1,135	109	-	1,244	1,244	-
Other items	83	8	1	91	91	-
Deferred Tax assets (Liabilities)	**666**	**(452)**	**1**	**214**	**1,339**	**(1,125)**
Offsetting of deferred tax assets and deferred tax liabilities					**(1,125)**	
Net Deferred Tax assets (Liabilities)	**666**	**(452)**	**1**	**214**	**214**	

The Company during the year 2024-25 has utilized deferred tax asset (DTA) ; on account of set off of losses against current year profits.

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

D. Tax assets and liabilities (₹ in lakhs)

Particulars	**As at 31 March 2025**	As at 31 March 2024
Non Current tax assets (net)	**532**	555
Non Current tax liability (net)	**-**	-

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

47. Events after the reporting period

No significant adjusting event occurred between the balance sheet date and date of the approval of these financial statements by the Board of Directors of the Company requiring adjustment or disclosure.

48. Exceptional Items

a. During the current year, the Company sold its tenancy rights to a property situated in Mumbai for a total consideration of ₹ 153 lakhs. This transaction has resulted in a gain of ₹ 153 lakhs, which has been recognized as an exceptional item in the financial statements.

b. Loss by fire at Dahej Plant

Pursuant to a fire incident on 22 November 2020 at Dahej factory situated at Plot no. D-2/20, GIDC, Tal. Vagra, Dist. Bharuch – 392130, Gujarat, certain property, plant and equipment and inventory were damaged. It also disrupted the production process and impacted the financial performance of the Company for the year ended 31 March 2021. As a result of the incident, the Company had recognised a loss of ₹ 4,932 lakhs (₹ 4,326 lakhs towards property plant and equipment, ₹ 581 lakhs towards inventories and ₹ 25 lakhs towards other expenses) as an exceptional item in the standalone financial results for FY 2020-21. The Company's assets and inventories are covered under an Insurance policy and a claim has been lodged with the Insurance Company for the losses suffered. The Company has received an interim payment towards insurance claim of ₹ 400 lakhs in FY 2021-22 and stock insurance claim of ₹ 285 lakhs in FY 2022-23. During the previous year, the Company has received full and final settlement of fire insurance claim amounting to ₹ 2,058 lakhs on 12 September 2023 which is recognised as an exceptional item.

49. Other Statutory Information

(i) The Company did not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

(ii) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

- (a) Crypto Currency or Virtual Currency
- (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- (c) Registration of charges or satisfaction with Registrar of Companies
- (d) Approved scheme(s) of Arrangements
- (e) Number of layers of companies
- (f) Undisclosed income
- (g) Revaluation of PPE and intangible assets
- (h) Title Deeds of immovable properties not held in name of the company
- (i) Wilful defualter

(iii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries)with the understanding that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(iv) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

Notes forming part of the Standalone financial statements for the year ended 31 March 2025 (Contd.)

(v) The Company has borrowings from bank on the basis of security of current assets. The quarterly returns or statement of current assets filed by the Company with banks are in agreement with the books of accounts.

50 IInformation with regard to other matters specified in Schedule III to the Act is either nil or not applicable to the Company for the year.

51 The Code on Social Security, 2020 (‘Code’) relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

As per our report of even dated attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and
Wholetime Director
(DIN: 00002519)

Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Independent Auditor's Report

To the Members of Dai-Ichi Karkaria Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Dai-Ichi Karkaria Limited (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group") and its joint venture, which comprise the consolidated balance sheet as at 31 March 2025, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and joint venture as at 31 March 2025, of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and joint venture in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of report of the other auditor referred to in paragraph (a) of the "Other Matter" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matter

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.

<table>
<tr><td colspan="2">Revenue Recognition</td></tr>
<tr><td colspan="2">See Note 3(H) and Note 26 to consolidated financial statements</td></tr>
<tr><td>The key audit matter</td><td>How the matter was addressed in our audit</td></tr>
<tr><td>Revenue is recognised when the control over the underlying products has been transferred to the customer.

Due to the Holding Company's sales being under various contractual terms across the country and globally, delivery to customers in different regions might take different time periods and may result in undelivered goods at the period end. We consider a risk of misstatement in the Consolidated Financial Statements related to transactions occurring close to the year end, as these transactions could be recorded in the incorrect financial period (cut-off).

There is also a risk of revenue being fraudulently overstated due to pressure on the Holding Company to achieve performance targets throughout the period and towards the period end. Accordingly, fraud and cut-off risks in revenue recognition is considered as a key audit matter.</td><td>In view of the significance of the matter, we applied the following audit procedures in this area, among others, to obtain sufficient audit evidence:
• Focusing on the Holding Company's revenue recognition for compliance with Ind AS;
• Testing the design, implementation and operating effectiveness of the Holding Company's controls on recording revenue. We focused on controls around existence of revenue;
• Performing testing on selected statistical samples of revenue transactions recorded during the year as well as the year end . We verified terms of invoices, acknowledged delivery receipts basis inco terms and tested the transit time to deliver the goods. Our tests of detail focused on cut- off samples to verify only revenue pertaining to current year is recognised based on terms set out in sales invoices and delivery documents;
• Assessing high risk journals posted to revenue to identify any unusual items.</td></tr>
</table>

Other Information

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its joint venture are responsible for assessing the ability of each company 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 intends to liquidate the Company 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 of its joint venture are responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of such entities or business activities within the Group and its joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entity included in the consolidated financial statements, which has been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matter" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

a. We did not audit the financial statements of one subsidiary, whose financial statements reflects total assets (before consolidation adjustments) of ₹ 0.85 lakhs as at 31 March 2025, total revenues (before consolidation adjustments) of ₹ Nil and net cash outflows (before consolidation adjustments) amounting to ₹ 0.26 lakhs for the year ended on that date, as considered in the consolidated financial statements. The financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

   Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements of such subsidiary, as was audited by other auditor, as noted in the "Other Matter" paragraph, we report, to the extent applicable, that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditor, except for the matter stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 and that the back-up of the books of account and other relevant books and papers in electronic mode has not been kept on servers physically located in India on a daily basis during 1 April 2024 till 13 June 2024 in case of the holding company. Further, the holding company has kept the backup of books of account and other relevant books and papers on servers physically located in India on a daily basis from 14 June 2024.

c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the 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 Holding Company as on 1 April 2025 taken on record by the Board of Directorsof the Holding Company and the reports of the statutory auditor of its subsidiary company incorporated in India, none of the directors of the Group companies and joint venture company incorporated in India is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f. the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements of the subsidiary, as noted in the "Other Matter" paragraph:

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2025 on the consolidated financial position of the Group and joint venture. Refer Note 34 to the consolidated financial statements.

b. The Group and joint venture did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2025.

c. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company or its subsidiary company and joint venture company incorporated in India during the year ended 31 March 2025.

d (i) The respective management of the Holding Company and its subsidiary company and joint venture company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary company that, to the best of their knowledge and belief, as disclosed in the Note 50(iii) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiary company and joint venture 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 Holding Company or any of such subsidiary company and joint venture company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The respective management of the Holding Company and its subsidiary company and joint venture company incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary company that, to the best of their knowledge and belief, as disclosed in the Note 50(iv) to the consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiary company and joint venture company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary company and joint venture 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 Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary company and joint venture company incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor notice that has caused us or the other auditor to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Holding Company incorporated in India during the year, in respect of the same declared for the previous years, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 39 to the consolidated financial statements, the respective Board of Directors of the Holding Company incorporated in India have proposed final dividend for the year which is subject to the approval of the respective members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, and as communicated by the respective auditors of holding company, subsidiary and joint venture except for the instances mentioned below, the Company has used an accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software:

i. In case of holding company and joint venture the feature of audit trail (edit log) facility was not enabled at the database level to log any direct data changes;

ii. For holding company, the audit trail (edit log) at application level was not enabled from 1 April 2024 till 18 November 2024. From 19 November 2024 onwards audit trail (edit log) was enabled for not more than 999 changes, for every master data or transaction at application level, and

iii. For joint venture Audit trail (edit log) at application level was not available for more than 99 changes from 1 April 2024 till 25 May 2024, if any, for every master data or transaction. From 25 May 2024, onwards Audit trail (edit log) at application level was enabled for upto 1,000 changes, if any, for every master data or transaction changes; and

iv. For the holding company authorised privileged users had rights to make changes to the audit trail feature. However, the edit logs for changes made to the audit trail feature were not available throughout the year, and hence, we are unable to determine whether changes to the audit trail feature were made during the year.

Further, where audit trail (edit log) facility was enabled and except for sub-paragraph (iv) above, we did not come across any instance of audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the report of the statutory auditors of such subsidiary company incorporated in India which was not audited by us, the remuneration paid during the current year by the Holding Company and its subsidiary company to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiary company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sd/-
Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:25105234BMNXBJ7443

Place: Mumbai
Date: 16 May 2025

Annexure A to the Independent Auditor's Report on the Consolidated Financial Statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2025

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(xxi) In our opinion and according to the information and explanations given to us, there are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order, 2020 reports of the companies incorporated in India and included in the consolidated financial statements.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sd/-
Farhad Bamji
Partner
Membership No.: 105234
ICAI UDIN:25105234BMNXBJ7443

Place: Mumbai
Date: 16 May 2025

Annexure B to the Independent Auditor's Report on the consolidated financial statements of Dai-Ichi Karkaria Limited for the year ended 31 March 2025

Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

In conjunction with our audit of the consolidated financial statements of Dai-Ichi Karkaria Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Holding Company and such company incorporated in India under the Act which is its subsidiary company, as of that date.

In our opinion and based on the consideration of report of the other auditor on internal financial controls with reference to financial statements of subsidiary company as was audited by the other auditor, the Holding Company and such company incorporated in India which is its subsidiary company, have, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The respective Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to 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 financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to 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 consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the relevant subsidiary company in terms of their report 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 financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

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 financial statements insofar as it relates to one subsidiary company, which is company incorporated in India, is based on the corresponding report of the auditor of such company incorporated in India.

Our opinion is not modified in respect of this matter.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022

Sd/-

Farhad Bamji

Partner

Membership No.: 105234

ICAI UDIN:25105234BMNXBJ7443

Place: Mumbai

Date: 16 May 2025

Consolidated Balance Sheet as at 31 March 2025

(₹ in lakhs)

	Particulars	Note	As at 31 March, 2025	As at 31 March, 2024
A.	**ASSETS**			
	NON-CURRENT ASSETS			
(a)	Property, plant and equipment	4	**11,431**	12,029
(b)	Capital work-in-progress	4	**85**	238
(c)	Investment property		**20**	26
(d)	Intangible assets	4	*** -**	* -
(e)	Right to use assets	4	**1,112**	1,125
(f)	Financial assets			
	(i) Investments in Joint Venture	5(a)	**2,338**	2,057
	(ii) Other Investments	5(b)	**1**	1
	(iii) Other financial assets	6	**689**	668
(g)	Deferred Tax assets (net)	7	**3**	214
(h)	Other tax assets (net)	8	**532**	555
(i)	Other non-current assets	9	**11**	19
	Total non-current assets		**16,222**	16,932
	CURRENT ASSETS			
(a)	Inventories	10	**1,919**	1,666
(b)	Financial Assets			
	(i) Investments	11	**27**	26
	(ii) Trade receivables	12	**2,980**	2,245
	(iii) Cash and cash Equivalents	13	**877**	629
	(iv) Bank balances other than (iii) above	14	**170**	13
	(v) Other financial assets	15	**107**	91
(c)	Other current assets	16	**932**	628
	Total current assets		**7,012**	5,298
	Total Assets		**23,234**	22,230
B.	**EQUITY AND LIABILITIES**			
	EQUITY			
(a)	Equity share capital	17	**745**	745
(b)	Other equity	18	**18,071**	17,331
	Total equity		**18,816**	18,076
	LIABILITIES			
	NON-CURRENT LIABILITIES			
(a)	Financial liabilities			
	(i) Borrowings	19(a)	**18**	134
	(ii) Other financial liabilities	19(b)	**52**	-
(b)	Provisions	20	**194**	155
	Total non-current liabilities		**264**	289
	CURRENT LIABILITIES			
(a)	Financial Liabilities			
	(i) Borrowings	21	**1,255**	1,759
	(ii) Trade Payables			
	Total outstanding dues of Micro Enterprises and Small Enterprises; and	22	**40**	95
	Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	22	**2,360**	1,505
	(iii) Other financial liabilities	23	**223**	286
(b)	Other current liabilities	24	**86**	61
(c)	Provisions	25	**190**	159
	Total current liabilities		**4,154**	3,865
	Total Liabilities		**4,418**	4,154
	Total Equity And Liabilities		**23,234**	22,230

* Represents amount less than ₹ 1 lakh

	Note
Summary of material accounting policies	3
Notes forming part of the Consolidated financial statements	1-52

The accompanying notes are an integral part of these consolidated financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and
Wholetime Director
(DIN: 00002519)

Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Consolidated Statement of Profit and Loss for the year ended 31 March 2025

(₹ in lakhs)

Particulars	Note	Year ended 31 March, 2025	Year ended 31 March, 2024
Income			
Revenue from operations	26	**18,138**	13,158
Other income	27	**446**	379
Total income		**18,584**	13,537
Expenses			
Cost of materials consumed	28	**11,524**	7,940
Changes in inventories of finished goods, semi-finished goods and work-in-progress	29	**124**	(88)
Employee benefits expense	30	**2,277**	1,967
Finance costs	31	**183**	306
Depreciation and amortisation expense	32	**1,015**	923
Other expenses	33	**2,767**	2,710
Total expenses		**17,890**	13,758
Profit/(Loss) before tax and exceptional items		**694**	(221)
Exceptional items (Refer Note 49)			
Insurance claim received		**-**	2,058
Profit on sale of tenancy rights		**153**	-
Profit after exceptional items before tax		**847**	1,837
Tax expenses:			
Income tax adjustment of earlier years		**18**	36
Deferred tax (Net)		**211**	452
Total tax expenses		**229**	488
Profit after tax for the year		**618**	1,349
Share of Profit in Joint Ventures (net of tax)		**284**	41
Profit for the year (including profit in joint venture)		**902**	1,390
Other comprehensive income/(expense)			
Items that will not be reclassified to profit and loss			
Remeasurements of post-employement benefit obligation		**(13)**	(8)
Income tax related to items that will not be reclassified to profit or loss		**3**	-
Share of Profit / (Loss) in Joint Ventures (net of tax)		**(2)**	2
Other comprehensive income/(expense) for the year, (net of income tax)		**(12)**	(6)
Total comprehensive income for the year		**890**	1,384
Earnings per equity share basic and diluted (of ₹ 10/- each)	38	**12.11**	18.65

Summary of material accounting policies	3
Notes forming part of the consolidated financial statements	1-52

The accompanying notes are an integral part of these consolidated financial statements
As per our report of even dated attached

The accompanying notes are an integral part of these consolidated financial statements
As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and Wholetime Director
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Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Consolidated Statement of Changes in Equity
for the year ended 31 March 2025

A - Equity share capital

Particulars	As at 31 March, 2025		As at 31 March, 2024	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	**10,000,000**	**1,000**	10,000,000	1,000
(B) Issued, subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights				
Balance at the beginning of the reporting year	**7,451,229**	**745**	7,451,229	745
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the reporting year	**7,451,229**	**745**	7,451,229	745

B - Other Equity **(₹ in lakhs)**

Particulars	Reserves and Surplus						Total other equity
	Capital reserve	Securities premium reserve	Capital redemption reserve	General reserve	Retained earnings	Share of joint venture	
Balance as at 1 April 2023	**77**	**2,594**	**16**	**519**	**11,307**	**1,732**	**16,245**
Profit for the year	-	-	-	-	1,349	41	1,390
Other Comprehensive Income for the year (net of tax)	-	-	-	-	(5)	(1)	(6)
Total Comprehensive Income/(Expense) for the year	**-**	**-**	**-**	**-**	**1,344**	**40**	**1,384**
Transactions with owners of the company							
Dividend on Equity Shares	-	-	-	-	(298)	-	(298)
Balance as at 31 March 2024	**77**	**2,594**	**16**	**519**	**12,353**	**1,772**	**17,331**
Profit for the year	-	-	-	-	618	284	902
Other Comprehensive Income/(Loss) for the year (net of tax)	-	-	-	-	(10)	(3)	(13)
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**608**	**281**	**889**
Dividend on Equity Shares	-	-	-	-	(149)	-	(149)
Balance as at 31 March 2025	**77**	**2,594**	**16**	**519**	**12,812**	**2,053**	**18,071**

Summary of material accounting policies 3

Notes forming part of the consolidated financial statements 1-52

As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and
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Meher Vakil Taff
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(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Consolidated Statement of Cash Flow for the year ended 31 March 2025

(₹ in lakhs)

	Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
A.	Cash Flow from Operating Activities:		
	Profit after exceptional items before tax (including joint venture share)	**1,131**	1,878
	Adjustments for:		
	Depreciation and amortisation	**1,015**	923
	Profit on sale of property, plant and equipments	**(17)**	(23)
	Property, plant and equipment written off	**-**	16
	Insurance claim receipt	**-**	(2,058)
	Net loss(gain) on Investments at fair value through profit and loss	**(1)**	(11)
	Dividend income	*** -**	* -
	Interest income	**(70)**	(62)
	Interest expenses	**183**	305
	Inventory assets written off during the year	**60**	65
	Provision for doubtful trade receivables	**70**	(31)
	Liabilities no longer payable written back (net of tax)	**(1)**	(54)
	Share of Profit in joint venture	**(284)**	(43)
	Unrealised foreign currency loss/(gain) on revaluation (net)	**10**	17
	Subtotal of Adjustments	**965**	(956)
	Operating Profit before working capital changes	**2,096**	922
	Changes in working capital:		
	Adjustments for increase/decrease in:		
	(Increase)/Decrease in trade receivables	**(795)**	329
	(Increase)/Decrease in other financial assets and other assets	**(376)**	841
	(Increase)/Decrease in inventories	**(313)**	186
	Increase/(Decrease) in trade payable, other financial liabilities and other liabilities	**935**	(1,241)
	Increase in provisions	**60**	3
	Subtotal of Adjustments	**(489)**	118
	Net cash generated from operations	**1,607**	1,040
	Add : Income tax paid (net)	**5**	(34)
	Net cash generated from in operating activities	**1,612**	1,006
B.	Cash Flow from Investing Activities:		
	Purchases of property, plant and equipment	**(296)**	(588)
	Proceed from sale of property, plant and equipments	**34**	61
	Insurance claim receipt	**-**	2,058
	Investment in fixed deposit with bank	**(207)**	(3)
	Dividend received	*** -**	* -
	Interest received	**70**	62
	Net Cash generated (used in)/ from investing activities	**(399)**	1,590

Consolidated Statement of Cash Flow for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

	Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
C	**Cash Flow from Financing Activities:**		
	Repayment towards non-current borrowings	**(116)**	(1,591)
	Repayment of current borrowings	**(503)**	(337)
	Dividend paid	**(149)**	(298)
	Interest paid	**(183)**	(305)
	Net cash (used in)/from financing activities	**(951)**	(2,531)
D	**Net Increase in cash and cash equivalents (A+B+C)**	**262**	65
E	**Cash and cash equivalents as at beginning of the year**	**629**	572
	Net comprehensive Income	**-**	(6)
	Add: Effect of exchange differences on cash and cash equivalents held in foreign currency	**(14)**	(2)
F	**Cash and cash equivalents as at end of the year (D+E)** (Refer Note 13)	**877**	629
	* Amount below Rupees One Lakh		

Reconciliation of liabilities from financing activities	Non-current borrowing (including current portion) (a)	Current borrowings (b)	Total liabilities from financing activities (a+b)
Opening Balance (as at 1 April 2024)	134	1,759	1,893
Add : Proceeds during the year	50	-	50
Less : Repayment during the year	166	504	670
Closing Balance (as at 31 March 2025)	**18**	**1,255**	**1,273**

Notes:

1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - "Statement of Cash Flows"

2 Purchase of property, plant and equipment includes movements of capital work-in-progress (including capital advances) during the year.

3 Cash and cash equivalents are cash and bank balance as per balance sheet

Summary of material accounting policies 3

Notes forming part of the Consolidated financial statements 1-52

The accompanying notes are an integral part of these consolidated financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and Wholetime Director
(DIN: 00002519)

Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Notes forming part of the consolidated financial statements as at 31 March 2025

1. Company overview

Dai-Ichi Karkaria Limited ('the Holding Company') is domiciled in India with its registered office situated at 3rd Floor, Liberty Building, Sir Vithaldas Thackersey Marg, Mumbai 400 020, India. The Holding Company was incorporated on 13 May 1960 under the provisions of Indian Companies Act, 1956 and its equity shares is listed on Bombay Stock Exchange (BSE) in India. The Group is engaged in manufacturing of specialty chemicals.

The manufacturing activities of the Group are carried out from its plants located at Dahej (Gujarat) and Kurkumbh, District Pune (Maharashtra).

2. Basis of preparation

A. Statement of compliance

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013 ('the Act') and the other relevant provisions of the Act.

The consolidated financial statements were authorised for issue by the Holding Company's Board of Directors on 16 May 2025. Details of the Group's material accounting policies are included in Note 3.

B. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All amounts have been rounded off to the nearest lakh, unless otherwise stated.

C. Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis, except for the following items:

Items	Measurement basis
i) Certain Financial assets and liabilities	Fair value
ii) Net defined benefit asset / (obligation)	Fair Value of plan assets less present value of defined benefit obligations

D. Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Schedule III of the Act. Based on the nature of its activities and the time between the acquisition of assets for processing and their realisation in cash or cash equivalents, the Group's has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

E. Use of estimates and judgements

The preparation of these consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Group's to make estimates and judgements that affect the reported balances of assets 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 periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Key sources of estimation of uncertainty at the date of the consolidated financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, recoverability of deferred tax assets, provision and contingent liabilities and fair value measurement of financial instruments have been discussed below. Key source of estimation of uncertainty in respect of revenue recognition and employee benefits have been discussed in their respective policies.

Useful lives of property, plant and equipment

The Group estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results from operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

Recoverability of deferred tax assets

In determining the recoverability of deferred income tax assets, the Group primarily considers current and expected profitability of applicable operating business segments and their ability to utilize any recorded tax assets. The Group reviews its deferred income tax assets at every reporting period end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

Fair value Measurement of financial instrument

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could affect the reported fair value of financial instruments. The policy has been further explained in detail under note 3 (A).

Provisions and contingent liabilities

A provision is recognised when the Group has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the consolidated financial statements. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

F. Recent accounting pronouncements

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Holding Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Material Accounting Policies

A. Basis for Consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group "controls" an entity when it is expressed to or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its powers over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Consolidated procedure followed is as under:

Items of assets, liabilities equity, income, expenses and cash flows of the parent with those of its subsidiaries are combined like to like basis. For this purpose, income and expense of the subsidiary are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

(ii) Equity accounted investees

The Group's interest in equity accounted investees comprise interests in associates and a joint venture.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to is assets and obligations for its liabilities.

Interest in associates and the joint venture are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Groups share of the profit or loss and OCI of equity-accounted investees, until the date on which significant influence or joint control ceases.

B. Financial instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and 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 measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless they are measured at amortised cost or at fair value through other comprehensive income on initial recognition.

The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in consolidated statement of profit and loss.

The Group has made an election to present subsequent changes in the fair value of equity investments as other income in the consolidated statement of profit and loss.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the Group's after deducting all of its liabilities. Equity instruments recognised by the Group are recognised at the proceeds received net off direct issue cost.

Derecognisation of financial instruments

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risk and rewards of ownership of the asset to another party. On derecognition of a financial asset, the difference between assets carrying amount and the sum of consideration received or receivable or the cumulative gain or loss that had been recognised in the consolidated statement of profit and loss.

The Group derecognises financial liabilities when and only when the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the consolidated statement of profit and loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

C. Impairment

Financial assets (other than at fair value)

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. In determining the allowances for doubtful trade receivables, the Group's has computed the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life 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 consolidated statement of profit and loss.

D. Property, plant and equipment and Depreciation

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, less accumulated depreciation, and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non- refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, and other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in consolidated statement of profit or loss.

Capital work-in-progress:- Projects under which Property, plant and equipment are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

(iii) Expenditure during construction period

Expenditure/Income during construction period (including financing cost related to borrowed funds for construction or acquisition of qualifying PPE) is included under capital work-in-progress, and the same is allocated to the respective PPE on the completion of their construction. Advances given towards acquisition or construction of PPE outstanding at each reporting date are disclosed as capital advances under "other non-current assets".

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

(iv) Depreciation

Depreciation of property, plant and equipment is calculated using the straight-line method, except few assets transferred from Kasarwadi plant to Dahej plant which continue to be depreciated using diminishing value method. Freehold land is not depreciated.

Depreciation is charged on the cost of the property plant and equipment less estimated residual value over the useful lives as per Schedule II of the Companies Act, 2013, this useful life are shown below. Depreciation on additions (disposals) is provided on pro-rata basis i.e. from (upto) the date on which the asset is ready for use (disposed-off).

Asset	Management estimate of useful life (years)	Useful life (years) – as per schedule II
Leasehold land	Amortised over the lease period	-
Leasehold improvements	Amortised over lower of the lease period or 7 years	-
Building	3-60	30 – 60
Road	3-10	10
Plant and machinery	10-20	8-20
Furniture and fixture	10	10
Vehicles	8	10
Office equipment	3-15	8-20

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Intangible assets

(v) Recognition and measurement

Intangible assets including those acquired by the Group are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

(vi) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognised in consolidated statement of profit or loss as incurred.

(vii) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over the estimated useful lives using the straight-line method, and is included in depreciation and amortisation in consolidated statement of profit and loss.

The estimated useful lives are as follows:

Software	6 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

E. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of raw materials are computed basis the moving average cost, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of finished products and work-in-progress, costs includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated selling expenses.

The net realisable value of work-in-progress is determined with reference to the selling price of related finished goods. Raw materials, components and other supplies held for use in production of finished goods are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

F. Employee benefits

i. Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

The Group's contributions to provident fund, superannuation fund and employee state insurance scheme are considered as defined contribution plans and is charged to the consolidated statement of profit and loss based on the amount of contribution required to be made and when services are rendered by the employee.

iii. Defined benefit plan

For defined benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date. Re measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income (OCI) in the period in which they occur. Re-measurement recognised in OCI is reflected immediately in retained earnings and will not be reclassified to consolidated statement of profit and loss. Past service cost is recognised in the consolidated statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

Gratuity

The Group's liability towards Gratuity, which is a defined benefit plan, is determined on the basis of valuations, as at Balance Sheet date, carried out by an independent actuary using Projected Unit Credit Method. Remeasurement of the net defined benefit liability which comprise actuarial gains and losses are recognised immediately in Other Comprehensive Income in the period in which they occur.

iv. Other long- term employee benefits – Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation determined based on percentage unit credit method with independent actuarial valuation as at the balance sheet date. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on government securities as at the balance sheet date. Remeasurements gains or losses are recognised in consolidated statement of profit or loss in the period in which they arise.

G. Provisions, contingent liabilities and contingent assets

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provision are recognised at the best estimates of the expenditure required to settle the present obligation at the balance sheet date. If the effect of the time value of money is material, provisions are discounted using a pre- tax rate that reflects, when appropriate, the risks specific to the liabilities.

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also 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 Group.

Claims against the Group where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

Contingent assets are not recognised in consolidated financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

H. Revenue

i. Sale of goods

Revenue is measured at the fair value of consideration received or receivable net off trade discounts, volume rebates, outgoing taxes on sales. Any amounts receivable from the customer are recognised as revenue after the control over the goods sold are transferred to the customer. Revenue is recognised on the basis of approved contracts regarding the transfer of goods or services to a customer for an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

ii. Rendering of services

Revenue for job work services is recognised as and when services are rendered, in accordance with the terms of the contract. The amount recognised as revenue is exclusive of goods and service tax (GST) and its net of returns and trade discounts.

iii. Rental income

Rental income is recognised as part of other income on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

iv. Export benefits

Export benefits available under prevalent schemes are accrued when no significant uncertainty exist regarding its ultimate collection.

v. Dividend

Dividend from investment is recognised as revenue when right to receive the payments is established.

vi. Interest income

Interest income is recognised using the effective interest rate method.

I. Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets or liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different taxable entities, but they intend to settle current tax liabilities and assets on net basis or their tax assets and liabilities will be realised simultaneously.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

J. Borrowing costs

Borrowing cost are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest cost) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of cost of asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

K. Earnings per share

The basic earnings per share ('EPS') is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

L. Foreign currency transactions

In preparing the consolidated financial statements of the Group's, transactions in currencies other than the Group's functional currency (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate as at the date of initial transactions.Exchange differences on monetary items are recognised in the consolidated statement of profit and loss in the period in which they arise.

M. Investment in subsidiary and joint venture

The Group's investment in its subsidiary and joint venture are carried at cost.

N. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term deposits with banks that are readily convertible into cash which are subject to insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

O. Cash flow statement

Cash flow statement Cash Flows are reported using the indirect method, whereby net Profit before tax is adjusted for the effects of transactions of a non-cash nature, such as deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. In the statements of cash flows, cash and cash equivalents consist of cash and short term deposits, as defined above net of outstanding bank overdrafts as they are considered as integral part of the Group's cash management.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

4. Property, plant and equipment, capital work in progress, Intangible Assets, Investment property and Right of use assets

(₹ in lakhs)

Particulars	Gross block				Accumulated depreciation/amortisation				Net Block	
	As at 1 April 2024	Additions	Deductions	As at 31 March 2025	As at 1 April 2024	For the Year	Deductions	As at 31 March 2025	As at 31 March 2025	As at 31 March 2024
A. Tangible Assets										
Buildings residential	24	31	-	**55**	23	7	-	**30**	**25**	1
Buildings: Non residential	5,121	208	-	**5,329**	722	195	-	**917**	**4,412**	4,399
Road	585	-	-	**585**	318	59	-	**377**	**208**	267
Plant and machinery	10,188	36	32	**10,192**	3,159	663	18	**3,804**	**6,388**	7,029
Furniture and fixtures	190	4	-	**194**	97	14	-	**111**	**83**	93
Laboratory, office and factory equipment and air conditioners	373	11	-	**384**	149	30	-	**179**	**205**	224
Vehicles	107	129	93	**143**	91	28	86	**33**	**110**	16
Total tangible assets	**16,588**	**419**	**125**	**16,882**	**4,559**	**996**	**104**	**5,451**	**11,431**	12,029
B. Intangible assets										
Computer software	**38**	**-**	**-**	**38**	**38**	**-**	**-**	**38**	**-**	-
Total	**16,626**	**419**	**125**	**16,920**	**4,597**	**996**	**104**	**5,489**	**11,431**	12,029
C. Capital work-in-progress (Refer note 45 (C))	**238**	**181**	**334**	**85**	**-**	**-**	**-**	**-**	**85**	238
D. Investment property										
Building (Refer note 2)	**153**	**-**	**-**	**153**	**127**	**6**	**-**	**133**	**20**	26
E. Right of use assets										
Leasehold land	**1,233**	**-**	**-**	**1,233**	**108**	**13**	**-**	**121**	**1,112**	1,125

* Amount below Rupees One Lakh

Notes

1) Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Holding Company

2) (i) Building includes commercial property which is classified as investment in property by the Holding Company in accordance with IND AS 40 "Investment property"

(ii) The rental income recognised by the Holding Company during the year ended March 31 2025 was ₹ 81 lakhs (March 31 2024 ₹ 70 lakhs) and was included in "Other income"

(iii) Total fair value of Investment Property is ₹ 1,490 lakhs (March 31 2024 ₹ 1,490 Lakhs)

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

4(a). Property, plant and equipment, capital work in progress, Intangible Assets, Investment property and Right of use assets

(₹ in lakhs)

Particulars	Gross block				Accumulated depreciation/amortisation				Net Block
	As at 1 April 2023	Additions	Disposal	As at 31 March 2024	As at 1 April 2023	For the year	Disposal	As at 31 March 2024	As at 31 March 2024
A. Tangible Assets									
Buildings residential	24	-	-	24	21	2	-	23	1
Buildings: Non residential	5,103	18	-	5,121	556	167	-	722	4,399
Road	585	-	-	585	260	58	-	318	267
Plant and machinery	10,144	180	136	10,188	2,592	649	80	3,159	7,029
Furniture and fixtures	190	-	-	190	83	14	-	97	93
Laboratory, office and factory equipment and air conditioners	351	22	-	373	138	11	*-	149	224
Vehicles	107	-	-	107	88	3	-	91	16
Total tangible assets	16,504	220	136	16,588	3,738	904	80	4,559	12,029
B. Intangible assets									
Computer software	38	-	-	38	38	-	-	38	-
Total	16,542	220	136	16,626	3,776	904	80	4,597	12,029
C. Capital work-in-progress (Refer note 45 (C)	35	423	220	238	-	-	-	-	238
D. Investment property									
Building	153	-	-	153	121	6	-	127	26
D. Right of use assets									
Leasehold land	1,233	-	-	1,233	95	13	-	108	1,125

*Amount below Rupees One Lakh

Notes

1) Kindly refer note no 19 on Borrowings, for the details related to hypothecated property, plant and equipment of the Holding Company

2) (i) Building includes commercial property which is classified as investment in property by the Holding Company in accordance with IND AS 40 "Investment property"

(ii) The rental income recognised by the Holding Company during the year ended March 31 2024 was ₹ 70 lakhs (March 31 2023 ₹ 124 lakhs) and was included in "Other income"

(iii) Total fair value of Investment Property is ₹ 1,490 lakhs and the Holding Company has not recognised any impairment loss during the year (March 31 2023 ₹ Nil)

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
5 (a). Investments - Non-current		
In Equity Shares, Unquoted (at cost)		
In Joint Venture		
(ii) ChampionX Dai-ichi India Private Limited		
1,125,000 shares (31 March 2024 : 1,125,000 shares)	**68**	68
Add :- Shares of Profit in Joint Venture	**2,270**	1,989
	2,338	2,062
5 (b). Other Investments		
(a) Unquoted:		
The Zoroastrian Co-operative Bank Limited, unquoted (at fair value through profit and loss)		
4,000 shares (31 March 2024 : 4,000 shares)	**1**	1
	1	1
6. Financial Assets - Non-current		
(Unsecured and considered good)		
To parties other than related parties		
Security deposits	**253**	252
Margin money deposits with maturity greater than twelve months	**436**	416
Total	**689**	668
7. Deferred tax assets (net)		
Deferred Tax Assets		
Retirement benefits	**97**	79
Loss allowance on trade receivables	**21**	4
Bonus	**6**	7
MSME Balance	**-**	5
Income tax loss	**935**	1,244
Others	**6**	-
Total deferred tax assets (a)	**1,065**	1,339
Deferred tax liabilities		
Property, plant and equipment and Intangible assets	**1,061**	1,123
Fair valuation of investments	**1**	1
Others	**-**	1
Total deferred tax liabilities (b)	**1,062**	1,125
Net deferred tax assets (a-b)	**3**	214
Deferred tax assets recognised (net) (Refer note 46 and 47)	**3**	214

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
8. Other tax assets (net)		
(Unsecured, considered good)		
Advance Tax (Net of provision ₹ 1,638 lakhs (31 March 2024 : ₹ 1,695 lakhs))	**532**	555
Total	**532**	555
9. Other non current assets		
(Unsecured, considered good)		
Balance with government authorities	**4**	4
Prepaid expenses	**7**	15
Total	**11**	19
10. Inventories		
(At lower of cost and net realisable value)		
Raw materials (including goods-in-transit ₹ 41.65 Lakhs ;31 March 2024 ₹ 29.56 Lakhs)	**1,089**	728
Packing material	**32**	17
Work-in-progress	**9**	63
Finished goods (including goods-in-transit ₹ 66 Lakhs; 31 March 2024 ₹ 40 Lakhs)	**464**	438
Semi finished goods	**181**	277
Spare and consumables	**144**	143
Total	**1,919**	1,666

Footnote

(i) Amount of write down of inventories to net realisable value and other provisions recognised in the Statement of Profit and Loss as an expense is ₹ 60 lakhs. (31 March 2024 ₹ 65 lakhs)

(ii) Inventories are hypothecated against cash credit facility from bank

Particulars	As at 31 March 2025	As at 31 March 2024
11. Current investments		
(a) In equity instruments (at fair value through profit and loss)		
(i) Quoted:		
2,412 shares (31 March 2024: 2,412 shares) of ₹ 10 each fully paid up in Heubach Colorants India Limited (formely known as Clariant Chemicals (India) Limited)	**14**	11
8,100 shares (31 March 2024: 8,100 shares) of ₹ 10 each fully paid up in Bank of India	**10**	12
2,000 shares (31 March 2024: 2,000) of ₹ 2 each in Bharat Seats Limited	**3**	3
(ii) Unquoted		
1,000 shares (31 March 2024: 1,000 shares) of ₹ 25 each fully paid up of The Shamrao Vithal Co-operative Bank Limited	*** -**	* -
2,500 shares (31 March 2024: 2,500 shares) of ₹ 10 each fully paid up of The Saraswat Co-operative Bank Limited	*** -**	* -
Total	**27**	26
1) Aggregate cost of quoted investments	**4**	4
2) Aggregate market value of listed and quoted investments	**27**	26
3) Aggregate cost of unquoted investments	**-**	-
4) Aggregate cost of unquoted investments (net of diminution in value written off)	**-**	-

* Amount below Rupees One Lakh

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
12. Trade receivables		
(unsecured)		
Considered good	**2,980**	2,245
Credit imparied	**84**	14
Less :- Loss allowance	**(84)**	(14)
Total	**2,980**	2,245

(i) Of the above,dues include amount due from related parties ₹ 472 lakhs (31 March 2024: ₹ 49 lakhs)

(ii) Trade Receivables include ₹ 472 lakhs (31 March 2024: ₹ 1,044 lakhs) due from the one customer.

(iii) Trade receivables are hypothecated as security for borrowings

(iv) Ageing of trade receivable is disclosed in Note 45 D for schedule III disclosure.

Particulars	As at 31 March 2025	As at 31 March 2024
13. Cash and cash equivalents		
Balances with Banks		
(i) In current accounts	**8**	8
(ii) In exchange earners foreign currency account	**869**	392
(iii) Deposits with banks with maturity of less than three months	**-**	229
Cash on Hand	*** -**	* -
Total	**877**	629

* Amount below Rupees One Lakh

Particulars	As at 31 March 2025	As at 31 March 2024
14. Bank balances other than cash and cash equivalents		
Unpaid dividend	**7**	10
Deposits with original maturity of more than three months but less than twelve months (Balances held as margin money against guarantees and other commitments)	**163**	3
Total	**170**	13
15. Other financial assets - current		
(unsecured, considered good)		
Export Incentive receivable	**80**	91
Margin money deposits with original maturity greater than twelve months (maturing within twelve months)	**27**	-
Total	**107**	91

* Amount below Rupees One Lakh

Particulars	As at 31 March 2025	As at 31 March 2024
16. Other current assets		
(unsecured, considered good)		
Prepaid expenses	**98**	81
Advance to suppliers	**33**	28
Advance to employees	**-**	1
Balances with government authorities		
i) Goods and service tax act	**801**	501
ii) Value added tax	*** -**	* -
iii) Duty drawback receivable	**-**	16
Total	**932**	628

* Amount below Rupees One Lakh

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	As at 31 March, 2025 Number of shares	As at 31 March, 2025 Amount	As at 31 March, 2024 Number of shares	As at 31 March, 2024 Amount
17. Share capital				
(A) Authorised				
Equity shares of ₹ 10/- each with voting rights	**1,00,00,000**	**1,000**	1,00,00,000	1,000
(B) Issued, Subscribed and fully paid				
Equity shares of ₹ 10/- each with voting rights	**74,51,229**	**745**	74,51,229	745
Total	**74,51,229**	**745**	74,51,229	745

(C) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March, 2025 Number of shares	As at 31 March, 2025 Amount	As at 31 March, 2024 Number of shares	As at 31 March, 2024 Amount
Equity shares				
At the commencement of period	**74,51,229**	**745**	74,51,229	745
Add / (Less): Equity shares issued / bought back during the year	**-**	**-**	-	-
Closing Balance	**74,51,229**	**745**	74,51,229	745

(D) Details of equity shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2025 Number of shares held	As at 31 March, 2025 % holding	As at 31 March, 2024 Number of shares held	As at 31 March, 2024 % holding	% change during the year
Equity shares with voting rights					
Mrs. S.F. Vakil (Promoter Shareholder)............	**36,24,179**	**48.64%**	36,24,179	48.64%	0.00%

(E) There were no equity shares allotted as fully paid up pursuant to contracts without payment received in cash, there were no bonus shares allotted and there were no equity shares bought back, during the period of 5 years immediately preceding the Balance Sheet date.

(F) The Company has one class of equity shares having par value of ₹ 10/- per share.

In the event of liquidation of the Company, equity shareholders will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity share held by the shareholders.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

18. Other equity (₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Capital reserve		
Balance as at the commencement and end of the year	**77**	77
(b) Capital redemption reserve		
Balance as at the commencement and end of the year	**16**	16
(c) Securities premium account		
Balance as at the commencement and end of the year	**2,594**	2,594
(d) General reserve		
Balance as at the commencement and end of the year	**519**	519
(e) Retained Earnings		
Balance as at the commencement of the year	**12,450**	11,399
Add: Profit for the year	**618**	1,349
	13,068	12,748
Less : Dividend to equity shareholders (₹ 2 per share) (Previous year ₹ 4 per share) (Refer note 39)	**(149)**	(298)
	(149)	(298)
Balance as at the end of the year	**12,919**	12,450
(f) Share of Joint Venture		
Share in Profit in Joint Venture	**2,056**	1,772
(g) Other terms of other comprehensive income /(expenses)		
Balance as at the commencement of the year	**(97)**	(91)
Remeasurements of post-employment benefit obligation	**(10)**	(8)
Income tax related to items that will not be reclassified to profit or loss		
Share of Profit/(Loss) in Joint Ventures (net of Tax)	**(3)**	2
Balance as at the end of the year	**(110)**	(97)
Total	**18,071**	17,331

Nature and Purpose of Reserves

(a) Capital reserve

Any profit or loss on purchase, sale, issue or cancellation of the Group's own equity instruments is transferred to capital reserve.

(b) Capital redemption reserve

A statutory reserve created to the extent of sum equal to the nominal value of the share capital extinguished on buyback of holding company's own shares pursuant to Section 69 of the Companies Act, 2013. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

(c) Securities premium account

Securities premium reserve is credited when shares are issued at a premium. It is utilized in accordance with the provisions of the Act, to issue bonus shares, to provide for premium on redemption of shares, write-off equity related expenses like underwriting costs, etc.

(d) General reserve

General reserve is a free reserve, which is created by transferring funds from retained earnings to be used time to time to transfer profits from retained earnings for appropriation purposes.

(e) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to General Reserve and payment of dividend.

(f) Other items of other comprehensive income

Other items of other comprehensive income consist of re-measurement of net defined benefit liability/asset.

(g) Dividends declared by the Holding Company are based on profits available for distribution. During financial year 2024-25 Company has paid final dividend of ₹ 2 per share in respect of the year ended 31 March 2024.

(h) The Board of Directors of the Holding Company at the meeting held on 16 May 2025 proposed a dividend of ₹ 3.5 per share (previous year ₹ 2 per share) subject to approval of the members at the ensuing Annual General Meeting.

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

19 (a). Non - current financial liabilities - borrowings

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Vehicle term loan from bank - secured (Refer note (i) and (iv))	18	-
(b) Working capital term loan from banks - secured (Refer Note (ii))	-	134
Total	18	134

Note (i) Vehicle term loan

Vehicle term loan repayble in monthly installement of Rs 1.58 lakhs per month and interest payable @ 10.4% p.a.

Note (ii)

a) The Holding Company has repaid entire Working Capital Term Loan in March 2025 from proceeds from regular business operations.

b) Bank returns/stock statements filed by the Company during the year with its bankers are in agreement with books of account.

Note (iii)

The Holding Company has not defaulted on repayment of interest and loans as at the balance sheet date.

Note (iv)

Current maturities of long term borrowings

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
- Term loans from banks and others	19	70

19 (b) Non - current financial liabilities - others

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
Security deposit	38	-
Deferred rent	14	-
Total	52	-
20. Provision - non current		
Provision for employee benefits		
Gratuity	18	24
Compensated absences	176	131
Total	194	155
21. Current financial liabilities - borrowings		
Loan from director (Refer note 41)	-	327
Cash credit (secured)	1,236	1,362
Total	1,236	1,689
Current maturities of long term borrowings		
- Term loans from banks & others (Refer note 19 (a) for repayment schedule)	19	70
	1,255	1,759
22. Trade payables- Current		
i) Total outstanding dues of micro enterprises and small enpterprises (Refer note below)	40	95
ii) Total outstanding dues of creditors other than micro enpterises and small enterprises (Refer note 41 for Related party transactions)	2,360	1,505
Total	2,400	1,600

Notes forming part of the consolidated financial statements as at 31 March 2025 (Contd.)

(₹ in lakhs)

Note		
Ageing of trade payable is disclosed in Note 45 B for schedule III disclosure.		
Micro enterprises and small enterprises		
Information in respect of micro, small and medium enterprises as defined under micro, small and medium enterprises development act, 2006 (MSMED Act, 2006) has been determined to the extent such parties have been identified on the basis of information available with the Company.		
The following disclosures are made for the amounts due to the micro, small and medium enterprises:		
(i) Principal Amount remaining unpaid to any supplier as at the end of the year	**40**	74
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the year	**-**	21
(iii) The amount of interest paid by the buyer under MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	**4**	-
(iv) The amount of interest due and payable for the period of the delay in making payment (which have been paid but beyond the appointed date during the year but without adding the interest specified under the MSMED Act	**-**	21
(v) The amount of interest accrued and remaining unpaid at the end of the year	**-**	21
(vi) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallownce as a deductible expenditure under section 23 of MSMED Act 2006	**-**	-

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

23. Other financial liabilities - current	**As at 31 March 2025**	As at 31 March 2024
Unpaid dividends**	**7**	10
Employee benefits payable	**195**	181
Security deposits	**3**	3
Payables on purchase of property, plant and equipment (***)	**14**	92
Deferred rent	**4**	-
Total	**223**	286

** There are no amounts due for payment to the Investor education and protection fund ("IEPF") under Section 125 of the Companies Act, 2013.

*** Payables on purchase of property, plant and equipment includes MSME vendor balance of ₹ 5 lakhs (31 March 2024 ₹ 3 lakhs)

24. Other current liabilities	**As at 31 March 2025**	As at 31 March 2024
Advance from customers	**17**	12
Payable to statutory authorities	**69**	49
Total	**86**	61

25. Provisions - current		
Provision for Employee Benefits		
Gratuity	**74**	63
Compensated absences	**116**	96
Total	**190**	159

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

26. Revenue from operations	**For the year ended 31 March 2025**	For the year ended 31 March 2024
(a) Sale of products	**18,052**	13,083
(b) Other operating revenues (Refer Note (i) below)	**86**	75
Total	**18,138**	13,158
Notes:		
(i) Other operating revenues comprises:		
Scrap sales	**75**	71
Others	**11**	4
Total	**86**	75

Note: Ind AS 115 – Revenue from Contracts with Customers

(A) The Group is primarily in the business of manufacture and sale of specialty chemicals. All sales are made at a point in time and revenue recognised upon satisfaction of the performance obligations which is typically upon dispatch/ delivery. The group has a credit evaluation policy based on which the credit limits for the trade receivables are established, the group does not give significant credit period resulting in no significant financing component.

(B) Reconciliation of revenue as per contract price and as recognised in statement of profit and loss:

(₹ in lakhs)

Particulars	**For the year ended 31 March 2025**	For the year ended 31 March 2024
Revenue from contract with customer as per contract price	**18,116**	13,169
Less: Discounts and other adjustments	**(78)**	(54)
Less:- Sales returns /credits /reversals	**14**	-
Revenue from contract with customer as per statement of profit and loss	**18,052**	13,114

Disaggregation of revenue - Revenue from major products

(₹ in lakhs)

Particulars	**For the year ended 31 March 2025**	For the year ended 31 March 2024
Metal Passivator for refinery	**2,090**	231
Pour point depressant for crude oil	**2,280**	1,867
Pour point depressant for lube oil	**1,850**	1,405
Emulsifier	**606**	562
Others	**11,226**	9,018
	18,052	13,083

(₹ in lakhs)

Particulars	**For the year ended 31 March 2025**	For the year ended 31 March 2024
27. Other income		
Interest income - others (Refer Note (i)	**70**	63
Dividend income from		
-Others	*** -**	* -
Profit on revaluation of investments	**1**	11
Export incentives	**145**	74
Rental income	**81**	70
Profit on sales of property, plant and equipment	**17**	23
Other non-operating income (including exchange gain) (Refer note (ii))	**132**	138
Total	**446**	379

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Note (i) Interest income comprises:		
Interest from banks on deposits	**41**	41
Others interest (Interest on value added tax refund)	**29**	21
Total	**70**	63
Note (ii) Other non-operating Income		
Net gain on foreign currency transactions and translation	**128**	52
Liabilities no longer payable written back	**1**	54
Reversal of provision for doubtful trade receivables	**-**	31
Miscellaneous receipts	**3**	* -
Total	**132**	138
* Amount below Rupees One Lakh		
28. Cost of materials consumed		
Opening Stock	**745**	1,065
Add : Purchases	**11,900**	7,620
Less : Closing Stock	**(1,121)**	(745)
Total	**11,524**	7,940
Raw Materials consumed comprises of the following :		
Fatty Alcohol, Phenol & Glycol	**2,636**	813
Metal Oxide	**1,918**	283
Ethylene Oxide	**1,728**	1,627
Oils & Fatty Acids	**900**	813
Solvents	**542**	696
Amines	**140**	127
Other items	**3,660**	3,581
Total	**11,524**	7,940
29. Changes in inventories of finished goods, semi finished goods and work-in-progress		
Inventories at the end of the year		
Finished goods	**464**	438
Semi finished goods	**181**	277
Work-in-progress	**9**	63
	654	778
Inventories at the beginning of the year		
Finished goods	**438**	374
Semi finished goods	**277**	274
Work-in-progress	**63**	41
	778	690
Net (Decrease)/Increase	**124**	(88)
30. Employee benefits expense		
Salaries, wages and bonus	**2,010**	1,747
Contribution to provident and other funds	**131**	121
Staff welfare expenses	**136**	99
Total	**2,277**	1,967
31. Finance costs		
Interest expenses - On borrowings	**153**	252
- Others	**30**	54
Total	**183**	306

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
32. Depreciation and amortisation expense		
Depreciation of Property, plant and equipment, Investment property and Right of use assets..	**1,015**	923
Total	**1,015**	923
33. Other expenses		
Consumption of stores and spare parts	**107**	90
Power and fuel	**751**	838
Repairs to plant and machinery	**-**	1
Repairs to others	**103**	157
Effluent treatment expenses	**15**	22
Insurance	**69**	125
Rates and taxes, excluding, taxes on income	**29**	38
Rent expense	**38**	37
Traveling expenses	**45**	63
Legal and professional fees	**204**	193
Payment to auditors		
Audit fees	**18**	23
Tax audit	**4**	4
Limited review of quaterly results	**27**	26
Reimbursement of expenses	**3**	4
Freight and forwarding expense	**475**	284
Commission expense	**51**	45
Contract labour charges	**420**	409
Directors sitting fees	**12**	10
Donation	***-**	*-
Security charges	**74**	73
Property, plant and equipment written off	***-**	16
Inventory assets written off during the year	**60**	65
Provision for doubtful trade receivables	**70**	-
Miscellaneous expenses	**192**	187
Total	**2,767**	2,710

* Amount below Rupees One Lakh

34. Contingent Liabilities and Capital Commitments

a) Contingent Liabilities

(₹ in lakhs)

Sr. No.	Particulars	As at 31 March 2025	As at 31 March 2024
(i)	Claims against the Holding Company not acknowledged as debt: Octroi (classification of raw materials)* * Includes ₹ 142 lakhs (31 March 2024: ₹ 142 lakhs) for which bank guarantee has been given and shown under note below 34 (a)(vi)	**243**	243
(ii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with appellate tribunals (Determination of nature of receipt)	**30**	30
(iii)	Disputed income tax demands in respect of deductions/disallowances for earlier years pending with income tax authorities	**373**	623
(iv)	Disputed Goods and Service Tax demands related to input tax credit claims	**210**	
(v)	Service tax (Dispute on availment of cenvat on exempt goods)	**54**	54
(vi)	Guarantees issued to others by bank secured by counter guarantee of the Holding Company and by charge on the property, plant and equipment, inventories and trade receivables of the company	**390**	404

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Sr. No.	Particulars	As at 31 March 2025	As at 31 March 2024
(vii)	Bond for availing duty exemption under exemption entitlement certificate Scheme	**89**	89
(viii)	Bond for availing duty benefit under manufacture and other operations in warehouse regulation scheme	**300**	300
(ix)	Group's share of Bonds for availing duty exemption under exemption entitlement certificate scheme (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	**-**	203
(x)	Group's share of Guarantee issued to others by bank (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	**301**	-
(xi)	Group's share of Central Sales Tax Demands (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	**153**	153
(xii)	Group's share of Income Tax Demand (pertaining to 50% Joint Venture - Champion X Dai-ichi India Private Limited)	**3**	-
	Total	**2,146**	2,099

b) Capital Commitments (₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (Tangible assets - Property, plant and equipment (net of advances))	**24**	388

35. Details on derivative instruments and unhedged foreign currency exposures

I. The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

	As at 31 March 2025		As at 31 March 2024	
	(INR in Lakhs)	(USD in lakhs)	(INR in Lakhs)	(Foreign Currency in lakhs)
Receivables	**978**	**USD 11.46**	1,791	USD 21.52
(Payables)	**(99)**	**USD 1.15**	(194)	USD 2.32
(Payables)	*-	**CHF 0.01**	-	CHF 0.01

Note : Receivables includes balance of Exchange Earner Foreign Currency account

*Amount below Rupees One Lakh

36. Corporate Social Responsibility expenditure

Provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are not applicable to the Holding Company for the year ended 31 March 2025.

37. Disclosure of Employee Benefits as per Ind AS 19 is as under:

i) Defined contribution plans:

The Group makes contributions towards provident fund and Employees State Insurance Scheme Contributions which are defined benefit contribution plan for qualifying employees. Under the plan, the Group is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. The provident fund plan is operated by the Government administered employee provident fund. Eligible employees receive the benefits from the said Provident Fund. Both the employees and the Group make monthly contribution to the Provident Fund plan equal to a specific percentage of the covered employee's salary. The Group has no obligations other than to make the specified contributions.

The Group has recognised the following amounts in the standalone statement of Profit and Loss (₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
- Contribution to Provident Fund	**106**	97
- Contribution to Employee State Insurance Corporation	*** -**	* -
Total	**106**	97

* Amount below Rupees One Lakh

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

ii) <u>Defined benefit plan:</u>

The Group earmarks liability towards funded group gratuity and provides for payment to vested employees as under:

a) On Normal retirement/ early retirement/ withdrawal/resignation:

As per the provisions of Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of Payment of Gratuity Act, 1972 without any vesting period.

The Group also provided for protected Gratuity calculated based on additional 15 days of service for all employees upto 1 December 2003.

The Group has established an income tax approved irrevocable trust fund to which it regularly contributes to finance liabilities of the plan. The fund's investments are managed by insurance company as per the mandate provided to them by the trustees and the asset allocation is within the permissible limits prescribed in the insurance regulations.

The most recent actuarial valuation of the present value of the defined benefit obligation for gratuity was carried out as at 31 March 2025 by an independent actuary. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the gratuity plan and the amounts recognised in the Group's financial statements as at 31 March 2025

(₹ in lakhs)

Sr. No.	Particulars	**As at 31 March 2025**	As at 31 March 2024
i)	Reconciliation in present value of obligations (PVO) – defined benefit obligation :		
	Current Service Cost	**13**	12
	Interest Cost	**12**	12
	Actuarial loss/(gain)	**13**	6
	Benefits paid	**(5)**	(25)
	PVO at the beginning of the year	**173**	168
	PVO at end of the year	**207**	173
ii)	Change in fair value of plan assets		
	Expected return on plan assets	**7**	6
	Return on plan assets	***-**	(1)
	Contributions by the employer	**25**	27
	Benefits paid	**(5)**	(25)
	Fair value of plan assets at beginning of the year	**94**	86
	Fair value of plan assets at end of the year	**121**	94
iii)	Analysis of Defined Benefit Obligation :		
	Defined Benefit Obligation at the end of the year	**207**	173
	Provision for protected gratuity	**9**	9
	Fair Value of Plan assets at the end of the year	**121**	94
	Current / Non current classifications		
	Current	**74**	63
	Non current	**21**	26
	Total	**95**	89

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Sr. No.	Particulars	As at 31 March 2025	As at 31 March 2024
iv)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of year	**207**	173
	Provision for protected gratuity	**9**	9
	Fair Value of plan assets	**121**	94
	Funded status	**86**	86
	Net liability recognised in the balance sheet	**95**	89
v)	Expense recognised in the statement of profit or loss:		
	Current Service cost	**13**	12
	Net interest	**6**	6
	Expense recognised in the statement of profit or loss	**19**	18
vi)	Other comprehensive income (OCI):		
	Actuarial Loss/(Gain) recognised for the period	**13**	6
	Return on plan assets excluding interest income	**-**	1
	Total actuarial Loss/(Gain) recognised in OCI	**13**	7
vii)	Assumption used in accounting for the gratuity plan:		
	Discount rate (%)	**6.54%**	7.29%
	Expected return on plan assets	**6.54%**	7.16%
	Salary escalation rate (%)	**7.00%**	7.0%
	Attrition	**21.8%**	21.8%
	Mortality Table	**Indian Assured Lives Mortality (2012-14)**	Indian Assured Lives Mortality (2012-14)

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary Escalation Rate: The estimates of future salary increases, considered in actuarial valuation, takes into account the inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The amounts of the present value of the obligation and experience adjustment arising on plan liabilities are as below :

(₹ in lakhs)

Experience adjustments	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021
Gratuity					
Expected gain / (loss) adjustments on plan liabilities	**10**	5	4	(33)	20
Experience gain / (loss) adjustments on plan assets	*-	(1)	(1)	1	3
Defined Benefits at the end of the year	**207**	173	168	185	171
Plan Assets at the end of the year	**121**	94	86	79	96
Funded status Deficit	**(95)**	(89)	(92)	(107)	(75)
Contribution expected to be paid to the plan during next financial year	**73**	63	53	51	45

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

As at 31 March 2025 the weighted average duration of the defined benefit obligation is four years (31 March 2024 : four years)

Sensitivity Analysis

(₹ in lakhs)

Particulars	As at 31 March 2025	As at 31 March 2024
Delta Effect of +1% Change in Rate of Discounting	**(5)**	(4)
Delta Effect of -1% Change in Rate of Discounting	**5**	4
Delta Effect of +1% Change in Rate of Salary Increase	**5**	4
Delta Effect of -1% Change in Rate of Salary Increase	**(5)**	(4)
Delta Effect of +1% Change in Rate of Employee attrition	* -	* -
Delta Effect of -1% Change in Rate of Employee attrition	* -	* -

* Amount below Rupees One Lakh

38. Earnings per share (EPS)

(₹ in lakhs)

Particulars			Year ended 31 March 2025	Year ended 31 March 2025
Profit after tax attributable to equity shareholders	₹ in lakhs	A	**902**	1,390
Weighted average number of equity shares outstanding during the year	Nos.	B	**74,51,229**	74,51,229
Basic and diluted earnings per equity share	In ₹	(A / B)	**12.11**	18.65
Face value per equity share	In ₹		**10**	10

39. Dividend paid and proposed:

Dividends on equity shares were declared and paid by the Group during the year (₹ in lakhs)

Particulars	Dividend Per Equity Shares (₹)	Year ended 31 March 2025	Dividend Per Equity Shares (₹)	Year ended 31 March 2024
Final Dividend on Equity Shares	2.00	**149**	4.00	298
Total	-	**149**	-	298

The Board of Directors of the Holding Company at the meeting held on 16 May 2025 proposed a dividend of ₹ 3.5 per share (previous year ₹ 2 per share) subject to approval of the members at the ensuing Annual General Meeting.

40. Segment Reporting

The Company's management, pursuant to 'Ind AS 108 – Operating Segments' has concluded that the Company has only one reportable segment which is specialty chemicals. Accordingly, no separate disclosures of segment information have been made.

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

41. Related party disclosures

Description of relationship	Names of related parties
(i) Ultimate Holding Company	
(i) Subsidiary	Dai-Ichi Gosei Chemicals (India) Limited (DGCIL)
(ii) Jointly controlled entities (JCE)	ChampionX Dai-ichi India Private Ltd. (CXDI)
(iii) Key Management Personnel (KMP)	i) Mrs. S. F. Vakil - Chairperson (w.e.f. from 1st April 2023 - Chairperson and Wholetime Director)
	ii) Ms. Meher Vakil Taff - Managing Director (MFV) (w.e.f. from 1st April 2023 - Managing Director)
	iii)Mr. A H Jehangir (AHJ)
	iv) Mr. Ashok V. Hiremath (Independent Director) (AVH)
	v) Mr. Cyrus Bagwadia (Independent Director) (CB) (w.e.f. - 11 August 2023 to 23 January 2025)
	vi) Mr. Behram Sorabji (Independent Director) (BS) (w.e.f. - 11 August 2023)
	vii) Mr. Srinivasan Vishwanathan (Independent Director) (SV) (w.e.f. - 23 January 2025)
	viii) Mr Farokh P Gandhi (Chief Financial Officer) (FG)
	ix) Mr. Ankit P Shah (Company Secretary) (AS)
(iv) Relatives of KMP	i) Mr. Firoze Adi Vakil - Husband of Chairperson & whole time Director (FAV)
	ii) Mr. Jahangir F. Vakil - Son of Chairperson & whole time Director (JFV)
	iii) Mrs. P. R. Mehta -Sister of Chairperson & whole time Director (PRM)
	iv) Mr. Matthew I. Taff - Husband of Ms. Meher Vakil Taff (MT)
(v) Entities in which KMP / Relatives of KMP can	i) Indian Oxides and Chemicals Private Limited (IOCL)
	ii) Rose Investments Limited (RIL)
	iii) General Pharmaceuticals Pvt. Ltd. (GPPL)
	iv) Netal (India) Limited (NIL)
	v) Neterwala Consulting & Corporate Services Limited (NCCL) (merged with CFAPL in FY 2023-24)
	vi) Chemicals and Ferro Alloys Pvt. Ltd (CFAPL)
	vii) Uni Klinger Limited (UKL)
	viii) Natch Products & Services Pvt. Ltd. (NPSPL)
(vi) Enterprises over which director can exercise significant influence	i) Maneckji & Shirinbai Neterwala Foundation (MSNF)

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprises over which director can exercise significant influence	Total
Purchase of goods:							
CXDI	-	**-**	-	-	-	-	**-**
	-	(6)	-	-	-	-	(6)
IOCL	-	-	-	-	**1,924**	-	**1,924**
	-	-	-	-	(331)	-	(331)
GPPL	-	-	-	-	**72**	-	**72**
	-	-	-	-	(76)	-	(76)
UKL	-	-	-	-	**-**	-	**-**
	-	-	-	-	(1)	-	(1)
Sale of goods:							
CXDI	-	**1,652**	-	-	-	-	**1,652**
	-	(697)	-	-	-	-	(697)
GPPL	-	-	-	-	**6**	-	**6**
	-	-	-	-	(9)	-	(9)
Rendering of services/ Reimbursement of expenses:							
CXDI	-	**13**	-	-	-	-	**13**
	-	(14)	-	-	-	-	(14)
CFAPL	-	-	-	-	*-	-	*-
	-	-	-	-	*-	-	*-
IOCL	-	-	-	-	**9**	-	**9**
	-	-	-	-	(10)	-	(10)
NPSPL	-	-	-	-	**2**	-	**2**
	-	-	-	-	-	-	-
Receiving of services/ Reimbursement of expenses :							
SFV	-	-	**1**	-	-	-	**1**
	-	-	(2)	-	-	-	(2)
MFV	-	-	**3**	-	-	-	**3**
	-	-	(13)	-	-	-	(13)
NPSPL	-	-	*-	-	**2**	-	**2**
	-	-	*-	-	(1)	-	(1)
NIL	-	-	-	-	*-	-	*-
	-	-	-	-	-	-	-
Rent :							
SFV	-	-	**39**	-	-	-	**39**
	-	-	(37)	-	-	-	(37)
Interest Paid:							
SFV	-	-	**18**	-	-	-	**18**
	-	-	(30)	-	-	-	(30)

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprizes over which director can exercise significant influence	Total
Remuneration :							
SFV	-	-	**339**	-	-	-	**339**
	-	-	(295)	-	-	-	(295)
MFV	-	-	**312**	-	-	-	**312**
	-	-	(273)	-	-	-	(273)
FG	-	-	**87**	-	-	-	**87**
	-	-	(73)	-	-	-	(73)
AS	-	-	**33**	-	-	-	**33**
	-	-	(28)	-	-	-	(28)
Directors' Sitting Fees :							
AHJ	-	-	**2**	-	-	-	**2**
	-	-	(2)	-	-	-	(2)
KP (upto - 22 September 2023)	-	-	**-**	-	-	-	**-**
	-	-	(2)	-	-	-	(2)
KE (upto - 22 September 2023)	-	-	**-**	-	-	-	**-**
	-	-	(2)	-	-	-	(2)
AVH	-	-	**3**	-	-	-	**3**
			(3)				(3)
CB (w.e.f. 11 August 2023 to 23 January 2025)	-	-	**3**	-	-	-	**3**
	-	-	(2)	-	-	-	**(2)**
BS (w.e.f. 11 August 2023)	-	-	**3**	-	-	-	**3**
	-	-	(1)	-	-	-	(1)
Srinivansan Vishwanathan (w.e.f 23 January 2025)	-	-	**1**	-	-	-	1
	-	-	-	-	-	-	-
Dividend received :							
CXDI	-	**-**	-	-	-	-	**-**
	-	(248)	-	-	-	-	(248)
Loan Repaid :							
SFV	-	-	**327**	-	-	-	**327**
	-	-	-	-	-	-	-
Dividend paid:							
SFV	-	-	73	-	-	-	73
	-	-	-	-	-	-	-
MFV	-	-	3	-	-	-	3
	-	-	-	-	-	-	-
FAV	-	-	-	2	-	-	2
	-	-	-	-	-	-	-
PRM	-	-	-	6	-	-	6
	-	-	-	-	-	-	-
RIL					5		5
	-	-	-	-	-	-	-
GPPL					*-	-	*-
	-	-	-	-	-	-	-
CFAPL	-	-	-	-	-	-	-
	-	-	-	-	-	-	(-)

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

Particulars	Subsidiaries (DGCIL)	JCE (CXDI)	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP can exercise significant influence	Enterprizes over which director can exercise significant influence	Total
Balances outstanding at the end of the year							
Investments :							
CXDI	-	**68**	-	-	-	-	**68**
	-	(68)	-	-	-	-	(68)
Trade receivables:							
CXDI	-	**472**	-	-	-	-	**472**
	-	(47)	-	-	-	-	(47)
IOCL	-	-	-	-	-	-	-
	-	-	-	-	*(2)	-	(2)
NIL	-	-	-	-	**2**	-	2
	-	-	-	-	-	-	-
Deposits for office :							
SFV	-	-	**32**	-	-	-	**32**
	-	-	(32)	-	-	-	(32)
Loan Taken :							
SFV	-	-	-	-	-	-	-
	-	-	-	-	-	-	-
Trade payable :							
IOCL	-	-	-	-	-	-	-
	-	-	-	-	(21)	-	(21)
UKL	-	-	-	-	**-**	-	**-**
	-	-	-	-	(1)	-	(1)
NPSPL	-	-	-	-	*-	-	*-
	-	-	-	-	-	-	-
GPPL	-	-	-	-	*-	-	*-
	-	-	-	-	(13)	-	(13)
SFV	-	-	-	-	*-	-	*-
	-	-	-	-	-	-	*-
MFV	-	-	*-	-	*-	-	*-
	-	-	*-	-	-	-	*-

* Amount below Rupees One Lakh

Note: Figures in bracket relate to the previous year

(₹ in lakhs)

Payment of sitting fees to Independent directors	Year ended 31 March 2025	Year ended 31 March 2024
Sitting fees	**12**	10

Key management personnel compensation

Key management personnel compensation comprised the following :

(₹ in lakhs)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Post-employment benefits	**50**	44
Other long-term benefits	**150**	122

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Based on the recommendation of the Nomination and Remuneration committee, all decisions relating to the remuneration of the directors are taken by the Board of Directors of the Group, in accordance with shareholders' approval, wherever necessary.

All other related party transactions are made in the normal course of business and on terms equivalent to those that prevail in an arm's length transactions.

Note : Figures in the brackets are the corresponding figures of the previous year.

42. Interest in joint ventures

(₹ in lakhs)

Name and country of incorporation	% of interest / ownership	Amount of interest based on accounts for the year ended 31 March 2025					
		Assets	Liabilities	Income	Expenditure	Contingent liabilities	Capital commitments
ChampionX Dai-ichi India Private Ltd (India)	**50**	**5,834**	**5,834**	**5,691**	**4,919**	**315**	**-**
Previous year	50	4,719	4,719	3,620	3,506	356	-

43. Financial instruments – Fair values and risk management

A. Accounting classification and fair values

The Group uses the following hierarchic structure of valuation methods to determine and disclose information about the fair value of financial instruments:

Level 1: inputs to valuation are quoted (unadjusted) prices in active markets for identical assets and liabilities;

Level 2: inputs to valuation are other than quoted prices included in level 1 that are observable for asset or liability, either directly or indirectly;

Level 3: inputs are not based on observable market data. Fair value are determined in whole or in part using a valuation model based on assumption that are either supported by prices from observable current market transaction in the same instruments nor are they based on available market data.

The carrying value of financial instruments by categories is as follows : (₹ in lakhs)

	As at 31st March 2025							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	877	877	-	-	-	-
Other bank balances	-	-	170	170	-	-	-	-
Non-current investments				-	-			-
Unquoted Equity Shares								
Current investments	27		-	27	27	-	-	27
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Financial Assets - Non-current	-	-	689	689	-	-	-	-
Trade receivables	-	-	2,980	2,980	-	-	-	-
Other Non-current financial assets	-	-		-	-	-	-	-
Other current financial assets	-	-	107	107	-	-	-	-
	27	**-**	**4,824**	**4,851**	**27**	**-**	**-**	**27**
Financial liabilities								
Non current borrowings	-	-	18	18	-	-	-	-
Current borrowings	-	-	1,255	1,255	-	-	-	-
Other non current financial liabilities	-	-	52	52				
Trade payables	-	-	2,400	2,400	-	-	-	-
Other Non-current financial liabilities	-	-		-	-	-	-	-
Other current financial liabilities	-	-	223	223	-	-	-	-
	-	**-**	**3,948**	**3,948**	**-**	**-**	**-**	**-**

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

	As at 31st March 2024							
	Carrying amount				Fair value			
	FVTPL	FVTOCI	Amotised Cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	629	629	-	-	-	-
Other bank balances	-	-	13	13	-	-	-	-
Non-current investments	-	-	-	-	-	-	-	-
Unquoted Equity Shares		-	-				-	
Current investments	26	-	-	26	26	-	-	26
Non current investments (other than in subsidiary and joint venture)	-	-	1	1	-	-	-	-
Non current loans	-	-	668	668	-	-	-	-
Trade receivables	-	-	2,245	2,245	-	-	-	-
Other non-current financial assets	-	-	-	-	-	-	-	-
Other current financial assets	-	-	91	91	-	-	-	-
	26	**-**	**3,647**	**3,673**	**26**	**-**	**-**	**26**
Financial liabilities								
Non current borrowings (Including current maturity of long term debts)	-	-	134	134	-	-	-	-
Current borrowings	-	-	1,759	1,759	-	-	-	-
Other non current financial liabilities			-	-				
Trade payables	-	-	1,600	1,600	-	-	-	-
Other current financial liabilities	-	-	286	286	-	-	-	-
	-	**-**	**3,779**	**3,779**	**-**	**-**	**-**	**-**

B. Measurement of fair values

The Management assessed that cash and bank balances, trade receivables, trade payables, cash credit and other financial assets and liabilities approximate their carrying amounts largely due to short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair value

a) The fair value of the quoted investments/units of mutual fund scheme are based on market price/net asset value at the reporting date.

i. Risk management framework

The Group's board of directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

i. Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables

Trade receivables are consisting of a large number of customers. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate.

The Risk Management Committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly.

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables.

At 31 March 2025, the maximum exposure to credit risk for trade receivables by geographic region was as follows.

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
India	**2,040**	842
Other regions	**940**	1,403
	2,980	2,245

Impairment

At 31 March 2025, the ageing of trade receivables that were not impaired was as follows. (₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
Neither past due nor impaired		
Past due 1–180 days	**2,980**	2,202
Past due more than 180 days	**-**	4
	2,980	2,206

Management believes that the un-impaired amounts that are past due by more than 180 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

The movement in the allowance for impairment in respect of trade receivables during the year was as follows.

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
Balance as at the beginning of the year	**14**	45
Impairment loss recognised	**70**	-
Amount written off/(back)	**-**	(31)
Balance as at the end of the year	**84**	14

ii. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The majority of the Group's Trade receivables are due for maturity within 60 days from the date of billing to the customer. Further, the general credit terms for Trade payables are approximately 45 days. The difference between the above mentioned credit period provides sufficient headroom to meet the short-term working capital needs for day-to-day operations of the Group. Any short-term surplus cash generated, over and above the amount required for working capital management and other operational requirements, are retained as Cash and Investment in short term deposits with banks. The said investments are made in instruments with appropriate maturities and sufficient liquidity.

The Group policy is to place cash and cash equivalents and short-term deposits with reputable banks and financial institutions

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(₹ in lakhs)

	Contractual cash flows						
31 March 2025	**Carrying amount**	**Total**	**Due in 1st year**	**Due in 2nd year**	**Due in 3rd year**	**Due in 4th year**	**Due in 5th year**
Non-derivative financial liabilities							
Working capital term loan	**37**	**37**	**19**	**18**	**-**	**-**	**-**
Working capital loan from banks	**1,236**	**1,236**	**1,236**	**-**	**-**	**-**	**-**
Trade payables	**2,400**	**2,400**	**2,400**	**-**	**-**	**-**	**-**
Other current financial liabilities	**223**	**223**	**223**	**-**	**-**	**-**	**-**
	Contractual cash flows						
31 March 2024	Carrying amount	Total	Due in 1st year	Due in 2nd year	Due in 3rd year	Due in 4th year	Due in 5th year
Non-derivative financial liabilities							
Working capital term loan	204	204	70	70	64	-	-
Working capital loan from banks	1,362	1,362	1,362	-	-	-	-
Loan From director	327	327	327	-	-	-	-
Trade payables	1,598	1,598	1,598	-	-	-	-
Other current financial liabilities	286	286	286	-	-	-	-

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Group's interest rate risk arises from borrowings and fixed income securities. Fixed income securities exposes the Group to fair value interest rate risk. The interest rate profile of the Group's interest-bearing financial instruments as reported to the management of the Group is as follows.

(₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
Fixed-rate instruments		
Financial liabilities - vehicle loan and loan from director	**37**	327
	37	327
Variable-rate instruments		
Financial liabilities - term loan, working capital demand loan and cash credit	**(1,273)**	(1,566)
	(1,273)	(1,566)
Total	**(1,236)**	(1,239)

Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Fair value sensitivity analysis for variable rate instruments (₹ in lakhs)

INR	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
31 March 2025				
Variable-rate instruments	**(13)**	**13**	**(10)**	**10**
Cash flow sensitivity (net)	**(13)**	**13**	**(10)**	**10**
31 March 2024				
Variable-rate instruments	(16)	16	(12)	12
Cash flow sensitivity (net)	**(16)**	**16**	**(12)**	**12**

The risk estimates provided assume a change of 100 basis points interest rate for the interest rate benchmark as applicable to the borrowings summarised above. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

44. Capital Management

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Group monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity.

The Group's adjusted net debt to equity ratio at 31 March 2025 was as follows. (₹ in lakhs)

	As at 31 March 2025	As at 31 March 2024
Total Borrowing	**1,273**	1,893
Less : Cash and cash equivalent	**(877)**	(629)
Adjusted net debt	**396**	1,264
Total equity	**18,816**	18,076
Net debt to equity ratio	**0.02**	0.07

45. Additional Regulatory information

A Ratios

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Current ratio (in times)	Total current asset	Total current liabilities	1.69	1.37	23%	Due to repayment of working capital term loan and improved working capital cycle
Debt-Equity ratio (in times)	Debt consist of borrowings	Total equity	0.07	0.10	-30%	Due to repayment of working capital term loan
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non cash Operating expenses + Interest+ Other non cash adjustments	Debt service = Interest payment & principal repayment during the year	12.2	8.5	44%	Current year due to repayment of term loans, interest cost has reduced
Return on equity ratio (in %)	Profit/(Loss) for the year	Total equity	4.79%	7.69%	-38%	The Net Profit was higher in previous year due to exceptional income of Insurance claim

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Particulars	Numerator	Denominator	Current year	Previous year	% Change	Reason for variance
Inventory turnover ratio (in times)	Average inventory	Cost of raw material consumed + Changes in inventories	6.5	4.4	48%	Due to higher turnover; the turnover ratio has improved
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	6.9	5.4	28%	Due to higher turnover, debtors outstanding value has increased
Trade payables turnover ratio (in times)	Cost of goods sold	Average trade payables	5.8	3.6	61%	Due to higher turnover, creditors outstanding value has increased
Net capital turnover ratio (in times)	Revenue from Operations	Working capital (ie Total current assets less Total current liabilities)	6.3	9.2	-32%	Due to repayment of term loans; the working capital has increased resulting into lower turnover
Net profit ratio (in %)	Profit/(Loss) for the year	Revenue from operations	5%	11%	-55%	Previous year due to profit from exceptional income the ratio as improved
Return on capital employed (in %)	Profit before tax and finance costs	Closing capital employed = Net worth + Current and Non Current Borrowings	5%	11%	-55%	Previous year due to profit from exceptional income the ratio had improved
Return on investment (in %)	Income generated from invested funds	Invested funds in treasury investments	6%	9%	-33%	Fixed deposit investment were increased during the year.

B Trade payable ageing schedule :

a) As at 31-March-2025 (₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	8	32	-	-	-	40
ii) Others trade payables	2,128	230	-	2	-	2,360
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	**2,136**	**262**	**-**	**2**	**-**	**2,400**

Note : MSME ageing includes payables on purchase of property, plant and equipment amounting to ₹ 5 lakhs (31 March 2024 ₹ 3 lakhs)

b) As at 31-March-2024 (₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1 -2 years	2 -3 years	More than 3 year	Total
i) MSME	70	6	5	16	1	98
ii) Others trade payables	1,199	286	17	-	3	1,505
iii) Disputed MSME	-	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-	-
Total	**1,269**	**292**	**22**	**16**	**4**	**1,603**

* Amount below Rupees One Lakh

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

C Capital work in progress aging schedule :

a) As on 31 March 2025

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 -2 years	2 -3 years	More than 3 years	Total
Projects in progress	85	-	-	-	85
Projects temporarily suspended	-	-	-	-	-
Total	**85**	**-**	**-**	**-**	**85**

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet. All projects are expected to be completed in financial year 2025-26

b) As at 31 March 2024

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1 -2 years	2 -3 years	More than 3 years	Total
Projects in progress	203	35	-	-	**238**
Projects temporarily suspended	-	-	-	-	**-**
Total	203	35	**-**	**-**	**238**

No projects are overdue or has exceeded its cost as per original plan as on date of balance sheet

D Trade receivable aging schedule :

a) As at 31 March 2025

(₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 -3 years	More than 3 years	Total
i) Undisputed - considered good	2,439	541	-	-	-	-	2,980
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	22	10	1	1	18	32	84
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
	2,461	**551**	**1**	**1**	**18**	**32**	**3,064**
Less : Loss allowance							**(84)**
							2,980

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

b) As on 31 March 2024 (₹ in lakhs)

Particulars	Outstanding for following period from due date of payments						
	Not Due	Less than 6 months	6 months < 1 year	1 - 2 years	2 -3 years	More than 3 years	Total
i) Undisputed - considered good	1,371	831	4	14	2	23	2,245
ii) Undisputed - which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	14	14
iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-	-
v) Disputed - which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed - credit impaired	-	-	-	-	-	-	-
	1,371	**831**	**4**	**14**	**2**	**37**	**2,259**
Less : Loss allowance							**(14)**
							2,245

46. Income Taxes

(A) Components of Income tax expenses

(i) Tax expense recognised in the consolidated profit and loss (₹ in lakhs)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Current tax		
Current period	**-**	-
Total Current tax expense	**-**	-
Income tax adjustment of earlier years	**18**	36
Deferred tax	**211**	452
Current period	**-**	-
Total deferred tax expense	**211**	452
Tax expense for the year	**229**	488

(ii) Tax recognised in other comprehensive income (₹ in lakhs)

Particulars	For the year ended 31 March 2025			For the year ended 31 March 2024		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense)/ benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of the defined benefit plans	**(13)**	**1**	**(12)**	(2)	2	-
	(13)	**1**	**(12)**	(2)	2	-

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

(B) Reconciliation of effective tax rate

(₹ in lakhs)

Particulars	(%)	For the year ended 31 March 2025	(%)	For the year ended 31 March 2024
Profit before tax		**847**		**1,837**
Tax using the group's domestic tax rate (Current year 25.17% and Previous year 25.17%)	**25.17%**	**213**	**25.17%**	462
Tax effect of:				
Decrease in substantially enacted tax rate		**-**		-
Unrecognised DTA of earlier years now utilized		**-**		-73
Decrease in substantially enacted tax rate		**-**		-
Others		**(1)**		63
		211		452

The Company's domestic tax rates for the years ended 31 March 2025 is 25.17% and 31 March 2024 was 25.17%.

47. Income Taxes (Deferred tax)

(A) Movement in deferred tax assets and liabilities (₹ in lakhs)

Particulars	31 March 2025					
	Net balance 1 April 2024	Recognised in profit or loss	Recognised in OCI	Net	Deferred tax asset	Deferred tax liability
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,123)	62	-	(1,061)	-	(1,061)
Investment	(2)	7	-	5	-	5
Deferred tax assets:						
Insurance claim adjusted in tax (written down value)	-	-	-	-	-	-
Trade receivables	4	17	-	21	21	-
Income tax loss (including depreciation)	1,244	(309)	-	935	935	-
Other items	91	12	1	103	103	-
Deferred tax assets/(liabilities)	**214**	**(211)**	**1**	**3**	**1,059**	**(1,056)**
Offsetting of deferred tax assets and deferred tax liabilities					**(1,056)**	
Net deferred tax assets/ (liabilities)	**214**	**(211)**	**1**	**3**	**3**	

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

Particulars	31 March, 2024					
	Net balance 1 April 2023	**Recognised in profit or loss**	**Recognised in OCI**	**Net**	**Deferred tax asset**	**Deferred tax liability**
Deferred Tax Liabilities:						
Property, plant and equipment and Intangible assets	(1,078)	(45)	-	(1,123)	-	(1,123)
Investment and others	(2)	-	-	(2)	-	(2)
Deferred tax assets:						
Insurance claim adjusted in tax (written down value)	517	(517)	-	-	-	-
Trade receivables	11	(7)	-	4	4	-
Income tax loss (including depreciation)	1,135	109	-	1,244	1,244	-
Other items	83	8	-	91	91	-
Deferred tax assets/(liabilities)	**666**	**(452)**	**-**	**214**	**1,339**	**(1,125)**
Offsetting of deferred tax assets and deferred tax liabilities					**(1,125)**	
Net deferred tax assets/ (liabilities)	**666**	**(452)**	**-**	**214**	**214**	

The Group during the year 2024-25 has utilized deferred tax asset (DTA) ; on account of set off of losses against current year profits.

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income by each jurisdiction in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

B. Tax assets and liabilities (₹ in lakhs)

Particulars	**As at 31 March 2025**	As at 31 March 2024
Non Current tax assets (net)	**532**	555
Non Current tax liability (net)	**-**	-
Current tax assets (net)	**-**	-
Current tax liabilities (net)	**-**	-

48. Events after the reporting period

No significant adjusting event occurred between the balance sheet date and date of the approval of these financial statements by the Board of Directors of the Holding Company requiring adjustment or disclosure.

49. Exceptional Items

a. During current year, the Holding Company sold its tenancy rights to a property situated in Mumbai for a total consideration of ₹ 153 lakhs. This transaction has resulted in a gain of ₹ 153 lakhs, which has been recognized as an exceptional item in the financial statements.

b. Loss by fire at Dahej Plant

Pursuant to a fire incident on 22 November 2020 at Dahej factory situated at Plot no. D-2/20, GIDC, Tal. Vagra, Dist. Bharuch – 392130, Gujarat, certain property, plant and equipment and inventory were damaged. It also disrupted the production process and impacted the financial performance of the Holding Company for the year ended 31 March 2021. As a result of the incident, the Holding Company had recognised a loss of ₹ 4,932 lakhs (₹ 4,326 lakhs towards property plant and equipment, ₹ 581 lakhs towards inventories and ₹ 25 lakhs towards other expenses) as an exceptional item in the standalone financial results for FY 2020-21. The Holding Company's assets and inventories are covered under an Insurance policy and a claim has been lodged with the Insurance company for the losses suffered. The Holding Company has received an interim payment towards insurance claim of ₹ 400 lakhs in FY 2021-22 and stock insurance claim of ₹ 285 lakhs in FY 2022-23. During the previous year, the Company has received full and final settlement of fire insurance claim amounting to ₹ 2,058 lakhs on 12 September 2023 which is recognised as an exceptional item.

Notes forming part of the consolidated financial statements for the year ended 31 March 2025 (Contd.)

50. Other Statutory Information

(i) The Group did not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

(ii) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

- (a) Crypto Currency or Virtual Currency
- (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- (c) Registration of charges or satisfaction with Registrar of Companies
- (d) Approved scheme(s) of Arrangements
- (e) Number of layers of companies
- (f) Undisclosed income
- (g) Revaluation of PPE and intangible assets
- (h) Title Deeds of immovable properties not held in name of the Group
- (i) Wilful defualter

(iii) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries)with the understanding that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(iv) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

The Group has borrowings from bank on the basis of security of current assets. The quarterly returns or statement of current assets filed by the Group with banks are in agreement with the books of accounts.

51. Information with regard to other matters specified in Schedule III to the Act is either nil or not applicable to the Company for the year.

52. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

As per our report of even dated attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Farhad Bamji
Partner
Membership No: 105234

Place : Mumbai
Date : 16 May 2025

For and on behalf of the Board of Directors
Dai-Ichi Karkaria Limited
CIN: L24100MH1960PLC011681

S. F. Vakil
Chairperson and
Wholetime Director
(DIN: 00002519)

Meher Vakil Taff
Managing Director
(DIN: 07778396)

Farokh P Gandhi
Chief Financial Officer
Membership No. 47573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

Form AOC-1

Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/ Joint Ventures Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014

Part "A" -Subsidiaries (₹ in lakhs)

1	Sl. No.	1
2	Name of the subsidiary	Dai-ichi Gosei Chemicals (India) Limited
3	Reporting period for the subsidiary concerned, if different form the holding company's reporting period	NA
4	Reporting Currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA
5	Share Capital	5
6	Reserves & Surplus	(4)
7	Total Assets	1
8	Total Liabilities	1
9	Investments	Nil
10	Turnover (Other Income)	* -
11	Loss before taxation	* -
12	Provision for taxation	-
13	Loss after taxation	* -
14	Proposed dividend	Nil
15	% of Shareholding	97%
1	Names of subsidiaries which is yet to commence operations	Nil
2	Names of subsidiaries which have been liquidated or sold during the year yet to commence operations	Nil
	* Amount below Rupees One Lakh	

Statement pursuant to Section 129(3) of Companies Act, 2013 related to Associate Companies and Joint Ventures

Part "B" - Joint Ventures (₹ in lakhs)

	Name of Joint Venture	ChampionX Dai-ichi India Private Limited
1	Latest audited Balance Sheet date	31/03/2025
2	Shares of Joint Venture held by the Company on the year end :	
	No. of Shares	11,25,000
	Amount of investment in Joint Venture	68
	% of holding	50%
3	Description of how there is significant influence	50% holding in JV
4	Reason why the Joint venture is not consolidated	NA
5	Net worth attributable to shareholding as per last audited balance sheet	2,338
6	Profit for the year	
	1. Considered in consolidation	284
	2. Not considered in consolidation	-
1	Names of Associates Companies or Joint Ventures which is yet to commence operations	Nil
2	Names of Associates Companies or Joint Ventures which have been liquidated or sold during the years	Nil

For and on behalf of the Board of Directors

S. F. Vakil
Chairperson and
Wholetime Director
(DIN : 00002519)

Meher Vakil Taff
Managing Director
(DIN : 07778396)

Farokh Gandhi
Chief Financial Officer
Membership No. 047573

Ankit Shah
Company Secretary
Membership No. A35008

Place : Mumbai
Date : 16 May 2025

NOTES

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